

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 Friday, December 03, 2021 at 9:30 am at Institute of Chartered Accountants of Pakistan (ICAP), Auditorium, situated at Chartered Accountants Avenue, Clifton, Karachi to transact the following business:

A. Ordinary Business

- 1) To confirm the minutes of the 31st Annual General Meeting held on October 28, 2021.
- 2) 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. December 03, 2021 in pursuance of the decision of SPLC's Board in its 154th BOD Meeting held on 27.10.2021

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

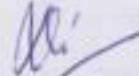
- i) Mr. Ahsan Ullah
- ii) Sheikh Aftab Ahmad
- iii) Ms. Fozia Fakhar
- iv) Mr. Zafar Iqbal
- v) Mr. Niaz Ahmed Khan
- vi) Mr. Muhammad Waqar
- vii) Syed Najmul Hasnain Kazmi

B. Other Business

- 1) To transact any other business with the permission / consent of the Chair.

Karachi: November 03, 2021

By the Order of the Board



Muhammad Imtiaz Ali
Company Secretary

Notes:

1. The Share Transfer Books of the Company will remain closed from November 26, 2021 to December 03, 2021 (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, before the close of business on November 25, 2021 will be treated in time.
2. In the wake of prevailing situation due to Covid-19 pandemic all SOPs will be strictly followed including wearing of face mask and social distancing, SECP has instructed listed companies to modify their usual planning for General Meetings for the safety and wellbeing of the shareholders and public at large. Accordingly, the company intends to convene this EOGM with minimal physical interaction with shareholders while ensuring compliance with quorum requirements and requests the Members to consolidate their attendance and voting at the EOGM through proxies.
3. 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.
4. A member entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy needs not be a member of the Company.
5. Form of proxy is attached to the notice of meeting being sent to the members and also available at company's website at www.saudipakleasing.com
6. Proxy in order to be effective must be duly signed, witnessed and submitted at the office of the Share Registrar not less than 48 hours before the meeting.
7. The shareholder/proxy shall produce his/her original CNIC or original passport to attend the meeting.
8. 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.
9. 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:

- i) 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.
- ii) 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:

- i) 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.
- ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC 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 to attend the meeting.
- v) 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

- a) 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:
 - i) A notice of his/her intention to offer himself/herself for election as a Director.
 - ii) A declaration under Clause 6(3) of Regulation of the Listed Companies (Code of Corporate Governance) Regulations, 2019.
 - iii) A consent to act as director of the Company along with consent on Form 28 under section 167 prescribed under the Companies Act-2017.
 - iv) 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 non-resident. Along with 02 latest passport size photograph.
 - v) 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.
 - vi) Independent Director(s) will be elected through the process of election of directors in terms of section 159 of the Companies Act and they should meet the criteria laid down in section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018.
 - vii) 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, 2018.
 - Undertaking on non – judicial stamp paper that he/she meets the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.
 - Certificate of directorship training from ICAP or PICG and presence of name in the data bank of Independent directors.
 - Affidavit to, Inter alia, meet the requirement of Annexure B of Non-Banking Finance Companies and Notified Entities Regulations, 2008.
 - E-cib Report from SBP
 - Fit and Proper Test for appointment of Directors as contained in Annexure A of Non-Banking Finance Companies and Notified Entities Regulation, 2008.
 - Educational documents Resume and copy of CNIC/Passport, Wealth Statement and Income tax return.