



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the Shareholders of Data Agro Limited will be held on Monday October 28, 2024 at 11.30 A.M at its Registered Office at Suite 5, The Polo Residence, Opposite Allama Iqbal International Airport, adjacent Sector-A, Phase-8, DHA, Lahore to transact the following business:

1. To confirm the minutes of 31st Annual General Meeting held on November 27, 2023.
2. To receive, consider & adopt the Audited Accounts of the company for the year ended June 30, 2024 together with the Auditors' and Directors' Report thereon.
3. To appoint Auditors for next year & fix their remuneration. The present Auditors M/s Kreston Hyder Bhimji & Co., Chartered Accountants retire & being eligible for re-appointment, have offered themselves for re-appointment.
4. To elect in accordance with the provision of Section 159 of the Companies Act, 2017. The Directors have fixed the number of elected Directors at SEVEN. The names of the retiring Directors are as under:
 - i) Mr. Faaiz Rahim Khan
 - ii) Mr. Salim Husain
 - iii) Mr. Anwar Ul Haq
 - iv) Mr. Saad Rahim Khan
 - v) Mrs. Saman Ghazi Khan
 - vi) Mr. Shahzad Ullah Khan
 - vii) Mr. Tariq Mehmood Hassan Butt
5. In accordance with Section 223 of the Companies Act, 2017 and pursuant to S.R.O.389/(I)/2023 dated March 21, 2023 the Financial Statements of the Company have been uploaded on the website of the Company which can be downloaded from the following weblink enabled QR code:
<https://www.dataagrolimited.com/accounts/DAL-Annual-Report-2024.pdf>



6. To consider any other business with the permission of the Chair.

Lahore
October 06, 2024

BY ORDER OF THE BOARD
(Suhail Mehmood)
Company Secretary

PARTICIPATION IN ANNUAL GENERAL MEETING THROUGH VIDEO LINK:

Securities and Exchange Commission of Pakistan through its Circular No. 4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in general meeting through electronic means as a regular feature in addition to holding physical meetings.

Accordingly, the Company will be providing the facility to all shareholders to participate in the AGM through video link while ensuring compliance with the quorum requirements.

The shareholders intending to participate in the meeting via video link are hereby requested to share following information with the office of Company Secretary (address mentioned below) earliest but not later than 48 hours before the time of the AGM i.e. before 11:00 a.m. on October 26, 2024.



Required information:

Shareholder Name, CNIC Number, Folio/CDC Account No., Mobile Phone Number* and Email address*

*Shareholders are requested to provide active mobile number and email address to ensure timely communication.

Modes of Communication

The above mentioned information can be provided through following modes:

- a) Mobile/WhatsApp: 0321-4458932
- b) Email: sohailamt@yahoo.com

(Video link details and login credentials (ZOOM Application) will be shared with those shareholders who provide their intent to attend the meeting containing all the particulars as mentioned above on or before October 26, 2024 by 11:30 a.m.

Shareholders are also encouraged to provide their comments and queries on the agenda items of the AGM through above contact number/email address which will be appropriately addressed in the meeting.

NOTES:

1. The Share Transfer Book of the Company will remain closed for transaction from October 22, 2024 to October 28, 2024.
2. **For Attending Meeting**
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 CDC regulations, shall authenticate his identity by showing his original national identity card or original passport at the time of attending the meeting. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has provided earlier) at the time of the meeting.
3. **For Appointing Proxies:**
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 above requirement. Two persons whose names, addresses and NIC number shall be mentioned on the proxy form to witness the same. Attested copies of CNIC or the passport of the beneficial owner and the proxy shall be furnished with the proxy form. The proxy shall produce his original NIC or original passport at the time of the meeting. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the company.
4. Members are requested to notify change in their address, if any.
5. The Securities and Exchange Commission of Pakistan has issued a letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021 addressed to all listed companies drawing attention towards the provision of Section 72 of the Companies Act, 2017 (Act) which requires all companies to replace shares issued by them in physical form with shares to be issued in the Book-Entry-form within a period not exceeding four years from the date of the promulgation of the Act, in 2017. In order to ensure full compliance with the provisions of the aforesaid Section 72 and to benefit from the facility of holding shares in the Book-Entry - Form, the shareholders who still hold shares in physical form are requested to convert their shares in the Book-Entry -Form.

Shareholders who could not collect their previous dividend/physical shares are advised to contact the company to collect/enquire about their unclaimed dividend or shares, if any.

6. In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to



participate in the meeting through video conference at least 10 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility, a request is to be submitted to the Company Secretary of the Company on given address:

The Company Secretary, Data Agro Limited, Suite 5, The Polo Residence, opposite Allama Iqbal International Airport, adjacent Sector-A, Phase-8, DHA, Lahore.

7. Securities and Exchange Commission of Pakistan through its Circular No. 4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in general meeting through electronic means as a regular feature in addition to holding physical meetings. Accordingly, the Company will be providing the facility to all shareholders to participate in the AGM through video link while ensuring compliance with the quorum requirements.

The shareholders intending to participate in the meeting via video link are hereby requested to share following information with the office of Company Secretary (address mentioned below) earliest but not later than 48 hours before the time of the AGM i.e. before 11:30 a.m. on October 26, 2024.

Required information:

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Video link details and login credentials (ZOOM Application) will be shared with those shareholders who provide their intent to attend the meeting containing all the particulars as mentioned above on or before October 26, 2024 by 11:00 a.m.

Shareholders are also encouraged to provide their comments and queries on the agenda items of the AGM through above contact number/email address which will be appropriately addressed in the meeting.

8. **E-Voting**

Member of the Company will be allowed to exercise their right to vote through e-voting facility or voting by post in its forthcoming Annual General Meeting to be held on Monday, October 28, 2024 at 11:00 A.M. in accordance with the conditions mentioned in the aforesaid regulations. The Company shall provide its members with the following options for voting:

i. E-voting Procedure

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 within due course. The web address, login details, will be communicated to members via email. 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 25, 2024, 09:00 a.m. and shall close on October 27, 2024 at 5:00 p.m. Members can cast their votes any time in this period. Once the vote is cast by a member, he / she shall not be allowed to change it subsequently.



ii. Postal Ballot

For Voting through Postal Ballot Members may exercise their right to vote as per provisions of the Companies (Postal Ballot) Regulations, 2018. The members shall ensure that duly filled and signed ballot paper along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post on the Company's Registered Office at Suite 5, The Polo Residence, opposite Allama Iqbal International Airport, adjacent Sector-A, Phase-8, DHA, Lahore, or email at sohailamt@yahoo.com one day before the Annual General Meeting i.e. on October 27, 2024, during working hours. The signature on the ballot paper shall match with the signature on CNIC. Ballot paper for voting through post is attached herewith.

9. Annual financial statements of the Company for the year ended June 30, 2024 along with related reports have been placed at the website of the Company www.dataagro ltd Any shareholder can send request for printed copy of the Annual Report-2024 to the Company.

10. For Election of Directors:

Any member who seeks to contest the election of Directors shall, whether he/she is a retiring director or otherwise, file with the Company the following documents and information at its registered offices not later fourteen days before October 28, 2024:

Notice of his/her intension to offer himself for the election a Director term of Section 159(3) of the Companies Act, 2017, selecting any one category in which he/she intend to contest, in accordance with Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019.

The categories of Directors and number of Directors to be elected in each category are as follows:

Category	Number of Directors to be Elected
Female Director	1
Independent Directors	2
Other Director	4

- i. Contestant to act as Director as prescribed under Section 167 of the Companies Act, 2017.
- ii. His/her Folio No./CDC Investors Account No./CDC Sub-Account No., number of Shares held and contact details.
- iii. Profile including other Directorships/Offices held, if any, along with his/her address to be placed on the website of the Company.
- iv. An attested copy of Computerized National Identity Card (CNIC)/Passport (in case of foreigner) and Taxpayer Registration Certificate.
- v. A declaration that.
- He/She is not ineligible to become a director of the Company under the Companies Act, 2017 and/or other applicable laws/rules/regulations.
 - He/She is not serving as a director including as an alternate director of more than seven listed companies including this Company (when elected/appointed as director). Provided that this limit shall not include the directorships in the listed subsidiaries.
 - 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.
 - He/She has not been declared by a court of competent jurisdiction as defaulter in repayment of loan to a financial institution.
 - He/She is aware of the duties and powers of a director under the memorandum and article of association of the Company and applicable laws/rules/regulations, etc.



- vi. Person contesting as independent Director shall also submit:
- A declaration that he/she qualifies the criteria of independence under the listed Companies (Code of Corporate Governance) regulations, 2019 and Companies Act, 2017 and rules /regulation issued thereunder and that his/her name is listed on the data bank of independent directors maintained by an institute/organization duly notified by the Securities Exchange Commission of Pakistan.
 - An 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 along with relevant supporting information supporting the undertaking.
- vii. Any other document /information he/she thinks necessary and/or the Company may require.

The contesting candidates are requested to read the relevant provisions/requirements relating to the election of Directors under the Companies Act, 2017 and rules/regulations issued thereunder and ensure compliance with the same in letter and spirit.

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.

If the number of persons who offer themselves in a category is more than the number of Directors to be elected in such category then the Company shall provide its members the option of postal ballot (i.e voting by post or through electric mode) in accordance with the requirements of the Companies Act, 2017 and the Companies (Postal Ballot) regulations, 2018 and shall comply applicable requirements including appointment of scrutinizer & e-voting services provider. All relevant information/procedures shall be communicated to the members enabling them to vote by post or through electronic mode.

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- To confirm the minutes of 31st Annual General Meeting held on November 27, 2023.
- To receive, consider & adopt the Audited Accounts of the company for the year ended June 30, 2024 together with the Auditors' and Directors' Report thereon.
- To appoint Auditors for next year & fix their remuneration. The present Auditors M/s Kreston Hyder Bhimji & Co., Chartered Accountants retire & being eligible for re-appointment, have offered themselves for re-appointment.
- To elect in accordance with the provision of Section 159 of the Companies Act, 2017. The Directors have fixed the number of elected Directors at SEVEN. The names of the retiring Directors are as under:
 - Mr. Faazir Rahim Khan
 - Mr. Salim Husain
 - Mr. Anwar Ul Haq
 - Mr. Saad Rahim Khan
 - Mrs. Saman Ghazi Khan
 - Mr. Shahzad Ullah Khan
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- In accordance with Section 223 of the Companies Act, 2017 and pursuant to S.R.O.389/(I)/2023 dated March 21, 2023 the Financial Statements of the Company have been uploaded on the website of the Company which can be downloaded from the following weblink enabled QR code:
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- To consider any other business with the permission of the Chair.



BY ORDER OF THE BOARD
SUHAIL MEHMOOD
COMPANY SECRETARY

Lahore

October 06, 2024

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Required information:

Shareholder Name, CNIC Number, Folio/CDC Account No., Mobile Phone Number* and Email address*

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NOTES:

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 - For Attending Meeting**

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 CDC regulations, shall authenticate his identity by showing his original national identity card or original passport at the time of attending the meeting. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has provided earlier) at the time of the meeting.
 - For Appointing Proxies:**

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 above requirement. Two persons whose names, addresses and NIC number shall be mentioned on the proxy form to witness the same. Attested copies of CNIC or the passport of the beneficial owner and the proxy shall be furnished with the proxy form. The proxy shall produce his original NIC or original passport at the time of the meeting. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the company.
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 - An attested copy of Computerized National Identity Card (CNIC)/Passport (in case of foreigner) and Taxpayer Registration Certificate.
 - A declaration that:
 - He/She is not ineligible to become a director of the Company under the Companies Act, 2017 and/or other applicable laws/rules/regulations.
 - He/She is not serving as a director including as an alternate director of more than seven listed companies including this Company (when elected/appointed as director). Provided that this limit shall not include the directorships in the listed subsidiaries.
 - 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.
 - He/She has not been declared by a court of competent jurisdiction as defaulter in repayment of loan to a financial institution.
 - He/She is aware of the duties and powers of a director under the memorandum and article of association of the Company and applicable laws/rules/regulations, etc.
 - Person contesting as independent Director shall also submit:
 - A declaration that he/she qualifies the criteria of independence under the listed Companies (Code of Corporate Governance) regulations, 2019 and Companies Act, 2017 and rules /regulation issued thereunder and that his/her name is listed on the data bank of independent directors maintained by an institute/organization duly notified by the Securities Exchange Commission of Pakistan.
 - An 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 along with relevant supporting information supporting the undertaking.
 - Any other document /information he/she thinks necessary and/or the Company may require.
- The contesting candidates are requested to read the relevant provisions/requirements relating to the election of Directors under the Companies Act, 2017 and rules/regulations issued thereunder and ensure compliance with the same in letter and spirit.
- 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.
- If the number of persons who offer themselves in a category is more than the number of Directors to be elected in such category then the Company shall provide its members the option of postal ballot (i.e. voting by post or through electronic mode) in accordance with the requirements of the Companies Act, 2017 and the Companies (Postal Ballot) regulations, 2018 and shall comply applicable requirements including appointment of scrutinizer & e-voting services provider. All relevant information/procedures shall be communicated to the members enabling them to vote by post or through electronic mode.

