



## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of the shareholders of ADOS Pakistan Limited will Insha'Allah be held on Tuesday October 20, 2020 at 11.00 A.M at its registered office at # 2nd Floor, Block 2, FJ-Plaza, College Road, Markaz F-7, Islamabad to transact the following business:

(In the wake of current situation caused by COVID-19 pandemic, shareholders shall be entitled to attend the meeting through electronic facility managed by the Company.)

### ORDINARY BUSINESS:

- To elect nine (9) Directors of the Company as fixed by the Board of Directors, in accordance with the provisions of section 159(1) of the Companies Act, 2017, for a term of three (3) years commencing from October 20, 2020. The retiring directors are Mr. Zia Akbar Ansari, Mr. Shehryar Akbar Ansari, Mr. Asfandiyar Akbar Ansari, Mr. Bakhtiyar Akbar Ansari, Mrs. Shoobarna Zia Ansari, Ms. Saboohi, Mrs. Aylin Ansari, Mrs. Aysha Masood and Mr. Muhammad Fahd Shaffi.
- To transact any other business with the permission of chair.

By Order of the Board  
**SABINA ANSARI**  
Company Secretary

Islamabad: September 28, 2020

### Corona virus Contingency Planning for Extraordinary General Meeting (EOGM):

In wake of prevalent COVID-19 pandemic situation and in the light of relevant guidelines issued by the Securities and Exchange commission of Pakistan (SECP) vide Circular No. 5 of 2020 dated March 17, 2020, the shareholders are encouraged to participate in the EOGM through electronic facility organized by the Company. In order to attend the EOGM through electronic facility, the shareholders are requested to get themselves registered with M/s. JWAFFS Registrar Services (Pvt.) Ltd. at least 48 hours before the time of EOGM at **jwaffs@live.com**. The shareholders will be able to login and participate in the EOGM proceedings after completing for verification and identification of the shareholders. The login facility will be opened at 10:30 a.m on October 20, 2020 enabling the participants to join the proceedings which will start at 11.00 a.m sharp.

The shareholders are requested to provide the information as per below format. The details of the video link will be sent to the shareholders on the email address provided in the below table:

Sr. No	Name of the Shareholder	CNIC Number	Folio Number	Cell Number	Email Address

### Notes:

- Share Transfer Book will remain closed from October 14, 2020 to October 20, 2020 [Both days inclusive]. Transfers received at Share Registrar, M/s JWAFFS Registrar Services (Private) Limited, 407-408, Al-Ameera Center, Shahrah -e- Iraq, Saddar, Karachi at the close of business on October 13, 2020 will be treated in time for the purpose of attending the Extraordinary General Meeting and Election of Directors.
- A member entitled to be present and vote at the meeting may appoint another member, as his/her proxy to attend, speak and vote on his/her behalf. The instrument appointing proxy and the power of attorney or other authority under which it is signed or a notarially certified copy of power of attorney must be deposited at the registered office of the Company at least 48 hours before the time of meeting.
- Members who have deposited their shares in the Central Depository system of the Central Depository Company of Pakistan Limited will have to follow the under mentioned guidelines as laid down by the Securities & 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 his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- In case of corporate entity, the Board of Director's resolution / Power of attorney with specimen signature of the nominee shall be produced at the time of meeting.

### B. For Appointing proxies:

- 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 submit the proxy form as per the above requirement.
- 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 Director's Resolution/ Power of attorney with specimen signatures shall be submitted along with proxy form to the Company.

- Pursuant to the Companies (Postal Ballot) Regulations, 2018, for the purpose of election of Directors, members will be allowed to exercise their vote through postal ballot, that is voting by post or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.
- Shareholders are also requested to notify any change in their address to the Company's share Registrars M/s JWAFFS Registrar Services (Pvt.) Limited.
- The Directors of the Company under section 159(1) of the Companies Act, 2017 (the "Act") have fixed the number of Directors to be elected as nine (9).
- Eligibility of Candidates to Contest Election: Any person who seeks to contest election as the Director of the Company shall, whether he/she is a retiring Director or otherwise:
  - File with the Company at its registered office at 2nd Floor, Block 2, FJ-Plaza, College Road, Markaz F-7, Islamabad, not later than fourteen (14) days before the date of meeting, his/her intention to offer himself/herself for the election of Director together with consent on Form-28 as prescribed by the Act.
  - File a declaration to the effect that he/she is aware of the duties and powers of Directors under the relevant laws, Memorandum and Articles of Association of the company and the Rule Book of the Pakistan Stock Exchange (G) Limited and that he/she is compliant with the requirements of appointment as Director under the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria as set out in the Companies Act, 2017.
  - He/she is not serving as director, including as an alternate director, in more than seven (7) listed companies simultaneously.
  - Detailed profile along with office address for placement on the Company's website seven days prior to the date of election in terms of SRO 25(I)/2012 of January 16, 2012.

- Statement under section 166(3) of the Companies Act, 2017:  
Pursuant to section 166(3) of the Companies Act, 2017, independent director will be elected through the process of election of directors in terms of section 159 of the Companies Act, 2017 and will meet the criteria laid down under section 166(2) of the said Act.

- Section 242 of the Companies Act, 2017 requires that the listed companies shall pay cash dividend only through electronic mode directly into bank account designated by the shareholders. SECP vide its notification SRO 1145(I)/2017 has also issued the Companies (Distribution of Dividends) Regulations, 2017 whereby every shareholder shall be responsible to provide valid information pertaining to its designated bank account to disburse any dividend payable in cash only through electronic mode directly into the bank account designated by the entitled shareholders. Further, Shareholders are again requested to submit a copy of their CNIC (if not provided) to the registered office of the Company or to the Company's share registrar.

- If the Company receives consent (as stated below) from members holding aggregate 10% or more shareholding, residing in geographical location to participate in the meeting through video conference at least seven (7) days prior to the date of extra ordinary general meeting, the company will arrange video conference facility in that city subject to availability of such facility in that city. In this regard, please fill the following and send at registered address of the Company:

I/we, \_\_\_\_\_ of \_\_\_\_\_, being a member of ADOS Pakistan Limited, holder of \_\_\_\_\_ ordinary share(s) as per registered Folio/CDCAccount /No \_\_\_\_\_ hereby opt for video conference facility at \_\_\_\_\_. Signature of member \_\_\_\_\_.

