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

Subject: Notice of 16th Annual General Meeting in Newspaper.

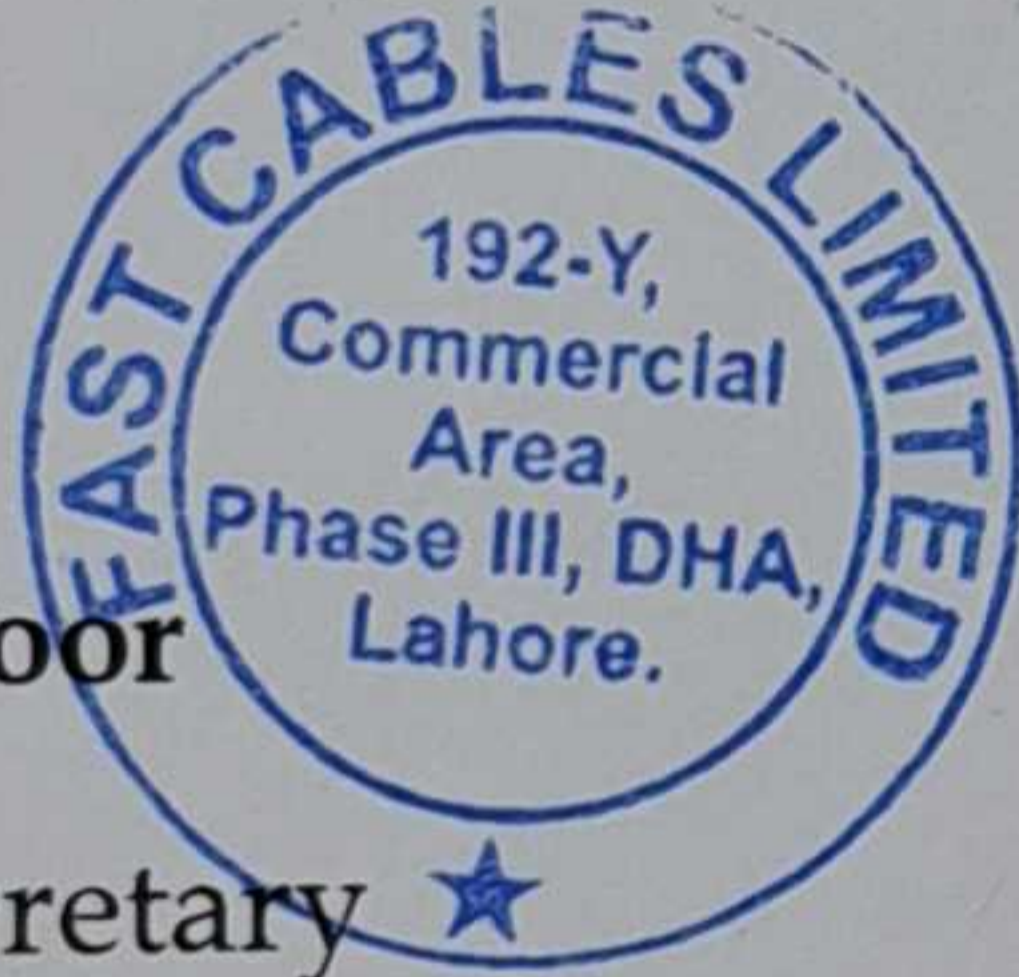
Respected Sir,

Please find enclosed a copy of the Notice of 16th Annual General Meeting to be held on 28th October 2024 (Monday) at 11:00 a.m. for circulation amongst TRE Certificate holders of the Exchange.

Regards,


Afshan Ghafoor

Company Secretary



CABLES | LIGHTS | METALS | PVC

LAHORE | KARACHI | ISLAMABAD | PESHAWAR | FAISALABAD | SIALKOT | MULTAN | GUJRANWALA | HYDERABAD | QUETTA

UAN: 111-000-343 | www.fast-cables.com



Notice of 16th Annual General Meeting

Notice is hereby given that the Annual General Meeting (AGM) of Fast Cables Limited (FCL) will be held on Monday 28th October 2024 at 11:00 a.m. at Zubeida Hall, Lahore Chamber of Commerce Institute building (LCCI), Lahore as well as through video conferencing facility to transact the following business:

- To consider and approve Minutes of 15th Annual General Meeting held on 26th October 2023.
- To receive, consider, adopt the Annual Audited Accounts of the Company for the year ended June 30, 2024 together with Auditor's Report and Director's report thereon and Chairman's review report.
- To approve final cash dividend @ 12.5% i.e., Rs. 1.25 per share, for the Year Ended 30, June 2024 as recommended by the Board of Directors.
- To appoint Auditors of the Company for the year ended 30 June 2025 and to fix their remuneration. The members are hereby given notice that the Board Audit Committee and the Board of Directors have recommended the name of retiring Auditor M/s Crowe Hussain Chaudhary and Company, Chartered Accountants for re-appointing as Auditors of the Company.
- To elect Seven (7) Directors of the Company as Fixed by the Board of Directors, in accordance with section 159(1) of the Companies Act, 2017 for a term of three (3) years, commencing/with effect from October 28, 2024. Name of retiring directors who are eligible for re-election are given below:

1	Mr. Ghulam Mustafa Kausar
2	Mr. Ghulam Murtaza Shaukat
3	Mr. Kamal Mahmood Amjad Mian
4	Mr. Muhammad Azhar Saeed
5	Mr. Syed Macher Iqbal
6	Mrs. Rubina Shaukat
7	Ms. Mahlaqa Shaukat

The statement under section 166(4) of the Companies Act, 2017 related to the election of Directors is attached to this notice.

- SPECIAL BUSINESS:** To consider and if deemed fit, to pass the following resolutions as special resolutions in pursuance of S.R.O. 389(1)/2023 dated March 21, 2023 of the Securities and Exchange Commission of Pakistan to authorize the Company to circulate the annual audited financial statements to its Members through QR enabled code and weblink with or without modification, addition(s) or deletion(s):

"RESOLVED THAT, the consent and approval of the members of the Company be and is hereby accorded and the Company be and is hereby authorized to disseminate the annual audited financial statements to its members through QR enabled code and weblink as part of the notice of Annual General Meeting."

"RESOLVED FURTHER THAT, Chief Executive Officer and/or the Secretary of the Company be and are hereby singly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file necessary documents as may be necessary or incidental for the purposes of implementing this resolution."

- SPECIAL BUSINESS:** To consider and if deemed fit, to pass the following resolution(s) to be passed as special resolution(s), with or without any modification(s), addition(s) or deletion(s) in terms of Section 199 of the Companies Act, 2017:

"RESOLVED THAT consent of the shareholders of the Company be and is hereby accorded under Section 199 of the Act for renewal of investment in following associated companies comprising of, inter alia, loans, advances and/or security in any form (including without limitation guarantees, cash or non-cash, payment on behalf of the investee company, etc.) on an arm's length basis, in the form of a revolving line of credit valid for another period of one year from the date of the disbursement with effect from October 26, 2024 provided that return on loan/advance shall not be less than average borrowing costs of the Company and other terms and conditions as stipulated in statement of material facts."

Sr. No.	Name of Associated Company	Amount of Loan
1.	BARQTRON-FAST (PRIVATE) LIMITED	PKR 2,000 million
2.	BES-FCL-MECONS (PRIVATE) LIMITED	PKR 2,000 million

"RESOLVED FURTHER THAT the shareholders of the Company hereby accorded approval ratified under Section 199 of the Act for renewal of investment in associated companies for the period from June 25, 2024 to October 25, 2024 to align approval of the shareholders in its annual general meeting instead of holding extra ordinary general meeting to save unnecessary costs to the Company."

"RESOLVED FURTHER THAT any Director/Chief Executive Officer be and are hereby singly empowered and authorized to undertake decision of said investment as and when required by above associated companies and to take all steps and actions necessary, incidental and ancillary thereto including execution of any and all documents and agreements as may be required in this regard and to do all acts, matters, deeds and things including filing of documents as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolution."

A statement under Section 134(3) of the Companies Act, 2017 pertaining to the aforesaid special business is annexed to this notice circulated to the shareholders.

- To transact any other business with the permission of the chair.
- By Order of the Board
Ms. Afshan Ghafoor
Company Secretary
Lahore: October 07, 2024

Notes:

- Notice of Book Closure
The share transfer books of the Company will remain closed from October 21, 2024, to October 28, 2024 (both days inclusive). Transfers received, in order, at the office of our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House-99B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74000, by the close of business on October 18, 2024, will be considered in time for the determination of the entitlement of the shareholders to final cash dividend and to attend and vote at the meeting.

- Participation in the AGM proceedings via Video Link Facility
In addition to in person meeting, the Company shall also hold its AGM through video link facility in pursuance to circulars notified by the SECP. The members/proxies interested to participate in the AGM through this facility are requested to get themselves registered with the Company at 192 Y Commercial Area Phase III DHA Lahore or WhatsApp Number: 0308 0323617 or email Microsoft.

Virtual Events Powered by Teams by following the following details:

Shareholder Name	Company name	Following/ CDC	CNIC Number	Cell Number	Registered Email Address
	Fast Cables Limited				

Video-link and login credentials will be shared with the members/proxies whose emails containing all the above particulars are received at the given email address by the close of business on October 26, 2024.

The members can also provide their comments and questions for the agenda items of the AGM on email: investor.relations@fast-cables.com

The Company shall communicate any relevant updates regarding the meeting, including any changes to the arrangements outlined in the Notice of AGM, will be announced via a Regulatory Information Service (PUCARS) and will also be available on www.fast-cables.com

- Appointment of Proxy and participation in the AGM
A member entitled to attend, speak, and vote at the AGM is entitled to appoint another member as his/her proxy to attend, speak and vote on his/her behalf. A proxy must be a member of the Company.

The instrument appointing proxy must be deposited at the Registered Office of the Company 192 Y Commercial Area Phase III DHA Lahore duly signed, not later than 48 hours before the time of the AGM. A member cannot appoint more than one proxy. An attested copy of the shareholder's Computerized National Identity Card (CNIC) must be attached with the Proxy form. The instrument appointing proxy is available on the Company's website (<https://www.fastcables.com>)

Owners of the physical shares and of the shares registered in the name of Central Depository Company of Pakistan Ltd. (CDC) and / or their proxies are required to produce their original valid Computerized National Identity Card (CNIC) or Passport, for identification purposes, at the time of attending the meeting in person. In the case of a corporate entity, the Board of Directors' resolution/Power of Attorney, with specimen signature of the nominee, shall be produced at the time of the meeting (unless it has been provided earlier).

4. Election of directors:

- Pursuant to Section 159(1) of the Companies Act, 2017, the Board of Directors has fixed the number of Directors at seven (07), to be elected in the AGM of the Company for a period of three (03) years. In terms of Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019, the election will be held in the following categories for number of seats specified.

Category	Number of Seats
Female Director	One
Independent Directors	Two
Other Directors	Four

- Every candidate for the election must be a member of the company except for the person representing a member who is a non-natural person.
- Any person who seeks to contest the election for the office of director shall, whether he is a retiring director or otherwise, file the following documents/information with the Company at its registered office, no later than fourteen (14) days before the date of meeting:

- Notice of his/her intention to offer himself/herself for election of directors in terms of Section 159(3) of the Companies Act, 2017, stating any one category in which he/she intends to be elected as required under Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019.
- Consent to act as director on Appendix to Form-9 under section 167 of the Companies Act, 2017 along with an attested copy of CNIC, NTN or Passport.
- A detailed profile of the Candidate including his/her office address for placement onto the Company's website as required under SECP's SRO 1196(I) / 2019 dated October 03, 2019.

- A declaration confirming that:

- He/she is not ineligible to become a director of a listed company under any provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and any other applicable laws, rules and regulations.
- He/she is aware of his/her duties, liabilities and powers under the Companies Act 2017, the Securities Act 2015, Listed Companies (Code of Corporate Governance) Regulations, 2019, Rule Book of Pakistan Stock Exchange, Memorandum and Articles of Association and all other applicable laws/rules/regulations/codes etc.
- He / she is not a minor; neither of unsound mind nor an undischarged insolvent.
- He / she is borne on the register of National Taxpayers.
- He / she has not been convicted by a court as defaulter in payment of loan to a financial institution, Development Financial Institution and Non-Banking Financial Institution.
- He / she is not serving as director, including Alternate Director, in more than seven listed companies simultaneously.
- Neither he / she nor his / her spouse is engaged in the business of stock brokerage.

- Copy of valid CNIC (in case of Pakistani national)/ Passport (in case of foreign national), and NTN and Folio Number/CDC Investors Account No./CDC Sub-Account No (applicable for person filing consent for the first time). Details of Directorships and Offices held in other companies with respective dates

- Independent Directors shall be elected through the process of election of directors required under section 159 of the Companies Act, 2017. Independent Director(s) shall meet the criteria laid down in Section 166 of the Companies Act, 2017 as well as 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 under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019.

- Undertaking on the appropriate denomination of 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.

- Dividend Mandate/Submission of CNIC/NTN Number (MANDATORY):
Members are requested to provide copy of valid CNIC/NTN Certificate to their respective Participant/CDC Investor Account Services in case of Book-Entry Form, or to Company's Share Registrar in case of Physical Form, duly quoting thereon Company's name and respective folio numbers.

Members having physical shareholding are requested to notify the Company's Share Registrar M/s. CDC Share Registrar Services Limited CDC House, Main Shahrah-e-Faisal, Karachi if there is any change in their registered postal addresses. Whereas, CDC account holders may contact their respective Stock participant / broker / Investor Account Services.

Pursuant to Section 242 of the Companies Act, 2017 and Regulation No. 4 & 6 of the Companies (Distribution of Dividend) Regulations, 2017, the Company shall be constrained to withhold the payment of dividend to shareholders, in case of non-availability of identification number (CNIC or National Tax Number) and/or bank account details of the shareholder or the authorized person.

Accordingly, the shareholders, who have not yet submitted a copy of their valid CNIC or NTN certificate, are once again requested to immediately submit the same to the Company's Share Registrar at CDC Share Registrar Services Limited, CDC House, 99-B, Block - B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi. Those shareholders who hold shares in dematerialized form are requested to submit the dividend bank mandate form duly filled by their participant/investor account services at the CDC. Corporate entities are requested to provide their National Tax Number (NTN) and Folio Number along with the authorized representative's CNIC copy.

This notice of AGM is also being circulated through post/courier to the members in accordance with the provisions of the Companies Act, 2017. Annual Report 2024 is also being sent electronically to members via email whose email addresses are available with the CDC or the Share Registrar.

Any shareholder requiring a printed copy of the Annual Report 2024 shall be provided with a copy free of cost within seven working days of receipt of such request.

6. Postal Ballot / E-voting

In accordance with the Companies (Postal Ballot) Regulations, 2018, Section 143 and 144 of the Companies Act 2017 and under Postal Ballot Regulation, 2018, latest amendments notified through SRO dated December 05, 2022, SECP has directed all listed companies to arrange for postal ballot/e-voting for the purpose of / election of directors, 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, 2017. Accordingly, shareholders will be allowed to exercise their right to vote through postal ballot i.e., by post or e-voting, in the manner and subject to the conditions contained in the aforesaid regulations. Details will be circulated in due course.

Polling on Special Business:

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 ("the Regulations") amended through Notification vide SRO 2192(I)/2022 dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"). SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business. Accordingly, members of Fast Cables Limited will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business in its forthcoming Annual General Meeting to be held on Monday, October 28, 2024, at 11:00 am, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations. For the convenience of the shareholders, ballot paper is available on the Company's website at www.fast-cables.com.

Procedure for E-Voting:

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on October 18, 2024.

- The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).

- Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

- E-Voting lines will start from October 24, 2024, 09:00 a.m. and shall close on October 27, 2024 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

PROCEDURE FOR VOTING THROUGH POSTAL BALLOT:

The shareholders shall ensure that duly filled and signed ballot papers along with copy of valid Computerized National Identity Card (CNIC) copy of passport (non-resident) should reach the Chairman of the meeting through post on the Company's registered address, 192 Y Commercial Area Phase III DHA Lahore or by email investor.relations@fast-cables.com, one (1) day before the day of poll i.e. October 27, 2024 during working hours. The signature on the ballot paper shall match with the signature on CNIC.

Appointment of Scrutinizer

In accordance with Regulation No. 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. UHY HASSAN NAEEM & CO, Chartered Accountants, a QCR rated audit firm to act as the Scrutinizer of the Company for Polling on Special Business and to undertake other responsibilities as defined in Regulation No. 11A.

7. Mandatory Registration Details of Physical Shareholders

According to Section 119 of the Companies Act 2017 and Regulation 47 of the Companies Regulations, 2024, all physical shareholders are advised to provide their mandatory information such as CNIC number, address, email address, contact mobile/telephone number, International Bank Account Number (IBAN), etc. to our Share Registrar, CDC Share Registrar Services Limited, CDC House, Main Shahrah-e-Faisal, Karachi immediately, to avoid any non-compliance of law or any inconvenience in future.

8. Unclaimed Dividends / Shares

Shareholder who by any reason could not claim their dividends/shares, if any, are advised to contact our Share Registrar, CDC Share Registrar Services Limited, CDC House, Main Shahrah-e-Faisal, Karachi.

In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends/shares remaining unclaimed for a period of three years or more, shall be deposited with the Federal Government/SECP.

9. Withholding tax on Dividend:

Withholding tax on dividend in compliance with Section 150 read with Division I of Part III of the First Schedule of the Income Tax Ordinance, 2001, will be deducted for 'filer' and 'non-filer' shareholders at 15% and 30% respectively. A 'filer' is a taxpayer whose name appears in the Active Taxpayers List (ATL) issued by the FBR from time to time and a 'non-filer' is a person other than a filer. To enable the Company to withhold tax at 15% for filers, all members are advised to ensure that their names appear in the latest available ATL on FBR's website, otherwise tax on their cash dividend will be deducted at 30% for non-filers. Withholding tax exemption from the dividend income shall only be allowed if a copy of valid tax exemption certificate is made available to the Share Registrar / Transfer Agent CDC Share Registrar Services Limited (CDCSR), of the Company by the first day of book closure.

According to the clarification from the FBR, withholding tax in case of joint accounts will be determined separately based on the 'Filer/ Non-Filer' status of the principal member as well as the status of the joint holder(s) based on their shareholding proportions. Members that hold shares with joint shareholders are requested to provide the shareholding proportions of the principal member and the joint holder(s) in respect of shares held by them to our Share Registrar / Transfer Agent, CDC Share Registrar Services Limited (CDCSR), CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74000 in writing. In case the required information is not provided to our Registrar it will be assumed that the shares are held in equal proportion by the principal member and the joint holder(s).

10. Zakat Declaration (CZ-50):

Zakat will be deducted from the dividends at source under the Zakat & Usher Laws and will be deposited within the prescribed period with the relevant authority. Please submit your Zakat declarations under the Zakat and Usher Ordinance, 1980 & Rule of the Zakat (Collection and Refund) Rules, 1981, in case you want to claim exemption, with your brokers or the Central Depository Company of Pakistan Limited (in case the shares are held in Book-Entry Form) or to Bank's Share Registrar and Transfer Agent (in case the shares are held in Physical Form) at above mentioned address.

Fast Cables Limited

POSTAL BALLOT PAPER

For voting through post for the Special Business at the Annual General Meeting to be held on Thursday, October 28, 2024, at 11:00 a.m. at Zubeida Hall, Lahore Chamber of Commerce Institute building (LCCI), Lahore
Phone: +92 111 000 343 ext. 3047 Website: www.fast-cables.com

Folio / CDC Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of Shares Held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation, or federal government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

Resolution for Agenda Item No. 6

To consider and if deemed fit, to pass the following resolution, as special resolution.

"RESOLVED THAT the Company is authorized to circulate the Annual Report (including Audited Accounts, Auditor's Report, Director's Report and Chairman's Review Report) to the members of the Company through QR enabled code and weblink, in accordance with section 223(6) of the Companies Act, 2017 read with SRO 389(1)/2023 dated 31st March 2023"

Resolution for Agenda Item No. 7 To consider and if deemed fit, to pass the following resolutions to be passed as special resolution(s), with or without any modification(s), addition(s) or deletion(s) in terms of Section 199 of the Companies Act, 2017:

"RESOLVED THAT consent of the shareholders of the Company be and is hereby accorded under Section 199 of the Act for investment in associated companies, as per following details, in the form of working capital loan from time to time renewed for a period of further one year with effect from 26th October 2024 after approval by the shareholders provided that the return on any outstanding amount of loan shall be 8IBOR plus 1% (which shall not be less than the average borrowing cost of the Company) and as per other terms and conditions of the agreement to be executed in writing and as disclosed to the members:

Sr. No.	Name of Associated Company	Amount of Loan
1.	Barqtron-Fast Pvt Limited	PKR 2 billion
2.	BES-FCL-MECONS Pvt Limited	PKR 2 billion

FURTHER RESOLVED that any Director/Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby singly empowered and authorized to undertake the decision of said investment as and when required by above associated companies and to take all steps and actions necessary, incidental and ancillary thereto including execution of any and all documents and agreements as may be required in this regard and to do all acts, matters, deeds and things including filing of documents as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolution."

A statement under Section 134(3) of the Companies Act, 2017 pertaining to the aforesaid special business is annexed to this notice circulated to the shareholders.

Instructions for Poll

- Please indicate your vote by ticking (✓) the relevant box.
- In case both the boxes are marked as (✓), your poll shall be treated as "Refrain".

(We hereby exercise my/our vote in respect of the above resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below:

Resolution	I/We assent to the Resolution (YES)	I/We dissent to the Resolution (NO)
Resolution for Agenda Item No. 6		
Resolution for Agenda Item No. 7		

- Duly filled ballot paper should be sent to the Chairman of Company, registered address is 192 Y Commercial Area Phase III DHA Lahore or by email investor.relations@fast-cables.com

- Copy of CNIC / Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the Chairman within business hours or before Sunday, October 27, 2024. Any postal ballot received after this date, will not be considered for voting.

- Signatures on Ballot Paper should match with signature on CNIC / Passport. (In case of foreigner)
- Incomplete, unreturned, incorrect, defaced, torn, mutilated, overvoted poll paper will be rejected.

- In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution / Power of Attorney / Authorization Letter etc., as accordance with Section(s) 158 or 159 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Central Government of Pakistan having jurisdiction over the member.

- Ballot Paper Form has also been placed on the website of the Company at www.fast-cables.com. Members may download the Ballot Paper from the website or use an original/photocopy published in newspapers.

Date: _____

Shareholder / Proxy holder Signature/Authorized Signatory
(In case of corporate entity, please affix company stamp)