

# SIEMENS

Siemens (Pakistan) Engg. Co. Ltd., CS, B-72, Estate Avenue, S.I.T.E., Karachi.

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Your letter of	
Our reference	CS/Ext/2023/224
Date	July 03, 2023

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

Subject: **Notice of Extraordinary General Meeting in compliance with Clause 5.6.9(b) of Rule Book of the Exchange**

Dear Sir,

In compliance with Clause 5.6.9(b) of Rule Book of the Exchange, the notice of Extraordinary General Meeting is hereby enclosed prior to its publication in the newspapers. This notice will be published in Business Recorder and Nawa-i-Waqt on July 04, 2023.

Yours Sincerely,  
**Siemens (Pakistan) Engineering Co. Limited**



Khurram Muhammad Siddique  
Company Secretary

Encl: As above

Siemens (Pakistan) Engg. Co. Ltd.  
Corporate Secretariat  
Head: Muhammad Usman Ansari

Postal address:  
Siemens(Pakistan) Engg. Co. Ltd.  
B-72, Estate Avenue,  
S.I.T.E., Karachi  
Karachi - 75700

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Siemens(Pakistan) Engg. Co. Ltd.  
B-72, Estate Avenue,  
S.I.T.E., Karachi.  
Tel: 92(21) 32574910-9

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting (“**Meeting**”) of the Members of Siemens (Pakistan) Engineering Company Limited (the “**Company**”) will be held on July 25, 2023, at 10 a.m. at PSX Auditorium, 3<sup>rd</sup> Floor Admin Block Pakistan Stock Karachi to transact the following business:

### ORDINARY BUSINESS

1. To confirm the minutes of the annual general meeting held on January 12, 2023.

### Special Business

2. As per notification sent to Pakistan Stock Exchange on May 26, 2023 the Board of Directors of Siemens (Pakistan) Engineering Co. Limited appointed Syed Muhammad Daniyal as Acting Managing Director / CEO with effect from May 25, 2023 and accordingly Mr. Markus Strohmeier is no longer the Managing Director / CEO of the Company from the aforesaid date. The board has also decided to remove Mr. Strohmeier from the position of a Director of the Company.

Now, pursuant to section 163 of the Companies Act 2017 (the “**Act**”) the following resolutions are proposed to be passed as Ordinary Resolutions with or without modification for removal of Mr. Markus Strohmeier as an elected director on the board of the Company. Mr. Strohmeier /was elected as director on January 13, 2022 under section 159 of the Act.

It being clarified that, as Mr. Markus Strohmeier was elected unopposed, therefore in accordance with Section 163 of the Act the following resolutions shall not be deemed to have been passed if the number of votes cast against it is equal to, or exceeds the total number of votes for the time being computed in the manner laid down in sub-section (5) of section 159 of the Act divided by the number of directors for the time being.

**RESOLVED THAT** in view of Mr. Markus Strohmeier’s ceasing to hold office as Managing Director / CEO of the Company and board’s decision to remove Mr. Strohmeier from the position of Director of the Company, now pursuant to section 163 of the Act, the approval of the shareholders of the Company be and is hereby accorded for the Company to remove Mr. Markus Strohmeier from the position of the Director of the Company.

**FURTHER RESOLVED THAT** Company Secretary be and is hereby empowered and authorized to do all acts, matters, deeds and things, take any or all necessary actions including filing of any forms / notices pertaining to these resolutions with the relevant regulatory authorities including with SECP / PSX to ensure compliance with applicable laws and regulations.

### Other Business

3. To transact such other ordinary business as may be placed before the meeting with the permission of the Chair.

The statement of under Section 134(3) of the Companies Act, 2017 in respect of above-mentioned Special Business is attached herewith.

### By order of the Board of Directors

**Khurram M. Siddique**  
Company Secretary

**Karachi: July 4, 2023**

### Notes:

#### Share Transfer Book Closure:

The Share Transfer Books of the Company shall remain closed from July 19, 2023 to July 25, 2023 (both days inclusive). Transfers received in order at the office of the Company’s Share Registrar, THK Associates (Pvt.) Limited, Plot No.C-32, Jami Commercial Street-2 D.H.A., Phase-VII, Karachi and email at ops\_dept3@thk.com.pk by the close of business (5:00 pm) on July 18, 2023, will be considered in time for the purpose of Extra Ordinary General Meeting.

### **Procedure and requirement for attending the Meeting and Appointing Proxies**

Central Depository Company (“**CDC**”) account holders are 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**”) and shall comply with following requirements to the extent applicable.

A Member entitled to attend, and vote may appoint another Member as his/her proxy to attend and vote on his/her behalf. A Member shall not be entitled to appoint more than one proxy. Duly completed Proxy forms in order to be valid must be received by the Share Registrar or at the Registered Office of the Company not less than 48 hours before the time of Meeting.

CDC account holders are also required to follow the guidelines as laid down in Circular No.1 dated January 26, 2000, issued by the SECP and shall comply with following requirements to the extent applicable:

- 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 submit the proxy form as per requirement notified by the Company.
- 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 at the time of meeting.
- v) Corporate entities shall submit the Board of Directors’ resolution/Power of Attorney with specimen signature along with proxy form.

### **Video Conferencing Facility**

The shareholders interested to participate in the meeting through video link are requested to register themselves on [yousuf.shabbir@thk.com.pk](mailto:yousuf.shabbir@thk.com.pk) by providing following information along with valid copy of CNIC (both sides).

Name of Shareholder	CNIC Number	CDC Account No. / Folio No.	Cell Number	Email Address

Video-link and complete information necessary to access the facility will be shared with the Members/Proxies whose email containing all the above particulars are received at the given email address by the close of business on July 18, 2023.

Members who are registered, after necessary verification, will be provided with the link on the same email address with which they email the Company. The login facility will remain open from 9:45 a.m. till the end of the meeting.

The members can also provide their comments and questions for the agenda items of the EOGM on email [yousuf.shabbir@thk.com.pk](mailto:yousuf.shabbir@thk.com.pk) on or before July 18, 2023.

### **Voting through Postal and Ballot**

Members may exercise their right to vote as per provision of the Companies (Postal Ballot) Regulations, 2018, subject to the requirements of Section 143 and 144 of the Companies Act, 2017. Further details in this regard will be communicated to the shareholders within legal time frame as stipulated under these said regulations, if required.

### **Miscellaneous**

This notice has been sent to all Members of the Company in accordance with Section 134(1)(a) of the Companies Act, 2017.

### **Statement under Section 134(3) of the Companies Act, 2017**

As per notification sent to Pakistan Stock Exchange on May 26, 2023 the Board of Directors of Siemens (Pakistan) Engineering Co. Limited appointed Syed Muhammad Daniyal as Acting Managing Director / CEO with effect from May 25, 2023 and accordingly Mr. Markus Strohmeier is no longer the Managing Director / CEO of the Company from the aforesaid date. The board has also decided to remove Mr. Strohmeier from the position of a Director of the Company.

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For any query/problem/information, Members may contact the Share Registrar at the following address:

**THK Associates (Pvt.) Limited**  
**Plot No.C-32,**  
**Jami Commercial Street-2**  
**D.H.A., Phase-VII, Karachi**

**Telephone No: 021-111-000-322 (Ext. 131)**  
**E-Mail: [yousuf.shabbir@thk.com.pk](mailto:yousuf.shabbir@thk.com.pk)**  
**Contact Person: Mr. Yousuf Shabbir**