

## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 26<sup>th</sup> Annual General Meeting of the Shareholders of First Capital Securities Corporation Limited (“the Company” or “FCSC”) will be held on Monday, 28 October 2019 at 12:00 at 2<sup>nd</sup> Floor, Pace Shopping Mall, Fortress Stadium, Lahore Cantt. Lahore, the Registered Office of the Company, to transact the following business:

### Ordinary Business

1. To confirm the minutes of last Annual General Meeting held on 27 November 2018;
2. To receive, consider and adopt the audited financial statements of the Company for the year ended 30 June 2019 together with the Chairman’s Review, Directors’ Report and Auditors’ reports thereon;
3. To appoint the Auditors of the Company for the year ending 30 June 2020 and to fix their remuneration;

### 4 Special Businesses

- A) TO CONSIDER AND IF DEEMED FIT, TO PASS THE FOLLOWING RESOLUTIONS AS SPECIAL RESOLUTIONS FOR ALTERATION IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY, WITH OR WITHOUT MODIFICATION:**

“**RESOLVED THAT** pursuant to the provisions of Sections 26, 27, 28, 29 & 32 of the Companies Act 2017, existing sub clause 1 of the object clause III of the Memorandum of Association of the Company be deleted to change the principal line of business of the Company, subject to the completion of all necessary corporate and legal formalities, and upon deletion of the existing sub clause 1 of the object clause III of the Memorandum of Association of the Company the remaining sub clauses numbered from 2 to 28 shall be renumbered as 1 to 27 accordingly.”

“**RESOLVED FURTHER THAT** the Chief Executive Officer or Company Secretary of the Company be and is hereby authorized to do all acts, things, take all necessary steps and actions, ancillary and incidental for altering the object clause III of the Memorandum of Association of the Company including filing of all requisite documents/statutory forms as may be required to be filed with the Registrar of Companies, Securities and Exchange Commission of Pakistan and complying with all other regulatory requirements so as to effectuate the alterations in the Memorandum of Association.”

- B) TO CONSIDER AND IF DEEMED FIT, PASS THE FOLLOWING SPECIAL RESOLUTIONS WITH OR WITHOUT MODIFICATIONS TO MAKE INVESTMENTS IN ASSOCIATED COMPANY IN ACCORDANCE WITH PROVISIONS OF THE COMPANIES ACT, 2017:**

“**RESOLVED THAT** the Chief Executive of the Company be and is hereby authorized to take all necessary steps to make additional equity investment(s) in the Share Capital of Pace Barka Properties Limited (“Pace Barka”), up to the extent of Rs. 100.00 million (Rupees one hundred million only) in accordance with the provisions of section 199 of the Companies Act, 2017, through an acquisition of the shares from open market including associated undertakings on such terms and conditions as to be authorized by the Board of Directors of the Company. Further, the Chief Executive of the Company is also authorized to disinvest such investments, from time to time on terms and conditions to be authorized by the Board of Directors of the Company:

“**RESOLVED FURTHER THAT** the Chief Executive of the Company be and is hereby authorized to take all necessary steps to make an investment as Loan/Advance to Pace Barka an associated company, up to Rs. 100.00 Million in accordance with the provisions of section 199 of the Companies Act, 2017 and to disinvest such investments, from time to time.”