

Notice of the 35th Annual General Meeting

Notice is hereby given that the 35th Annual General Meeting (AGM) of the shareholders of Clover Pakistan Limited (the Company) will be held on Thursday, February 24, 2022, at 11:00 a.m. via video conference facility due to Pandemic of COVID-19 to transact the following businesses:

Ordinary Business:

- To confirm the minutes of the Company's Annual General Meeting held on January 20, 2021.
- To receive, consider and adopt the annual audited financial statements of the Company for the year ended June 30, 2021, together with the Directors' and Auditors' reports thereon.
- To appoint auditors of the Company for the Financial Year ending June 30, 2022, and to fix their remuneration. The Company's Board of Directors has recommended retiring auditors M/S. Grant Thornton Anjum Rahman, Chartered Accountants, for their re-appointment as external auditors for the year ending June 30, 2022. The retiring auditors, being eligible, have offered themselves for re-appointment for the year ending June 30, 2022.

Any Other Business:

- To transact any other business as may be placed before the meeting with the permission of the Chair.

By order of the Board



Muhammad Bilal
Company Secretary

Date: January 28, 2022

Place: Karachi

Notes:

1. Participation in the AGM Proceeding via Video Conference Facility:

Due to the recent increase in COVID-19 Omicron variant cases in Karachi and to avoid large indoor public gatherings at one place to control the spread of the virus and in compliance with the decisions of the National Command and Operations Centre (NCOC), the Sindh government banned all types of indoor gatherings, with effect from January 24, 2022, in Karachi, the Company shall hold its AGM through video conference facility in pursuance to the letter issued on December 15, 2021, by the Securities and Exchange Commission of Pakistan (SECP).

The members/proxies interested in participating in the AGM are requested to share the below information at company-secretary@cloverpk.com with the subject "Registration for 35th AGM of Clover Pakistan Limited" along with a valid copy of CNIC (both sides).

Shareholder Name	Folio/CDC Number	CNIC Number	Cell Number	Registered Email Address

Video link and login details will be shared with those whose emails contain all the required particulars will be received at the given email address before 05:00 p.m. on February 17, 2022. The members can also provide their comments and suggestion to the agenda item of AGM at the email address: company-secretary@cloverpk.com.

The login facility will be opened at 10:45 a.m. on February 24, 2022, enabling the shareholders to join the meeting, which will start at 11:00 a.m. sharp.

2. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from February 18, 2022, to February 24, 2022 (both days inclusive). Transfers received in order by our Share Registrar, M/S. FAMCO Associates Private Limited, 8-F, Near Hotel Faran, Nursery, Block-6, PECHS, Shakra-e-Faisal, Karachi, Pakistan, by the close of business on February 17, 2022, will be considered in time for attending the meeting.

3. Appointment of Proxies and Attending AGM:

- A member entitled to attend and vote at the meeting may appoint another member as their proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.

- ii. A blank instrument of proxy (in English and Urdu) is attached in the Annual Report. The form of proxy is also available on the Company's website.
- iii. A duly completed instrument of proxy to be valid must be deposited at the registered office not less than 48 hours before the time of the meeting. Attested copies of valid CNIC or the passport of the member and the proxy shall be furnished with the Proxy Form.
- iv. The instrument of proxy should be duly signed, stamped and witnessed by two persons with their names, addresses, CNIC numbers and signatures.
- v. Central Depository Company (CDC) account holders are also required to follow the guidelines as laid down in Circular No.1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP).
- vi. In the case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature of the nominee shall be submitted at the registered office not less than 48 hours before the time of the meeting.

4. Change in Members Addresses:

Members are requested to notify any change in their addresses immediately to the Share Registrar M/S. FAMCO Associates Private Limited.

5. Availability of Financial Statements and Reports on the Website:

The Company's Annual Report for the year ended June 30, 2021, has been placed on the Company's website, and the same is circulated to the members through CD.

6. Transmission of Annual Financial Statements and Notice of Meeting through email:

In pursuance to S.R.O.787(I)/2014 dated September 08, 2014, the SECP has permitted companies to circulate annual audited financial statements along with notice of AGM to its members through email. Accordingly, members who desire to receive annual financial statements and notices of the Company through email in the future (instead of receiving them through CD) are requested to submit their consent on the form duly filled to the Company's Share Registrar. The consent form has been uploaded to the Company's website. Any change to such arrangement(s) should be communicated to the Company on the standard request form.

7. Electronic Mode:

Under the provisions of section 242 of the Companies Act 2017, a listed company is required to pay cash dividends only through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders are requested to provide the information on an E-Dividend Mandate Form available at the Company's website to the share registrar for future dividend payment. The CDC account holders must submit their information directly to their broker (participant) / M/S FAMCO Associates Private Limited.

8. Shareholding Proportion:

The FBR has clarified that in the case of the joint account, each holder is to be treated individually as either a filer or non-filer and tax will be deducted based on shareholding of each joint holder as may be notified by the Shareholder, in writing as follows, to the Company's share registrar. Otherwise, it will be assumed that the joint shareholders equally hold the shares:

Company Name	Folio/CDC Account Number	Total Shares	Principal Shareholder	Joint Shareholder(s)
			Name & CNIC Shareholding proportion (No. of shares)	Name & CNIC Shareholding proportion (No. of shares)

9. Special Notice to the Shareholders for Conversion of Physical Shares into Book-Entry Form:

In compliance with section 72 of the Companies Act, 2017 and SECP's letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021, listed companies are required to replace existing physical shares issued by them into the Book-Entry form. Given the above requirement, shareholders of the Company having physical folios/ share certificates are requested to convert their shares from the physical form into Book-Entry form as soon as possible.

Conversion of physical shares into Book-Entry form would facilitate the shareholders in many ways, i.e. safe custody of shares, readily available market for instant sale and purchase of shares, eliminate the risk of loss & damage, easy & secure transfer with lesser formalities as compared to physical shares. The Company's shareholders may contact Share Registrar of the Company [i.e. M/S. FAMCO Associates Private Limited] for assistance in converting physical shares into Book-Entry Form.