

Notice of Annual General Meeting

for the year ended 30 June, 2016

Notice is hereby given that the Thirty Forth Annual General Meeting of the shareholders of Synthetic Products Enterprises Limited will be held on Wednesday 21 September 2016 at 3:30 PM at Jinnah Auditorium of Lahore Chamber of Commerce & Industries, Shahrah Aiwane-Tijarat, Lahore to transact the following business:

Ordinary Business:

1. To confirm the minutes of the Last Extra Ordinary General Meeting held on 17 December 2015;
2. To receive, consider and adopt the audited financial statements including consolidated financial statements for the year ended 30 June 2016 together with Directors' and Auditors' Report thereon;
3. To approve the payment of cash dividend @ 10% i.e. Re 1.00 per ordinary share, out of the reserves for the year ended 30 June 2016, as recommended by the Directors;
4. To appoint auditors for the year ended 2016-17 and fix their remuneration. The Board, has recommended, as suggested by the board audit committee, the appointment of M/s KPMG Taseer Hadi and Co., Chartered Accountants, the retiring auditors and being eligible offer themselves for re-appointment.

By the Order of the Board



Khalil Ahmad Hashmi, FCA
Company Secretary

30 August 2016
Lahore

Notice of Annual General Meeting

for the year ended 30 June, 2016

Notes:

1. The share transfer books of the Company will remain closed from September 15, 2016 to September 21, 2016 (both days inclusive). Transfers received in order at the Shares Department of M/s THK Associates (Pvt.) Limited, 2nd Floor, State Life Building No. 3, Dr. Ziauddin Ahmed Road, P.O. Box No. 8533, Karachi-75530, Pakistan at the close of business on September 14, 2016 will be treated in time for the purpose of payment of final cash dividend, if approved by the shareholders.
2. A member entitled to attend and vote at the meeting is entitled to appoint any other member as his/her proxy to attend and vote. Proxies in order to be effective must be received at the Registered Office of the Company, 127-S Quaid-e-Azam Industrial Estate Township Kot Lakhpat, Lahore duly stamped and signed not less than 48 hours before the time of the meeting. A proxy need not be a member of the Company. The proxy shall produce his/her original CNIC or passport at the time of the meeting.
3. An individual beneficial owner of shares, keeping shares in the Central Depository Company, entitled to vote at this meeting must bring his/her CNIC along with the participant ID numbers and sub account numbers with him/her to prove his/her identity and in case of proxy must enclose and attested copy of his/her CNIC. Representatives of corporate members should bring the usual documents required for such purposes.
4. Pursuant to SECP Circular No 10 dated May 21, 2014, if the Company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.

Payment of Cash Dividend Electronically

5. In accordance with SECP's letter no. 8(4) SM/CDC 2008 dated 5th April 2013, we would like to apprise the shareholders that SECP has devised a strategy for implementation and promotion of e-dividend mechanism whereby the cash dividend amount would be directly credited into the respective bank account of the shareholder through electronic fund transfer facilities.
6. The shareholders can avail benefits of the e-dividend facility by providing dividend mandate in their CDC accounts through their Participants and in case of physical shares to the share registrar.

Withholding Tax on Dividend

7. As per requirements of Income Tax Ordinance, 2001, Income tax @ 12.5% will be withheld in case of filers and @ 20% in case of non-filers of tax returns, the shareholders are advised to make sure that their names are entered into the list of Active Tax Payers before the date of book closure of cash dividend, to avoid higher rate of tax deduction.
8. All shareholders who hold shares jointly are requested to provide shareholding proportions of principal shareholder and joint shareholder(s) in respect of shares held by them to our shares registrar, before the date of book closure, in wiring as follows:

Name of Principal Shareholder/Joint Holders	Shareholding Proportion	CNIC No.(copy attached)	Signature

Kindly note that in case of non-receipt of the information then each Account Holder will be assumed to hold equal proportion of shares and the deduction will be made accordingly.

9. Shareholders claiming tax exemption under clause 47(B) of Part IV of the Second Schedule of Income Tax Ordinance, 2001 are requested to provide valid exemption certificate under section 159(1) of the Income Tax Ordinance, 2001, or copy of stay order, if any, before the date of book closure, to our Share Registrar as required vide FBR clarification letter No. 1(43) DG (WHT)/2008 - Vol. II-66417-R dated 12 May 2015. In case of non-submission of the requisite documents, deduction of tax under relevant sections shall be made as per requirements of law.

Electronic Transmission of Audited Financial Statements and Notices

10. Through SRO 787 (1)/2014 dated 8th September 2015 the Securities and Exchange Commission of Pakistan has permitted companies to circulate their annual audited financial statements and notice of annual general meetings through e-mail to its shareholders. Those shareholders who wish to receive the Company's Annual Report through e-mail are requested to provide a duly completed Consent Form. The forms are available on the Company's website. "www.spelgroup.com."