



**By PUCARS & Courier**

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

4<sup>th</sup> October 2021

Dear Sir,

**Re: Notice of 27<sup>th</sup> Annual General Meeting**

We enclose a copy of the notice of the 27<sup>th</sup> Annual General Meeting of Byco Petroleum Pakistan Limited to be held on Wednesday, 27<sup>th</sup> October 2021, prior to its publication in the English and Urdu newspapers for circulation amongst the TRE certificate holders of the Exchange.

Yours truly,

Majid Muqtadir  
Company Secretary

Enclosed as above.

Reference: BPPL/COR/PSX/262

**Byco Petroleum Pakistan Limited**

The Harbour Front, 9<sup>th</sup> Floor, Dolmen City  
HC-3, Block 4, Marine Drive, Clifton  
Karachi - 75600, Pakistan

UAN: (92 21) 111 222 081  
Fax: (92 21) 111 888 081  
Web: www.byco.com.pk



# NOTICE OF 27<sup>TH</sup> ANNUAL GENERAL MEETING BYCO PETROLEUM PAKISTAN LIMITED

Notice is hereby given that the 27<sup>th</sup> Annual General Meeting (“Meeting”) of Byco Petroleum Pakistan Limited will be held on Wednesday, 27<sup>th</sup> October 2021 at 11:00 am from the corporate office of the Company, Karachi, via Video Conferencing Facility to transact the following businesses:

## A. ORDINARY BUSINESS

- To confirm the minutes of the Extraordinary General Meeting of the Company held on 8<sup>th</sup> July 2021.
- To receive, consider and adopt the audited unconsolidated and consolidated financial statements for the financial year ended 30<sup>th</sup> June 2021, together with the Directors’ and Auditors’ reports thereon.
- To appoint auditors for the financial year 2021-22 and to fix their remuneration.

## B. SPECIAL BUSINESS

- To consider and, if deemed fit, pass with or without modification, the following special resolutions pursuant to Section 208 of the Companies Act, 2017, and in supersession of the approval / authorization granted by the members on April 2, 2020, for the purposes of approving, and authorizing the Company to enter into, related party transactions for, inter alia, acquiring necessary assets / plant / machinery / components (to assemble into refineries’ units), based on the processes and technology of DHDS, FCC, Prime G+ (selective hydrogenation, olefins fractionation, aromatics deep desulphurization), high severity reforming, olefins conversion to gasoline, sulphur recovery etc., along with additional, auxiliary and ancillary machinery, equipment, piping, fittings, pumps, spare parts:

“RESOLVED THAT, in supersession of the earlier authorizations provided by the members of the Company, and subject to obtaining the other approvals (if required), the Company be and is hereby authorized to enter into transactions and ancillary arrangements with its related party i.e. Cnergyico Acisal Incorporated, for the acquisition of necessary assets / machinery / components (to assemble into refineries’ units), based on the processes and technology of DHDS, FCC, Prime G+ (selective hydrogenation, olefins fractionation, aromatics deep desulphurization), high severity reforming, olefins conversion to gasoline, sulphur recovery etc., along with additional, auxiliary and ancillary machinery, equipment, piping, fittings, pumps, spare parts etc., on a deferred payment / supplier’s credit basis, for the purposes of, inter alia, constructing, commissioning and making operational processing units, which shall enable the Company to, inter alia, convert furnace oil into gasoline and diesel for use in its business, increase the crude oil processing capacity of the Company’s refineries’, and improve product specifications, ensuring compliance with the Euro 5 standards.

FURTHER RESOLVED THAT the Company be and is authorized to mutually terminate the existing arrangements / agreements (approved earlier by the members), including for (i) leasing assets from Cnergyico PK Limited (“CPL”); (ii) availing a subordinated loan from CPL; and (iii) potentially acquiring CPL or merging with CPL, on terms approved by the Authorized Representatives of the Company.

FURTHER RESOLVED THAT for the purposes aforesaid, the CEO and / or any director of the Company, or any person(s) authorized by any of them (each an “Authorized Representative”), be and are hereby, jointly and severally, authorized and empowered to take all necessary steps from time to time, and do all such acts, deeds and things, including, but not limited, to (i) prepare, negotiate, finalize, execute and deliver all deeds, agreements, declarations and undertakings, along with any related documents; (ii) provide any documentation for and on behalf, and in the name, of the Company; (iii) take all steps and actions to obtain the requisite consents from the relevant regulatory authorities and any other persons (to the extent applicable) for the purposes of the transactions / arrangements and all ancillary matters; (iv) terminate the existing arrangements / agreements; and (v) generally do all acts, deeds and things and take all necessary actions, as may be necessary or required or as they, or any of them, may think fit for, or in connection with, or incidental for, the purposes of carrying out the proposed resolutions.

RESOLVED FURTHER THAT all actions taken by any of the Authorized Representative on behalf of the Company in respect of the above matters are hereby confirmed, ratified and adopted by the Company in full.”

(Statement under Section 134(3) of the Companies Act, 2017 is annexed with the Annual Report).

## C. OTHER BUSINESS

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

Please note that due to the prevailing and worsening situation and ensuring the health safety of members of the Company due to pandemic COVID-19 and in line with the direction issued to listed companies by the Securities and Exchange Commission of Pakistan, vide its Circular No. 04 of 2021, dated 15<sup>th</sup> February 2021 and subsequent Circular No. 06 of 2021, dated 3<sup>rd</sup> March 2021, members shall be entitled to attend the Meeting through electronic mode managed by the Company, as per the instructions given in the notes section.

## By Order of the Board

Majid Muqtadir  
Company Secretary

30<sup>th</sup> September 2021  
Karachi

## NOTES:

### Closure of Share Transfer Books

The register of members and the share transfer books of the Company will remain closed from Tuesday, 19<sup>th</sup> October 2021 until Wednesday, 27<sup>th</sup> October 2021 (both days inclusive).

### Participation in the Meeting – (via video conference facility)

Only persons whose names appear in the register of members of the Company as on Monday, 18<sup>th</sup> October 2021, are entitled to attend, participate in, and vote during the Meeting.

A member entitled to attend and vote may appoint another member as proxy to attend and vote on his / her behalf, however, for the purpose of E-Voting, a non-member may also be appointed and act as proxy. Proxies must be received at the registered office of the Company not less than 48 hours before the time for holding the Meeting.

Unless provided earlier, corporate entities must produce a certified copy of a resolution of their Board of Directors or a Power of Attorney, bearing the specimen signature of the attorney.

Due to the current COVID-19 situation, the Meeting proceedings shall be held via video conference facility only. Members interested in participating in the meeting are requested to share below information at [company.secretary@byco.com.pk](mailto:company.secretary@byco.com.pk) for their appointment and proxy’s verification by or before Monday, 25<sup>th</sup> October 2021. In order to attend the Meeting through video conference facility, the members are requested to get themselves registered as per the below format:

Full Name	Folio / CDC No.	CNIC Number	Registered Email Address	Cell number

Video conference link details and login credentials will be shared with those members whose registered emails containing all the particulars are received on or before Monday, 25<sup>th</sup> October 2021. Members can also provide their comments and questions for the agenda items of the Meeting at [company.secretary@byco.com.pk](mailto:company.secretary@byco.com.pk) or at the registered address of the Company on or before Monday, 25<sup>th</sup> October 2021.

### Guidelines for Central Depository Company of Pakistan Limited (“CDC”) Account Holders

CDC account holders should comply with the following guidelines of the SECP:

#### For Appointing Proxies

- Individuals should be account holder(s) or sub-account holder(s) whose registration details should be uploaded according to CDC regulations and their proxy forms must be submitted at the registered office of the Company not less than 48 hours before the time for holding the Meeting.
- The proxy form must be attested by two persons whose names, addresses and CNIC numbers must be specified therein.
- Attested copies of the CNIC or passport of the beneficial owner and the proxy must be provided along with the form of proxy, which is available at Company’s website [www.byco.com.pk](http://www.byco.com.pk)

#### Dividend Bank Mandate

Members may authorize the Company to credit his / her future cash dividends directly into his / her bank account. Members who would like future cash dividends to be credited directly into their bank accounts should mark the ‘YES’ box below and provide the required information under signature to the Shares Registrar.

Yes	No
<input type="checkbox"/>	<input type="checkbox"/>
Folio Number:	
Name of Shareholder:	
Title of the Bank Account:	
Bank Account Number (IBAN):	
Name of Bank:	
Name of Bank Branch and Address:	
Cellular Number of shareholder:	
Landline Number of shareholder:	
CNIC / NTN Number (Attach copy):	

#### Signature of Member

(Signature must match specimen signature registered with the Company)

Members holding shares in CDC accounts should update their bank mandates, if any, with the respective participants.

#### Intimation of Change of Address and Zakat Declaration

Members holding share certificates should notify any change in their registered address and, if applicable, submit their non-deduction of zakat declaration form to the Shares Registrar.

Members holding shares in CDC / participant accounts should update their addresses and, if applicable, submit their non-deduction of zakat declaration form to the CDC or the respective participants / stockbrokers.

#### Submission of CNIC Copies

A list of members who have not submitted copies of their CNICs, can be viewed on the Company’s website [www.byco.com.pk](http://www.byco.com.pk)

#### Deposit of Physical Shares into CDC Account

Section 72 of the Companies Act, 2017 requires every company to replace its physical shares with book-entry form within the period to be notified by the SECP.

The shareholders having physical shareholding are accordingly encouraged to open their account with Investor Accounts Services of CDC or Sub Account with any of the brokers and convert their physical shares into scrip less form. This will facilitate the shareholders in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.

The Notice of Meeting has been placed on the Company’s website [www.byco.com.pk](http://www.byco.com.pk) in addition to its dispatch to the shareholders.