

## NOTICE OF THE ANNUAL GENERAL MEETING


Notice is hereby given that the 32<sup>nd</sup> Annual General Meeting of Calcorp Limited (the "Company") will be held on Monday, October 28, 2024 at 02:45 p.m. at the C-18, Block 4, Clifton, Karachi to transact the following business:

### ORDINARY BUSINESS

1. To confirm the minutes of the Extraordinary General Meeting of the Company.
2. To receive, consider and adopt the audited financial statements together with the Directors report, Auditors Report and Chairman Review Report of the company for the year ended June 30, 2024.
3. To appoint the auditors for the next financial year ending June 30, 2025 and fix their remuneration. The present Auditors, M/s. Baker Tilly Mehmood Idrees Qamar, Chartered Accountants, retire and being eligible, offer themselves for re-appointment.

To transact any other business, with the permission of the Chair.

By Order of the Board



Muhammad Zafar Iqbal  
Company Secretary

Karachi: October 7, 2024

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**Head office:**

D-131/A, Block 4, Clifton, Karachi

Tele: +92(21) 38771130

E-mail: cosec@calcorp.com.pk

Web: www.calcorp.com.pk

**Notes:**

Participation of shareholders through online facility participation in the Annual General Meeting

SECP through its guidelines, has directed the listed companies to also arrange the provision of Video Link Facility. Accordingly, in the best health interest of our valued shareholders and to ensure maximum participation, The Company will also arrange Video Link Facility for attending the AGM. The shareholders interested in attending the AGM through Video Link are requested to register their following particulars by sending an email at cosec@calcorp.com.pk or on whatsapp No. 03218282632

Folio/FD Registrar Account No.	Company Name	No. of shares held	Name	CNIC	Cell No	Email Address
	Calcorp Limited					

The video link and login credentials will be shared with the shareholders whose emails, containing all the requested particulars, are received at the above email address before the close of business hours.

Shareholders can also send their comments / suggestions on cosec@calcorp.com.pk for the agenda items proposed to be conducted at the AGM in the same manner as it is being discussed in the AGM, and the same shall be made part of the minutes of the meeting.

The purpose of the aforementioned arrangements is to ensure maximum participation of the shareholders in the AGM through an online facility. Shareholders are also requested to consolidate their attendance through proxies, so that the quorum requirement may also be fulfilled.

**Closure of Share Transfer Books**

The Share Transfer Books of the Company shall remain closed from October 21, 2024 to October 28, 2024 (both days inclusive). Transfers in the form of physical transfers / FDS Transaction IDs received in order at the Company's Share Registrar, Messrs. F.D. Registrar Services (Pvt) Ltd, 17th Floor, Saima Trade Tower A, I.I. Chundrigar Road, Karachi, by close of business hours on October 20, 2024 will be treated in time to attend and vote at the meeting and for the purpose of the above entitlement to the transferees.

**Participation in the Meeting**

Only those persons, whose names appear in the register of members of the Company as on October 20, 2024 are entitled to attend, participate in, and vote at the Annual General Meeting.

A member of the Company entitled to attend and vote at the Annual General Meeting may appoint another person as his / her proxy to attend and vote instead of him / her. Proxies in order to be effective must be received at the registered office of the Company not less than 48 hours before the time of the Meeting and must be duly stamped, signed and witnessed.

**Requirements for appointing Proxies**

In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Central Depository Company of Pakistan Limited Regulations, shall submit the proxy form as per the above requirement.

The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form. Attested copies of the valid CNICs or the passports of the beneficial owner(s) and the proxy shall be furnished with the proxy form.

The proxy shall produce his/her valid original CNIC or original passport at the time of the Annual General Meeting.

In case of a corporate entity, the Board of Directors' resolution/power of attorney, with specimen signature of the nominee, shall be submitted to the Company along with the proxy form unless the same has been provided earlier.

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**Circulation / Transmission of Annual Financial Statements in Electronic Form**

In compliance with the section 223(6) of Companies Act 2017, the Company has electronically transmitted the Annual Report 2024 through email to shareholders whose email addresses are available with the Company's Share Registrar. In those cases, where email addresses are not available with the Company's Share Registrar, printed notice of AGM have been dispatched. However, the Company would provide hard copies of the Annual Report to the Shareholders on their demand at their registered addresses, free of cost, within one week of such request. The annual financial statements have also been uploaded on the Company's website and are readily accessible to the shareholders.

**Conversion of Physical Shares into Book-Entry Form**

The SECP, through its letter No. CSD/ED/Misc/2016-639-640 dated March 26,2021, has advised all listed companies to adhere to the provisions of Section 72 of the Companies Act, 2017 (the "Act"), which requires all companies to replace shares issued in physical form to book-entry form within four years of the promulgation of the Act. Accordingly, all shareholders of the Company having physical folios / share certificates are requested to convert their physical shares in Book Entry Form at the earliest. For this purpose, shareholders may either open an Investor Account with Central Depository Company of Pakistan Limited or a CDC sub-account with any duly recognized brokerage firm. Shareholders may also contact Company's Share Registrar, Messrs. F.D. Registrar Services (Pvt) Ltd in case they need any further assistance or guidance in this regard.

**Change of Address**

Members are requested to immediately notify the Company's Share Registrar, Messrs. F.D. Registrar Services (Pvt) Ltd of any change in their registered address.

**Statutory Code of Conduct at AGM**

Section 215 of the Companies Act, 2017 and Regulation 28 of the Companies (General Provisions and Forms) Regulations 2018, state the Code of Conduct of Shareholders, as follows: Shareholders are not permitted to exert influence or approach the management directly for decisions which may lead to creation of hurdles in the smooth functioning of management. The law states that Shareholders shall not bring material that may cause threat to participants or premises where the AGM is being held, confine themselves to the agenda items covered in the notice of the AGM and shall not conduct themselves in a manner to disclose any political affiliation. Additionally, the Company is not permitted to distribute gifts in any form to its shareholders in its meetings as per Section 185 of Companies Act, 2017.

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