



INVESTMENTS

WE KNOW YOUR VALUE

July 04, 2024

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Subject: Notice of EOGM for Election of Directors of 786 Investments Ltd.

Dear Sir,

Enclosed please find a Notice of Extra Ordinary General Meeting to be held on July 30, 2024 at 09:00 am for circulation amongst the TRE Certificate Holders of the Exchange.

Yours truly,

A handwritten signature in blue ink, appearing to read 'Noman Shakir'.

Noman Shakir
Company Secretary

786 Investments Limited

G-3, BRR Tower, Hassan Ali Street, Off I.I. Chundrigar, Road, Karachi 74000 Pakistan
Tel: +922132603751-54 www.786investments.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting of the Company will be held on Tuesday July 30, 2024 at 09:00 am, at registered office G3, BRR Tower I.I Chundrigarh Road Karachi to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of AGM XXXII held on October 21, 2023
2. To elect seven (7) Directors of the Company as fixed by the Board of Directors under Section 159(1) of the Companies Act, 2017 for the period of three (03) years commencing from July 30, 2024
3. Pursuant to section 159(2) (b) of the Companies Act, 2017 the name of retiring Directors are as follows:
 - 1) Mr. Ahmed Salman Munir
 - 2) Syed Shabhat Hussain
 - 3) Ms. Tara Uzra Dawood
 - 4) Mr. Iqbal Shafiq
 - 5) Mr. Naveed Ahmed
 - 6) Syed Musharaf Ali
 - 7) Mr. Ahmer Zia Sarwar
4. To transact any other business with the permission of the chair.

By ORDER OF THE BOARD


Noman Shakir
Company Secretary

Karachi
July 04, 2024

Notes:

1. Book Closure

The share transfer books of 786 Investments Ltd. will remain closed from July 23, 2024, to July 30, 2024 (both days inclusive). The transfers received in order by our share registrar, FD Registrar Services (Pvt) Ltd situated on the 17th floor, Saima Trade Tower A, I.I. Chundrigar Road, Karachi by the close of business on July 23, 2024, will be considered in time to attend and vote at the meeting.

2. For Election of Directors

Any person who seeks to contest the election of Directors shall file with the Company at its registered office, not later than fourteen (14) days before the above said meeting his/her intention to offer himself/herself for the election of the Directors in terms of Section 159(3) of the Companies Act, 2017 together with:

I. Consent to act as director under Section 167(1) of the Act on a duly filled and signed FORM-28

II. Declaration for eligibility to act as director of listed company and awareness of duties and powers of directors under the Companies Act, 2017, Memorandum and Articles of Association of the Company, Rule Book of Pakistan Stock Exchange Limited and the Listed Companies (Code of Corporate Governance) Regulations, 2017 and other relevant laws and regulations.

III. Declaration of independence in terms of Section 166(2) of the Companies Act, 2017 as required under Listed Companies (Code of Corporate Governance) Regulations, 2017 (applicable only for person filing consent to act as independent director of the Company).

IV. A detailed profile along with office address for placement on the Company's website

V. Detail of other directorship and offices held

VI. Copy of valid CNIC (in case of Pakistan national) / Passport (in case of foreign national), and NTN & Folio No. /CDC Investors Account No./CDC Sub-Account No (applicable for person filing consent for the first time).

3. Appointment of Proxy

- a) A member entitled to attend the meeting may appoint any other member as is/her proxy to attend the meeting through video-link. A proxy form is enclosed.
- b) A member entitled to attend and vote at Extra Ordinary General Meeting shall be entitled to appoint another member, as a proxy to attend and vote on his/her behalf. The proxies in order to be effective must be received to FD Registrar Services (Pvt) Ltd situated on the 17th floor, Saima Trade Tower A, I.I. Chundrigar Road, Karachi not less than forty-eight (48) hours before the meeting.
- c) Members are requested to notify changes immediately, if any, in their registered addresses to FD Registrar.

4. For Appointment of Proxy

The shareholders will further have to follow the under mentioned guidelines:

- a) In case of individuals having physical shareholding or 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 CDC Regulations, shall submit the proxy form accordingly.
- b) The proxy form shall be witnessed by two persons whose names, addresses and CNIC number shall be mentioned on the form.
 - c) Notarized copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - d) In case of a 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.

5. Submission of copy of CNIC/NTN (Mandatory):

Individual members who have not yet submitted photocopy of their valid CNIC to the Company/Share Registrar, are once again requested to send their CNIC (copy) at the earliest directly to FD Registrar. Corporate Entities are requested to provide their National Tax Number (NTN). Please also give Folio Number with the copy of CNIC/NTN details.

6. Deposit of Physical Certificates in CDC Account

As per Section 72 of the Companies Act, 2017, every AMC shall be required to replace its physical certificate with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act.

The AMC having physical shareholders are encouraged to open the CDC sub-account with any of the brokers or investor Account directly with CDC to place their physical certificate into scrip less form.

STATEMENT PURSUANT TO SUB-SECTION 3 OF SECTION 166 OF THE COMPANIES ACT, 2017

AGENDA ITEM NO. 2

ELECTION OF DIRECTORS

In terms of Section 153 (1) of the Companies Act, 2017, the directors, in Board of Directors meeting have fixed the number of elected directors at Seven (7) to be elected at the Annual General Meeting ("AGM") for a period of three years.

Independent directors, required on the Board in terms of Regulation 6(1) of the Listed Companies (Code of Corporate Governance) Regulations, 2017, shall be elected through the process of election of directors in terms of section 159 of the Companies Act, 2017 and Articles of Association of the Company.

As regards the justification for choosing independent directors in terms of Section 166(3) of the Act, the candidates for independent director should be eligible for election as director of the listed company and meet the criteria of independence laid down under section 166(2) of the Companies Act, 2017.