

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 75th Annual General Meeting of the Members of Abbott Laboratories (Pakistan) Limited (“the Company”) will be held on Monday, April 22, 2024, at 03:00 p.m. at the ICAP Auditorium, Chartered Accountants Avenue, Clifton, Karachi and virtually through a video-link facility to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements, together with the Directors’ Report, the Auditors’ Report, and the Chairman’s Review Report thereon for the financial year ended December 31st, 2023.
2. To appoint the Auditors of the Company for the period ending on date of the next Annual General Meeting, and to authorize the Directors to fix their remuneration. The present auditors, M/s EY Ford Rhodes, Chartered Accountants, being eligible, have offered themselves for reappointment.

SPECIAL BUSINESS

3. To consider and, if thought fit, pass the following resolutions to enable and authorize the Company to circulate the Annual Audited Financial Statements including without limitation the Annual Balance Sheet, Profit and Loss Account, Auditors’ Report, Directors’ Report and the Chairman’s Review Report (“Annual Financial Statements”), to Members of the Company through QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan (“SECP”) through its S.R.O 389(I)/2023 dated 21 March 2023.

RESOLVED THAT the Company be and is hereby authorized to circulate its Annual Financial Statements, to the Members of the Company through QR enabled code and weblink, in accordance with S.R.O 389(I)/2023, issued by the SECP and that the practice of circulation of the annual financial statements through CD /DVD/USB may be discontinued.

FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to do all acts, deeds and things, take or cause to be taken any action as may be necessary, incidental or consequential to give effect to this resolution.

4. To transact any other business with permission of the Chairman.

By Order of the Board of Directors



MUHAMMAD USAMA JAMIL
COMPANY SECRETARY

Karachi: dated February 22, 2024

Notes:

1. The Share Transfer books of the Company will remain closed from 16 April 2024 to 22 April 2024 (both days inclusive). Members (Non-CDC) are requested to promptly notify the Company’s Registrar of any change in their addresses and submit, if applicable to them, the Non-deduction of Zakat Form CZ-50 with the Registrar of the Company M/s FAMCO Share Registration Services (Private) Ltd., 8-F, Next to Hotel Faran, Nursery, Block-6, PECHS, Shahrah-e-Faisal, Karachi. Tel: 009-21-34380101-5, 0092-21-34384621-3, email: info.shares@famcosrs.com. All the Members holding the shares through the CDC are requested to please update their addresses and Zakat status with their participants.

2. A Member of the Company entitled to attend and vote at the meeting may appoint a proxy to attend, speak and vote instead of him/her. Proxies in order to be effective must be received at the Company's registered office not less than 48 hours before the time of holding the meeting. In calculating the aforesaid period, no account shall be taken of any day that is not a working day. A proxy need, not be a Member of the Company. The proxy shall produce his/her original CNIC or Passport to prove his/her identity.
3. Form of proxy is annexed to this notice and attached in the Annual Report, which is also available on the Company's website (www.pk.abbott), the website of the Pakistan Stock Exchange and will be circulated via email to all the shareholders who have provided their email address to the Company.
4. Shareholders are requested to notify the Company of any change in their physical addresses and email address immediately.
5. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

6. For Attending the Meeting:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- (ii) In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.
- (iii) In case a member desires to attend the meeting virtually, the Company has made adequate arrangements for the members to participate seamlessly via video-link. To attend the AGM via video-link, members are required to email their names, folio number, valid email address and number of shares held in their names to the following email address: pk.shareholderquery@abbott.com. The members/proxies will receive video-link login credentials following the provision of the requisite details.

7. For Appointing Proxies:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (iii) Attested copies of CNIC or the passport of the beneficial owners and of the Proxy shall be furnished with the proxy form.
- (iv) The Proxy shall produce his/her original CNIC or original passport at the time of the Meeting.
- (v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

8. Withholding Tax on Dividend under Section 150 the Income Tax Ordinance, 2001:

- (i) Pursuant to the provisions of the Finance Act 2019 effective July 1, 2019, the rates of deduction of income tax from dividend payments under the Income Tax Ordinance have been revised as follows:
 1. Rate of tax deduction for active tax payers is 15%.
 2. Rate of tax deduction for non-active tax payers is 30%.

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Shareholders who are filers, are advised to make sure that their names are entered into latest Active Tax Payers List (ATL) provided on the website of FBR at the time of dividend payment, otherwise they shall be treated as non-filers and tax on their cash dividend will be deducted at the rate of 30% instead of 15%.

NOTICE is hereby given that the 75th Annual General Meeting of the Members of Abbott Laboratories (Pakistan) Limited ("the Company") FBR Circulars No. (29) WPT/2006 dated 30 June 2006 and Circular No. IC (4B) DG (WH) 2008 dated 17 October 2008, and Circular No. (29) WPT/2006 dated 30 June 2006 and Circular No. IC (4B) DG (WH) 2008 dated 17 October 2008, are hereby notified in order to transact the following business:

ORDINARY BUSINESS
 (i) To receive and examine the accounts and financial statements of the Company for the year ended 31st March 2016 and to authorize the Board of Directors to do all such things as may be necessary or expedient in connection therewith and to give effect thereto. The shareholders who fall in the category mentioned in above clause and want to avail exemption U/S 150 of the Ordinance, must provide valid Tax Exemption Certificate to our Share Registrar FAMCO Share Registration Services (Private) Limited before book closure otherwise tax will be deducted on dividend as per applicable rates.

(iii) Further, according to clarification received from Federal Board of Revenue (FBR), with-holding tax will be determined separately on 'Filer/Non-Filer' status of Principal shareholder as well as Joint-Holder(s) based on their shareholding proportions, in case of joint accounts.

In this regard all shareholders who hold shares jointly are requested to provide shareholding proportions of Principal shareholder and Joint-Holder(s) in respect of shares held by them (only if not already provided) to our Share Registrar, in writing as follows:

Company Name	Folio/CDS Account #	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and CNIC #	Shareholding Proportion (No. of Shares)	Name and CNIC #	Shareholding Proportion (No. of Shares)

The required information must reach our Share Registrar within 10 days of this notice; otherwise it will be assumed that the shares are equally held by Principal shareholder and Joint Holder(s).

- (iv) For any query/problem/information, the investors may contact the Company and/or the Share Registrar, FAMCO Share Registration Services (Pvt.) Ltd. at phone 021-34380101-5 and email address: info.shares@famcosrs.com.pk
- (v) The corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the Company or FAMCO Share Registration Services (Pvt.) Ltd. The shareholders while sending NTN or NTN certificates, as the case may be, must quote company name and their respective folio numbers.

9. Electronic Transmission of Audited Financial Statements & Notices:

The Securities and Exchange Commission of Pakistan (SECP) through its Notification S.R.O. 470(I)/2016, dated 31 May 2016 has permitted companies to circulate Audited Financial Statements to its Members through CD/DVD/USB. Members who wish to receive the physical copies of financial statements are requested to convey their request in writing to pk.shareholderquery@abbott.com, and those who wish to receive the financial statements in soft copy via email are requested to convey their e-mail address for receiving Audited Financial Statements and Notice at the following email address: pk.shareholderquery@abbott.com. In order to avail this facility a Standard Request Form is available at the Company's website <https://www.pk.abbott>. Alternatively, the Annual Reports may be downloaded from the following link: <https://www.pk.abbott/investor/investor-information.html>

10. Payment of Cash Dividend Electronically

The Securities and Exchange Commission of Pakistan (SECP) had earlier initiated e-dividend mechanism through its letter No: 8(4) SM/CDC/2008 dated April 05, 2013. The Companies Act 2017 also now provides in section 242 that any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. As such, the Company will only be able to make payment of any cash dividend to its shareholder through electronic mode. Therefore, shareholders are advised that in order for them to receive their dividends through electronic mode, the details of their bank mandate specifying:

- (i) title of account,
- (ii) account number and IBAN,
- (iii) bank name,
- (iv) branch name, code and address be provided as soon as possible, to the Share Registrar of the Company, M/s FAMCO Share Registration Services (Private) Limited.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 RELATING TO THE SPECIAL BUSINESS IN AGENDA ITEM NO. 3

The SECP, through its S.R.O 389(I)/2023 dated 21 March 2023, has allowed companies to circulate the Annual Financial Statements to its members through QR enabled code and weblink.

The Company shall seek the approval of the shareholder to circulate the Annual Financial Statements to its members through QR enabled code and weblink as required u/section 223 (7) of Companies Act and SECP Notification S.R.O. 389 (1)/ 2023 dated March 21, 2023.

None of the Directors of the Company have any direct or indirect interest in the Special Business, except in their capacity as members and directors of the Company.