



COLGATE-PALMOLIVE (PAKISTAN) LTD

Lakson Square, Building No. 2,
Sarwar Shaheed Road, Karachi-74200
Telephone : 3840 0000
Fax : 92-21-3568 4712
Website : www.colgate.com.pk

10 February 2023

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

Dear Sir,


NOTICE OF EXTRAORDINARY GENERAL MEETING

We enclose a copy of the Notice of Extraordinary General Meeting scheduled to be held on 10 March 2023 which is to be published in newspapers for your information and record.

Kindly acknowledge.

Yours faithfully,

For COLGATE-PALMOLIVE (PAKISTAN) LIMITED


(MANSOOR AHMED)
Company Secretary

Encl.: As above





COLGATE-PALMOLIVE (PAKISTAN) LIMITED

Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi-74200.

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of COLGATE-PALMOLIVE (PAKISTAN) LIMITED will be held on Friday, March 10, 2023 at 04:00 p.m. at Avari Towers Hotel, Fatima Jinnah Road, Karachi as well as through Electronic means/Video link facility to transact the following business:

ORDINARY BUSINESS

- 1) To elect Eight (8) Directors on the Company's Board of Directors as fixed by the Board for a term of three (3) years commencing on March 10, 2023. The retiring Directors are M/s. Iqbal Ali Lakhani, Zulfiqar Ali Lakhani, Amin Mohammed Lakhani, Aliya Saeeda Khan, Kamran Yousuf Mirza, Syed Shahid Ali Bukhari, Peter John Graylin and Xuan Dai. The retiring Directors are eligible for re-election.

SPECIAL BUSINESS

- 2) To consider, to increase the authorized capital of the Company from Rs.1,250,000,000 to Rs.2,500,000,000 divided into 250,000,000 ordinary shares of Rs.10 each and if thought fit to pass a special resolution in the matter.

Statement of Material Facts as required under Section 134 of the Companies Act, 2017 in respect of Special Business mentioned as agenda item No.2 is being sent to the members alongwith the notice.

Karachi: February 10, 2023

By Order of the Board
(MANSOOR AHMED)
Company Secretary

NOTES:

1. The share transfer books of the Company will remain closed from March 02, 2023 to March 10, 2023 (both days inclusive). Transfers received in order by the Shares Registrar of the Company, M/s. FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S, Shahra-e-Faisal, Karachi up to the close of business on March 01, 2023 will be treated in time for purpose of attending the Extraordinary General Meeting.

2. Participation in the EOGM proceedings via physical presence or through video link facility:

The arrangement for attending the EOGM through electronic means will be as under:

1. To facilitate our members who want to attend EOGM through Zoom application - a video link facility will be provided.
2. Shareholders interested in attending the EOGM through Zoom application are hereby requested to get themselves registered with the Company Secretary office by providing the following details at the earliest but not later than 48 hours before the time of EOGM (i.e. before 04.00 p.m. on March 08, 2023) through following means:

- a) Mobile/WhatsApp: 0315 5008228
- b) E-mail: mansoor@lakson.com.pk

Shareholders are advised to mention Name, CNIC Number, Folio/CDC Account Number, cell number and email ID for identification.

Upon receipt of the above information from the interested shareholders, the Company will send the login credentials at their e-mail address. On the date of EOGM, shareholders will be able to login and participate in the EOGM proceedings through their smartphone/computer devices.

3. Any person who seeks to contest the election to the office of a Director, whether he/she is a retiring director or otherwise, shall file the following documents with the Company Secretary, at the Registered Office of the Company, situated at Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi not later than 14 days before the date of the Extraordinary General Meeting:

- a) Notice of his/her intention to offer him/her self for the election to the office of Director in terms of Section 159(3) of the Companies Act, 2017;
- b) Consent to Act as Director in Form-28, as prescribed under the Companies (General Provisions and Forms) Regulations, 2018;
- c) A detailed profile along with his/her office address;
- d) Declaration in respect of being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria, as set out in Section 153 of the Companies Act, 2017 to act as director or an independent director of a listed company;
- e) Attested copies of valid CNIC and NTN;
- f) Independent Director(s) will be elected through the process of election of director in terms of section 159 of the Act and they shall meet the criteria laid down in Section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018, accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as an independent director:

- Declaration by Independent Director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulation 2019;
- 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.

The final list of contesting directors will be circulated not later than seven days before the date of said meeting, in terms of section 159(4). Further, the website of the Company will also be updated with the required information.

4. A member, who has deposited his/her shares into Central Depository Company of Pakistan Limited, must bring his/her participant's ID number and CDC account/sub-account number along with original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting.
5. A member entitled to attend and vote at the Extraordinary General Meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her, and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the meeting as are available to a member. A proxy must be a member of the Company.
6. Form of proxy, in order to be valid must be properly filled-in/executed and received at the registered office of the Company situated at Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi not later than 48 hours before the time of the meeting, excluding holidays.
7. Members holding shares in physical form are requested to promptly notify Shares Registrar of the Company of any change in their addresses. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service.
8. Pursuant to Companies (Postal Ballot) Regulations 2018, read with Sections 143 and 144 of the Companies Act 2017, members will be allowed to exercise their right of 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.
9. Form of Proxy is being dispatched to the members alongwith the notice.