

Life is made of ever so many partings welded together.

Charles Dickens

Pakistan OBSERVER

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Founded by: **Zahid Malik** (Sitara-i-Imtiaz & Hilal-i-Imtiaz)

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LAHORE

BACK PAGE

Wrote a new chapter of Pak-China coop in Shenzhen

Deputy Prime Minister & Foreign Minister
Muhammad Ishaq Dar



ECONOMY

Investment in GB to bring economic prosperity

President Asif Ali Zardari

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting ("EOGM") of the shareholders of **Bunnys Limited (the "Company")** will be held on Friday, 28 June 2024 at 02:30 PM, at 105/A, Quaid-e-Azam, Industrial Estate, Kot Lakhpat, Lahore to elect seven (7) Directors of the Company as fixed by the Board under Section 159 (1) of the Companies Act, 2017, for a period of three (3) years.

The following are the names of retiring Directors who shall be eligible for re-election: -

- | | | |
|-----------------------------|---------------------------|---------------------------|
| 1. Mr. Omar Shafiq Chaudhry | 2. Miss. Mahnoor Chandhry | 3. Mrs. Saadia Omar |
| 4. Miss Maya Omar Choudhry | 5. Miss Mahnan Omar | 6. Mr. Rafi-uz-Zaman Awan |
| 7. Mrs. Shahzi Khan | | |

A statement of material facts under Section 166 (3) pertaining to election of Directors is annexed to the notice of EOGM being circulated to the members.

Lahore
June 07, 2024

By order of the Board
Muhammad Zubair
Company Secretary

Notes:

1. EOGM will also be conducted virtually via video link. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides)/passport, attested copy of board resolution / power of attorney (in case of corporate shareholders) through email at bunnys@brain.net.pk by 23 June 2024.

Name of member	CNIC No.	CDC Account No./Folio No.	Cell Number.	Email address

2. The members who are registered after the necessary verification shall be provided a video link by the Company on the same email address that they email with the Company.

3. The Shares Transfer Books of the Company will remain closed from **June 21, 2024 to June 28, 2024** (both days inclusive). Transfers received at M/s F.D. Registrar Services (SMC-Pvt) Ltd., the Company's Share Registrar and Transfer Agent's Office at Office # 1705, 17th Floor, Saima Trade Tower-A, I.I. Chundrigar Road, Karachi at the close of business hours (5:00 pm) on Thursday, June 20, 2024 will be treated as being in time for the purpose of entitlement to attend, speak and vote at the EOGM.

4. Any person who seeks to contest the election to the office of a Director, whether he is retiring director or otherwise, shall file the following documents with the Company at the Registered Office 105/A, Quaid-e-Azam, Industrial Estate, Kot Lakhpat, Lahore not later than fourteen days before the date of the meeting:

- a) His/her Folio No./CDC Investors Account No./CDC Participant No./Sub-Account No.
- b) Notice of his/her intention to offer himself/herself for the election of directors in terms of Section 159(3) of the Companies Act, 2017 in any of the following categories as per requirements of regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019:
 - Female director
 - Independent director
 - Others director
- c) Consent to act as director under section 167 of the Companies Act, 2017.
- d) A detailed profile along with office address for placement Company's website in term of SRO 1196(1) 2019 dated 03 October 2019;
- e) The requirements for election of Independent Directors will be complied in accordance with Section 166 of the Companies Act, 2017. Person contesting as Independent Director shall also submit a declaration on stamp paper that he/she qualifies the criteria of eligibility and independence notified under the Companies Act, 2017 and rules and regulations issued thereunder.
- f) An attested copy of Computerized National Identity Card (CNIC) / Passport and National Tax Number;
- g) Other offices and directorships held. h) A declaration on stamp paper that:
 - He/she is not ineligible to become a director of the Company under Section 153 of the Companies Act, 2017 (act), any other provision of the Act and any other applicable laws and regulations (including listing regulations of Stock Exchange).
 - He/she is not serving as a director of more than seven listed companies simultaneously including as an alternate director.
 - He/she is aware of his/her duties and powers under the relevant laws, Code, Memorandum & Articles of Association of Company and listing regulations of stock exchange;

5. The Board has fixed the number of directors to be elected as seven (7) for the next term of three years.

6. A member who seeks to contest for election may select any one category in which he / she intends to contest election of directors. For the purposes of election of directors of the Company the voting shall be held in the following three (2) categories for the specified number of seats:

Sr. No	Category	Number of Seats
1.	Female Director	1
2.	Independent Directors	2
3.	Non-Independent Directors	4
TOTAL		7

7. The members in their discretion may cast vote to any candidate contesting election in each of the above categories. However, it must be noted that division of votes available to each member for a category shall be in proportion to the number of seats of directors under such category. The members can cast their votes, on the basis of each category, as per the following methodology:

Category	Number of Directors to be elected	Number of Ordinary Shares	Total Number of votes in each category
Female Director	1	-	Total votes for female director = (number of voting shares X one (1) female director to be elected)
Independent Directors	2	-	Total votes for independent directors = (number of voting shares X two (2) independent directors to be elected)
Non-Independent Directors	5	-	Total votes for remaining directors = (number of voting shares X four (4) remaining directors to be elected)

8. If the number of persons who offer themselves to be elected in a category is not more than the number of directors to be elected in such category, such persons will be elected unopposed without the voting process.

9. The Company will provide the facility of electronic voting and voting by post if the number of persons who offer themselves to be elected is more than the number of Directors fixed under Section 159 (1) of the Companies Act.

10. A member entitled to attend and vote at EOGM is entitled to appoint another member as a proxy to attend and vote on his/her behalf. The instrument appointing a proxy and in case of corporate entity, the power of attorney or resolution of the board of directors or other authority (if any) under which it is signed, a notarized/certified copy of the same in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting, and must be duly stamped, signed and witnessed.

11. Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") 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:

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or, original Passport at the time of attending the Meeting.
- b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

B. For Appointing Proxies:

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
- c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
- d. The proxy shall produce his original CNIC or original passport at the time of the Meeting.
- e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

12. A Proxy Form, both in English and Urdu language, is being separately sent to the members, along with Notice of the meeting.

13. EOGM notice as well as proxy form in English and Urdu languages have been placed on the website of the Company.

