



اتوار، 25 صفر 1440ھ، 4 نومبر 2018ء

SAUDI PAK LEASING

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Saudi Pak Leasing Co. Limited will be held on Monday, November 26, 2018 at 11:00 am at the Registered Office of the Company situated at 6th Floor, Lakson Square, Building No. 1, Sarwar Shaheed Road, Saddar, Karachi to transact the following business:

- A. Ordinary Business**
- To confirm the minutes of the 25th Annual General Meeting held on March 22, 2016.
 - To appoint Rehman Sarfraz Rahim Iqbal Rafiq, Chartered Accountants as Auditors of the Company and to fix their remuneration.
 - To elect seven (7) Directors of the Company in accordance with the Companies Act, 2017 for a term of three years commencing from the date of holding of EOGM i.e. November 26, 2018 in pursuance of the directive of the Commissioner SCD, Securities and Exchange Commission of Pakistan dated December 02, 2016.

The following Directors of the Company will cease to hold office upon the election of a new Board of Directors:

- Mr. Niaz A. Khan
- Ms. Parveen A. Malik
- Mr. Aftab Ahmed Ch.
- Mr. Mohammad Waqar

B. Special Business

To consider and if thought appropriate, to pass with or without modification, the following resolution as special resolution:

- Approval for the change in the name of the Company from Saudi Pak Leasing Co. Limited to Pak Leasing Company Limited or any other name.
'Resolved that approval for the change of name of the Company be and is hereby accorded in terms of Section 12 of the Companies Act 2017 from Saudi Pak Leasing Co. Limited to Pak Leasing Co. Limited or any other name. Further resolved that CEO and Company Secretary be and are hereby authorized to proceed in the matter accordingly to get the job done as soon as possible as per the laid down procedure.'

C. Other Business

- To transact any other business with the permission of the Chair.

Karachi: November 04, 2018

By the Order of the Board
Muhammad Ihtiaz Ali
Company Secretary

A statement under Section 134 (3) of the Companies Act, 2017, setting forth all material facts concerning the special business contained in item No. 1 of the Notice which will be considered for the adoption at the Meeting will be annexed to this Notice of the Meeting being sent to members.

Notes:

- The Share Transfer Books of the Company will remain closed from November 19, 2018 to November 26, 2018 (both days inclusive). Transfers received in order at the Company's Share Registrar, viz: Central Depository Company of Pakistan Limited, CDC House, 99-B, Block B, SMCHS Main Sharah-e-Faisal, Karachi-74400, at the close of business on November 18, 2018 will be treated in time.
- Members may exercise their right to vote as per provision of the Companies (Postal and Ballot) Regulations 2018, subject to the requirements of Sections 143 & 144 of the Companies Act 2017.
- A member entitled to attend and vote at the EDGM is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company.
- Form of proxy is attached to the notice of meeting being sent to the members.
- Proxy in order to be effective must be duly signed, witnessed and deposited at the office of the Share Registrar not less than 48 hours before the meeting.
- The shareholder/proxy shall produce his/her original CNIC or original passport at the time of meeting.
- Shareholders (Non - CDC) are requested to promptly notify the Company's Registrar of any change in their addresses. All the Shareholders holding their shares through the CDC are requested to please update their addresses with their participants.
- CDC account holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

A) For attending the meeting:

- 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 their identity by showing original 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 nominees shall be produced (unless it has been provided earlier) at the time of meeting.

B) For appointing proxies:

- In case of individuals, the account holder or sub-account holder and/or person whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the proxy forms accordingly.
- The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- The proxy shall produce his/her original CNIC or original passport at the time of meeting.
- 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.

C) Election of Directors

- The instant EDGM is being held to conduct the fresh election of BoD under the supervision of SECP as per its Order dated December 02, 2016.
- Any person who seeks to contest an election for the office of Director shall whether he/she is a retired Director or otherwise, file with the Company at its registered office not later than fourteen (14) days before the date of the meeting:
 - a notice of his/her intention to offer himself/herself for election as a Director.
 - a declaration under Clause 3 of the Listed Companies (Code of Corporate Governance) Regulations, 2017.
 - A consent to act as director of the Company along with consent on Form 28 prescribed under the Act.
 - A detailed profile along with his/her office address as required under SECP's SRO 634(1)/2014, and copy of CNIC or passport in case of nonresident.
 - A director must be holding qualification shares of the Company to the value of Rs. 5,000/-at least in his own name at the time of filing of his /her consent to act as director.
 - Independent Director(s) will be elected through the process of election of directors in terms of section 159 of the Act and they shall meet the criteria laid down in section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018.
 - Accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as an independent director(s):

- Declaration by Independent Director(s) under Clause 6(2) of the Listed Companies (Code of Corporate Governance) Regulations, 2017.

- Undertaking on non-judicial stamp paper that he/she meet the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.