

Registered Office

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Karachi-75600
Tel # 92-21-5831618/5831664/5833011
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Shares Registrar

Ferguson Associates (Pvt) Limited.
Ground Floor, State Life Building No.1-A
Off I. I. Chundrigar Road
Karachi-74000

Listing on Stock Exchanges

Tri-Pack's equity shares are listed on Karachi, Lahore and Islamabad Stock Exchanges.

Listing Fees

The annual listing fees for the financial year 2005-06 has been paid to all the three stock exchanges within the prescribed time limit.

Stock Code

The stock code for dealing in equity shares of Tri-Pack Films at KSE, LSE and ISE is TRIPE

Shares Registrar

Tri-Pack's shares department is operated by Ferguson Associates (Pvt) Limited. and services over 1,400 shareholders. It is managed by a well-experienced team of professionals and is equipped with the necessary infrastructure in terms of computer facilities and comprehensive set of systems and procedures for conducting the registration function. The essential and outstanding ingredient of the registration services is the involvement of Chartered Accountants in the quality control aspect of registration activities.

The Shares Registrar has online connectivity with Central Depository Company of Pakistan Limited. It undertakes activities pertaining to dematerialization of shares, share transfers, transmissions, issue of duplicate/re-validated dividend warrants, issue of duplicate/ replaced share certificates, change of address and other related matters.

For assistance, shareholders may contact either the Registered Office or the Shares Registrar.

Contact persons:

Mr. Rafique Khatri
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Service Standards

Tri-Pack has always endeavored to provide investors with prompt services. Listed below are various investor services and the maximum time limits set for their execution:

	For Request Received Through Post	Over the Counter
Transfer of shares	30 days after receipt	30 days after receipt
Transmission of shares	30 days after receipt	30 days after receipt
Issue of duplicate share certificates	30 days after receipt	30 days after receipt
Issue of duplicate dividend warrants	5 days after receipt	5 days after receipt
Issue of revalidated dividend warrants	5 days after receipt	5 days after receipt
Change of address	2 days after receipt	15 minutes

Well qualified personnel of the Shares Registrar have been entrusted with the responsibility of ensuring that services are rendered within the set time limits.

Statutory Compliance

During the year the Company has complied with all applicable provisions, filed all returns/ forms and furnished all the relevant particulars as required under the Companies Ordinance, 1984 and allied rules, the Securities and Exchange Commission of Pakistan (SECP) Regulations and the listing requirements.

Dematerialization of Shares

The equity shares of the Company are under the compulsory dematerialization category. As of date 33.96% of the equity shares of the Company have been dematerialized by the shareholders.

Dividend Announcement

The Board of Directors of the Company has proposed a dividend of 25% (Rs 2.50 per share of Rs 10) for the financial year ended 31 December 2005, subject to approval by the shareholders of the Company at the Annual General Meeting (2004 : 15% cash dividend (Rs 1.50 per share of Rs 10).

Book Closure Dates

The Register of Members and Share Transfer Books of the Company will remain closed from February 20, 2006 to February 27, 2006 both days inclusive.

Dividend Remittance

Dividend declared and approved at the Annual General Meeting will be paid well before the statutory time limit of 45 days:

- (i) For shares held In physical form: to shareholders whose names appear in the Register of Members of the Company after entertaining all requests for transfer of shares lodged with the Company on or before the book closure date.
- (ii) For shares held in electronic form: to shareholders whose names appear in the statement of beneficial ownership furnished by CDC as at end of business on book closure date.

Withholding of Tax & Zakat on Dividend

As per the provisions of the Income Tax Ordinance, 2001, Income Tax is deductible at source by the Company:

- a. on shareholder which is a public company or an insurance company 5%; and
- b. in any other case 10% .

Zakat is also deductible at source from the dividend at the rate of 2.5% of the face value of the share, other than corporate holders or individuals who have provided an undertaking for non-deduction.

Dividend Warrants

Cash dividends are paid through dividend warrants addressed to the shareholders whose names appear in the Register of Shareholders at the date of book closure. Shareholders are requested to deposit those warrants into their bank accounts, at their earliest, thus helping the Company to clear the unclaimed dividend account.

Investor's Grievances

To date none of the investors or shareholders have filed any letter of complaints against any service provided by the Company to its shareholders.

Legal Proceedings

No case has ever been filed by shareholders against the Company for non-receipt of shares/refund.

General Meetings & Voting Rights

Pursuant to section 158 of The Companies Ordinance, 1984, Tri-Pack Films Limited holds a General Meeting of shareholders at least once a year. Every shareholder has a right to attend the General Meeting. The notice of such meeting is sent to all the shareholders at least 21 days before the meeting and also advertised in atleast one English and one Urdu newspaper having circulation in Karachi, Lahore and Islamabad.

Shareholders having holding of at least 10% of voting rights may also apply to the board of directors to call for meeting of shareholders, and if board does not take action on such application within 21 days, the shareholders may themselves call the meeting.

All shares issued by the Company carry equal voting rights. Generally, matters at the general meetings are decided by a show of hands in the first instance. Voting by show of hands operates on the principle of "One Member-One Vote". If majority of shareholders raise their hands in favor of a particular resolution, it is taken as passed, unless a poll is demanded.

Since the fundamental voting principle in a Company is "One Share-One Vote", voting takes place by a poll, if demanded. On a poll being taken, the decision arrived by poll is final, overruling any decision taken on a show of hands.

Proxies

Pursuant to Section 161 of The Companies Ordinance, 1984 and according to the Memorandum and Articles of Association of the Company, every shareholder of the Company who is entitled to attend and vote at a general meeting of the Company can appoint another person as his/her proxy to attend and vote instead of him/her. Every notice calling a general meeting of the Company contains a statement that a shareholder entitled to attend and vote is entitled to appoint a proxy, who may not be a member of the Company.

The instrument appointing a proxy (duly signed by the shareholder appointing that proxy) should be deposited at the office of the Company not less than forty-eight hours before the meeting.

Web Presence

Updated information regarding the Company can be accessed at Tri-Pack's website, www.tripack.com.pk. The website contains the Company's profile, the corporate philosophy and major products.

Shareholders' Information

Pattern of Shareholding

The shareholding Pattern of the equity share capital of the Company as at December 31, 2005 is as follows:

From	Shareholding	To	Number of Shareholders	Total Shares Held
1	-	100	62	5,231
101	-	500	658	315,187
501	-	1000	228	225,782
1001	-	5000	288	854,300
5001	-	10000	72	596,700
10001	-	15000	20	259,400
15001	-	20000	17	312,800
20001	-	25000	7	171,500
25001	-	30000	4	109,000
30001	-	35000	6	201,000
35001	-	40000	6	225,200
40001	-	45000	3	128,500
45001	-	50000	8	387,000
50001	-	55000	3	154,300
55001	-	60000	3	174,000
60001	-	65000	2	125,500
65001	-	70000	1	69,400
70001	-	75000	3	225,000
75001	-	80000	2	155,900
80001	-	85000	1	85,000
90001	-	95000	1	93,500
95001	-	100000	2	200,000
110001	-	115000	1	114,000
140001	-	145000	1	141,500
145001	-	150000	1	150,000
160001	-	165000	1	160,300
180001	-	185000	1	182,000
195001	-	200000	3	599,800
205001	-	210000	1	210,000
280001	-	290000	1	285,000
299001	-	310000	1	300,000
315001	-	320000	1	315,400
390001	-	400000	1	395,000
465001	-	480000	1	474,500
550001	-	555000	1	551,000
555001	-	605000	1	589,500
605001	-	610000	1	605,500
1110001	-	1123000	1	1,122,000
1230001	-	1235000	1	1,233,800
7495001	-	7500000	1	7,499,000
9995001		10000000	1	9,997,500
			<u>1,418</u>	<u>30,000,000</u>

S. No.	Shareholders' Category	No. of Shareholders	No. of Shares	%
1	Associated companies, undertakings and related parties	4	18,207,800	60.69
2	NIT and ICP	1	1,233,800	4.11
3	Directors, CEO and their spouses	10	573,000	1.91
4	Executives	-	-	-
5	Public sector companies and corporations	4	1,195,900	3.99
6	Banks, Development Finance Institutions, Non-Banking Finance Institutions, Insurance companies, Modaraba and Mutual funds	17	1,302,000	4.34
7	Others	51	2,668,900	8.90
8	Individuals	1,331	4,818,600	16.06
		<u>1,418</u>	<u>30,000,000</u>	<u>100.00</u>

Information as required under the Code of Corporate Governance

Shareholders' Category	Number of Shareholders	Number of Shares Held
Associated companies, undertakings and related parties		
M/s Mitsubishi Corp. – Japan	1	7,499,000
M/s Packages Limited	1	9,997,500
International General Insurance Company of Pakistan Limited	2	711,300
NIT and ICP		
National Bank of Pakistan, Trustee Department	1	1,233,800
Directors		
Syed Babar Ali	2	475,000
Mr. Khalid Yacob	2	1,500
Syed Hyder Ali	2	94,000
Mr. Shahid Hussain	1	1,000
Mr. Mujeeb Rashid	1	500
Mr. Hiroshi Kojima	1	500
Mr. Masaharu Domichi	1	500
Directors spouses and minor children	NIL	NIL
CEO's spouse and minor children	NIL	NIL
Executives	NIL	NIL
Public Sector Companies and Corporations	4	1,195,900
Banks, Development Finance Institutions, Non-Banking Finance Institutions, Insurance Companies, Modaraba and Mutual Funds	17	1,302,000
Shareholders holding 10% or more voting interest		
M/s Mitsubishi Corp. - Japan	1	7,499,000
M/s Packages Limited	1	9,997,500

Shareholders' Information

Share Price/Volume

The monthly high and low prices and the volume of shares traded on the Karachi Stock Exchange during the financial year 2005 are as under:

Month	Share Price on the KSE (Rs.)		
	Highest	Lowest	Volume of Shares Traded
January	73.50	67.00	62,900
February	68.00	62.20	237,000
March	64.00	52.00	131,200
April	61.00	51.50	55,400
May	52.50	40.40	43,400
June	55.65	42.65	765,700
July	48.00	46.00	27,000
August	49.75	45.00	17,500
September	47.00	42.90	379,000
October	45.45	42.00	32,500
November	47.25	42.00	51,500
December	58.95	47.00	15,171,000