

June 05, 2023

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

Subject: Notice of Extraordinary General Meeting of Treet Corporation Limited

Dear Sir,

We intend to hold our Extra Ordinary General Meeting on Monday, June 26, 2023 at 11:00 AM at 72-B, Quaid-E-Azam Industrial Estate, Lahore, the Registered Office of the Company, the detail of which is envisaged in attached Notice of EOGM.

You are requested to kindly share the same amongst the TRE certificate holders of the Exchange.

Thanking you,

Yours truly
For Treet Corporation Limited



Zunaira Dar
(Group Head of Legal & Company Secretary)



NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that Extraordinary General Meeting of the shareholders of the Treet Corporation Limited will be held on Monday, June 26, 2023 at 11.00 A.M. at 72-B, Quaid-E-Azam Industrial Estate, Lahore, the Registered Office of the Company to transact the following business:-

- 1 To confirm the Minutes of the last Extra Ordinary General Meeting held on March 17, 2023.
- 2 To elect directors of the Company in accordance with the provisions of Section 159 of the Companies Act 2017 for a term of three years commencing from 1st July 2023. The number of the directors to be elected has been fixed at Eight (8) by the Board of Directors. Names of the present seven directors retiring on 30th June 2023 and eligible to file nominations are as under:

The name of retiring Directors are:-

- | | |
|-----------------------|--------------------------|
| 1. Mr. Imran Azim | 2. Syed Shahid Ali |
| 3. Syed Sheharyar Ali | 4. Mr. Munir Karim Bana |
| 5. Dr. Salman Faridi | 6. Dr. Haroon Latif Khan |
| 7. Ms. Sidra Fatima | |

- 3 To consider any other business with the permission of the Chair.

By Order of the Board



(Zunaira Dar)

Company Secretary

Lahore: June 5, 2023



www.treetgroup.com

Notice of intention by persons seeking to contest the Election

1. Any person who seeks to contest the election of directors shall, whether he is a retiring director or otherwise, file with the Company at its registered office, 72-B, Quaid-E-Azam Industrial Estate, Kot Lakhpat, Lahore not later than fourteen (14) days before the date of the Meeting, the following documents:
 - i. Notice of Intention to offer himself/herself for election as a director
 - ii. Form 28 - Consent to act as director prescribed under the Companies (General Provisions and Forms) Regulations, 2018
 - iii. A candidate contesting for election as director must be a member of the Company at the time of filing of his/her consent except a person representing a member, which is not natural person.
 - iv. A detailed profile alongwith his/her mailing address and other contact details;
 - v. Attested copy of valid CNIC and NTN.
 - vi. Undertaking on non-judicial stamp paper that he / she meet the requirements of sub-regulation (i) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.
- vii. Declaration confirming that:
 - a) His /her name is borne in the register of national tax payers (except where he/she is a non-resident) mentioning NTN number.
 - b) He/ she has not defaulted in payment of any loan to a banking company, a DFI or an NBFI or being a member of stock exchange has not been declared as a defaulter by that stock exchange.
 - c) He/she is not ineligible to become a director of a listed company under Section 153 of the Companies Act, 2017, the listed Companies (Code of Corporate Governance) Regulations, 2019 and any other applicable law, rules and regulations.
 - d) He/she is aware of duties and powers as director under the relevant laws, Memorandum & Articles of Association of the Company and listing regulations of Pakistan Stock Exchange.
 - e) He/she is not engaged in the business of brokerage, or is not a spouse of such person or is not a sponsor, director or officer of a corporate brokerage house.
 - f) He/she is not serving as a director in more than seven (7) listed companies simultaneously. Provided that this limit shall not include the directorship in the listed subsidiaries of a listed holding Company.



Notes:

1. The share transfer Books of the Company will remain closed from June 19, 2023 to June 26, 2023 (both days inclusive). No transfer will be accepted for registration during this period. Transfers received in order at the Registered Office of the Company by the close of business on June 18, 2023 will be considered in time.
2. Notice of his/her intentions to offer himself/herself for the election of Directors in terms of Section 159(3) of the Companies, Act 2017.
3. Any member of the Company entitled to attend and vote may appoint his/her proxy to attend and vote instead of him/her. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of holding the Meeting.
4. Members, proxies or nominees shall authenticate their identity by showing their original national identity card or original passport and bring their folio numbers at the time of attending the meeting.
5. In the case of corporate entity, Board of Directors' resolution/power of attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
6. In the case of proxy by a corporate entity, Board of Directors resolution/power of attorney and attested copy of the CNIC or passport of the proxy shall be submitted alongwith proxy form.
7. Participation in the EOGM proceedings via physical presences or through video link facility:
The arrangement for attending the EOGM through electronic means will be as under:
 - i. To facilitate our members who wants to attend the EOGM through Zoom Application- a video link facility will be provided.
 - ii. Shareholders interested in attending the EOGM through Zoom Application are hereby requested to get themselves registered with the company secretary office by providing detail at earliest but not later than 48 hours before the time of EOGM through email at zunaira.dar@treetgroup.com

Shareholders are advised to mention their Name, CNIC Number, Folio/CDC Account Number, Cell Number and Email ID for identification. Upon receipt of the above information from interested shareholders, the company will send login credentials at their e-mail address. On the day of EOGM, shareholders will be able to login and participate in the EOGM proceedings through smart phone/ computer devices.



8. Shareholders holding shares in physical form, are requested to promptly notify any change in their addresses immediately to the Share Registrar of the Company (Corplink Private Limited, Wing Arcade, 1-K Commercial, Model Town, Lahore). Shareholders having shares in their CDC accounts are required to have their addresses updated with their respective participants.
9. Independent Directors will be elected through the process of election of directors in term of Section 159 of the Act and the criteria laid down under Section 166(2) of the Act and the Companies (Manner and Selection of Independent Directors) Regulation 2018 and accordingly the following additional documents are to be submitted by the candidates intending to contest election 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 meet the requirement of sub-regulation (i) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulation 2018.

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

Pursuant to Companies (Postal Ballot) Regulation 2018, for the purpose of election of Director and for any other agenda item subject to the requirements of Section 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 E-Voting, in accordance with the requirements and procedure contained in aforesaid regulations.

10. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video-link at least [10] days prior to date of meeting, the Company will arrange video-link facility in the city subject to availability of such facility in that city.

The Company will intimate members regarding venue of video-link facility at least 5 days before the date of the Extraordinary General Meeting along with complete information necessary to enable them to access the facility.

In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the Extraordinary General Meeting:-



I/We, _____ of _____ being a member of Treet Corporation Limited, holder of _____ Ordinary shares as per Register Folio No. _____ hereby opt for video conference facility at _____

Signature of member

STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT 2017

Section 166 of the Companies Act 2017 requires that a statement of material facts is annexed to the notice of the general meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent director.

Being a listed company, Treet Corporation Limited is required to have at least two independent directors on its Board in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019. Accordingly, the Company shall ensure that its independents are elected in accordance with the procedures for election of directors laid down in Section 159 of the Companies Act 2017.

After the contestants file their notice / intention to stand for elections, the Company shall apply following criteria for choosing the appointee for appointment as independent director:

- Inclusion of name of independent directors in the data bank maintained by Pakistan Institute of Corporate Governance (PICG) duly authorized by SECP.
- Respective competencies, diversity, skill, knowledge and experience of the election contestants shall be assessed.
- The company shall exercise due diligence before selecting a person from the data bank that the contestant meets the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017.

