



TRUSTED NOT TO COMPROMISE

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

April 3, 2017

**SUBJECT: NOTICE OF EXTRAORDINARY GENERAL MEETING**

Dear Sir,

Please find attached herewith a copy of the notice of the Extraordinary General Meeting of Pakistan Cables Limited (the “**Company**”) to be held on April 27, 2017 for the election of Directors of the Company. This notice shall be circulated to the shareholders of the Company in addition to being published in one (1) English and one (1) Urdu newspaper on April 5, 2017.

Yours Sincerely,

Nazifa Khan  
Manager Legal Affairs and Company Secretary



## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the Extraordinary General Meeting (“**EOGM**”) of Pakistan Cables Limited (the “**Company**”) will be held on Thursday, April 27, 2017 at 10:00 a.m. at Beach Luxury Hotel, M. T. Khan Road, Karachi, to transact the following business:

### **1. ORDINARY BUSINESS**

To elect nine (9) Directors of the Company as fixed by the Board of Directors in the Board Resolution dated March 15, 2017 in accordance with Section 178 (1) of the Companies Ordinance, 1984 for a period of three (3) years commencing from May 5, 2017.

The retiring Directors are Mr. Mustapha A. Chinoy, Mr. Haroun Rashid, Syed Naseem Ahmad, Mr Saquib H. Shirazi, Mr. Roderick Macdonald, Mr. Shoaib Mir, Ms. Sadia Khan, Mr. Kamal A. Chinoy and Mr. M. Ashfaq Alam.

### **2. SPECIAL BUSINESS**

To approve transmission of annual audited financial statements, auditor’s report and directors report etc. (the “**annual audited accounts**”) to the Company’s shareholders through CD/DVD/USB at their registered address as allowed by the Securities and Exchange Commission of Pakistan via S.R.O no.470(I)/2016 dated May 31,2016:

“RESOLVED THAT as notified by the Securities and Exchange Commission of Pakistan via S.R.O no.470(I)/2016 dated May 31,2016 transmission of annual audited financial statements, auditor’s report and directors report etc. (the “**annual audited accounts**”) to the Company’s shareholders at their registered addresses in soft copies in the form of CD/DVD/USB instead of transmitting the annual audited accounts in hardcopy, be and is hereby approved.”

A statement of material facts under Section 160(1)(b) of the Companies Ordinance, 1984 relating to the aforesaid Special Business to be transacted at the EOGM is annexed with this Notice of EOGM.

By Order of the Board

**Nazifa Khan**  
Manager Legal Affairs and Company Secretary

KARACHI: April 5, 2017

NOTES:

1. The Shares Transfer Books of the Company will remain closed from April 20, 2017 to April 27, 2017 (both days inclusive). No transfers will be accepted for registration during this period.
2. Members are requested to immediately notify any change in their address or bank mandate, as registered, to the Company's Share Registrar at 1<sup>st</sup> Floor, 40-C, Block-6, P.E.C.H.S., Karachi - 75400.
3. A member entitled to attend and vote at this Meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy must be a member of the Company.
4. The instrument appointing the proxy and the Power of Attorney or other authority under which it is signed, or a notarially certified copy thereof, must be lodged at the Company's registered office i.e. B-21, S.I.T.E., Karachi, not later than 48 hours before the time of the Meeting.
5. CDC Account Holders will have to follow the guidelines below as laid down in Circular 1 dated January 26, 2000 issued by Securities and Exchange Commission of Pakistan:
  - A. For attending the Meeting:
    - (i) In case of individual, the account holder or sub-account holder whose securities and their registration details are up-loaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original Computerised 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 and attested copy of valid CNIC of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.
  - B. For Appointing Proxies:
    - (i) In case of individual, the account holder or sub-account holder whose securities and their registration details are up-loaded as per the CDC Regulations, shall submit the proxy form as per above requirement.
    - (ii) The proxy form shall be witnessed by two persons whose names, addresses and NIC numbers shall be mentioned on the form.
    - (iii) Attested copies of CNIC or the passport of the beneficial owners and 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 and attested copy of valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company.

6. The Members who have not yet submitted photocopy of their valid CNIC to the Company/Share Registrar, are once again reminded to send the same at the earliest directly to Company's Share Registrar, M/s THK Associates (Pvt.) Limited, 1<sup>st</sup> Floor, 40-C, Block-6, P.E.C.H.S., Karachi - 75400. Corporate entities are requested to provide their National Tax Number (NTN).
7. Any person seeking to contest the election of Director shall file with the Company, at its registered office B-21, Pakistan Cables Road, S.I.T.E, Karachi-75700, not later than fourteen (14) days before the date of the EOGM, his/her intention to offer himself/herself for the election of Directors in terms of section 178(3) of the Companies Ordinance 1984, together with:
  - a) Consent to act as a Director on Form 28;
  - b) Detailed profile, along with office address, in accordance with S.R.O 251(1) 2012 dated January 16, 2012; and
  - c) Declaration in respect of being compliant with the requirements of the Code of Corporate Governance 2012 and the eligibility criteria as set out within section 187 of the Companies Ordinance, 1984.

## **STATEMENT UNDER SECTION 160 (1)(b) OF THE COMPANIES ORDINANCE 1984**

This statement sets out the material facts concerning the Special Business to be transacted at the Extraordinary General Meeting (“**EOGM**”) of Pakistan Cables Limited (the “**Company**”) to be held on April 27, 2017.

### **AGENDA ITEM 2**

#### **Transmission of Annual Audited financial statements through CD/DVD/USB**

The Securities and Exchange Commission of Pakistan has allowed listed companies, through its S.R.O no.470(I)/2016 dated May 31,2016 to circulate the annual balance sheet and profit and loss account, auditor's report and director's report etc. (“**annual audited accounts**”) to their members through CD/DVD/USB at their registered address instead of transmitting the annual audited accounts in hard copies. The Company shall, however, upon demand, supply hard copies of the annual audited accounts to the shareholders free of cost upon receipt of a duly completed Request Form, which may be obtained from the Company's website i.e. <http://www.pakistancables.com>.

None of the Directors of the Company have any direct or indirect interest in this special business.