



CENTURY INSURANCE COMPANY LIMITED

Registered Office & Corporate Department
Lakson Square, Building No. 2, Sarwar Shaheed Road, Karachi-74200, Pakistan.
NTN : 0710008-6

05 July 2018

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

Dear Sir

NOTICE OF EXTRAORDINARY GENERAL MEETING

We enclose a copy of the Notice of Extraordinary General Meeting scheduled to be held on 31 July 2018 which is to be published in newspapers for your information and record.

Kindly acknowledge.

Yours faithfully,
For **CENTURY INSURANCE COMPANY LIMITED**


(MANSOOR AHMED)
Company Secretary

Encl.: As above



CENTURY INSURANCE COMPANY LIMITED

Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi-74200.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of Century Insurance Company Limited (hereinafter referred to as 'Century Insurance') will be held on Tuesday, 31 July 2018 at 10:30 a.m. at Auditorium of the Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi to transact the following business:

SPECIAL BUSINESS

To consider and, if deemed fit, to pass with or without modification, the following resolutions as Special Resolution, in accordance with the provisions of Section 199 of the Companies Act, 2017, for the purpose of authorizing Century Insurance to invest, by way of equity investments, in an un-listed Closed-end fund named as Lakson Private Equity Fund, registered as a notified entity under the Private Funds Regulations, 2015 (S.R.O. 1159/2015), and regulated by the Securities & Exchange Commission of Pakistan and managed by Lakson Investments Limited - an associated company:

“RESOLVED THAT, in accordance with the provisions of Section 199 of the Companies Act, 2017, the Company (Century Insurance) be and is hereby authorized to invest upto an amount of Rs. 200 Million (Rupees Two Hundred Million Only) in an un-listed Closed-end fund named as Lakson Private Equity Fund, registered as a notified entity under the Private Funds Regulations, 2015 (S.R.O. 1159/2015), and regulated by the Securities & Exchange Commission of Pakistan and managed by Lakson Investments Limited - an associated company.

RESOLVED FURTHER THAT, any two Directors and/or any one Director and the Chief Executive of the Company (Century Insurance) be and are hereby empowered and authorized to invest/disinvest the Company's (Century Insurance's) funds at one time or from time to time as above and to make whole or any part of the aforesaid investment on such terms and conditions and in any manner as they may deem fit and to take and do and/or cause to be taken or done any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds and things which are necessary, incidental and/or consequential to the investment of the Company's (Century Insurance's) funds as above.”

Statement under Section 134(3) of the Companies Act, 2017 concerning special business is being sent to the members alongwith the Notice of Extraordinary General Meeting.

Karachi: 05 July 2018

By Order of the Board
(MANSOOR AHMED)
Company Secretary

Notes:

1. The share transfer books of the Company will remain closed from 25 July 2018 to 31 July 2018 (both days inclusive). Transfers received in order by the Share Registrar of the Company, M/s. FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shakra-e-Faisal, Karachi up to the close of business on 24 July 2018 will be considered in time for the purposes of attending and voting at the meeting.
2. A member, who has deposited his/her shares into Central Depository Company of Pakistan Limited, must bring his/her participant's ID number and CDC account/sub-account number alongwith original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting. 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.
3. A member entitled to attend and vote at this Meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her.
4. Forms of proxy, in order to be valid must be properly filled-in/executed and received at the registered office of the Company situated at Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi not later than 48 hours before the time of the meeting.
5. Members can also avail video conference facility, in this regard, please fill the following and submit to registered address of the Company 10 days before holding of the Extraordinary General Meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of the meeting, the Company will arrange video conference facility in the city subject to availability of such facility in that city.

“I/We, _____ of _____, being a member of Century Insurance Company Limited, holder of _____ ordinary share(s) as per Registered Folio No. _____ hereby opt for video conference facility at _____.”

The Company will intimate members regarding venue of video conference facility at least 5 days before the date of the Extraordinary General Meeting along with complete information necessary to enable them to access the facility.

6. Members can exercise their right to demand a poll subject to meeting requirements of Section 143 to Section 145 of the Companies Act, 2017 and applicable clauses of the Companies (Postal Ballot) Regulations, 2018 which inter-alia states that before or on the declaration of the result of the voting on any resolution on a show of hands, a poll may be ordered to be taken by the chairman of the meeting of his own motion, and shall be ordered to be taken by him on a demand made in that behalf by the members present in person or through video-link or by proxy, where allowed, and having not less than one-tenth of the total voting power. Pursuant the Companies (Postal Ballot) Regulations, 2018, where poll is demanded in the general meeting; members can also exercise the said right through e-voting and Century Insurance will disseminate the requisite details at least 7 days from the day on which it is demanded.
7. Form of Proxy is being sent to the members alongwith the Notice of Extraordinary General Meeting.