



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

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

Name	Khurram Muhammad Siddique
Department	Corporate Secretariat
Telephone	92(21) - 32592403
Fax	
Mobile	
E-mail	khurram.siddique@siemens.com
Internet	www.siemens.com.pk
Your letter of	
Our reference	CS/Ext/2024/344
Date	October 30, 2024

Notice of Extraordinary General Meeting in Compliance of Listing Regulation No. 5.6.9 (b) of Rulebook of the Exchange

Dear Sir,

In accordance with clause 5.6.9(b) of PSX Rulebook of the Exchange we are enclosing herewith a copy of the Notice of Extraordinary General Meeting of **Siemens (Pakistan) Engineering Co. Limited**, scheduled to be held on November 22, 2024, prior to its publication in the newspapers namely Business Recorder and Nawa-e-Waqt.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Yours Sincerely,
Siemens (Pakistan) Engineering Co. Limited

Khurram Muhammad Siddique
Company Secretary

Siemens (Pakistan) Engg. Co. Ltd.
Corporate Secretariat
Head: Khurram Muhammad Siddique

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

Office address:
Siemens (Pakistan) Engg. Co. Ltd.
B-72, Estate Avenue,
S.I.T.E., Karachi.
UAN: 92(21) 111-077-088

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 November 22, 2024, at 11:30 a.m. at PSX Auditorium, 3rd Floor Admin Block Pakistan Stock Karachi to transact the following business:

ORDINARY BUSINESS

- To confirm the minutes of the Annual General Meeting held on January 16, 2024.

SPECIAL BUSINESS

- To consider and if deemed fit to pass with or without modification the following resolutions as ordinary resolutions with respect to sale and transfer by the Company to Siemens Gamesa Renewable Energy (Private) Limited ("Buyer", which expression shall include its permitted affiliates and assigns) of the Company's Energy Business Segment on a going concern basis along-with its assets and relevant consenting employees.

A. **RESOLVED THAT** the approval of the shareholders of the Company be and is hereby accorded in terms of Section 183(3) of the Companies Act, 2017 for the sale and transfer by the Company to Siemens Gamesa Renewable Energy (Private) Limited ("Buyer", which expression shall include its permitted affiliates and assigns) of the Company's Energy Business Segment as a going concern along-with its assets (having net book value of Energy Business as at valuation date i.e. March 31, 2024 was approximately Rs. 17,612,525,346/-) and relevant consenting employees for the total aggregate monetary consideration of Rs. 17,819,155,253/- as may be adjusted (positively or negatively) in accordance with the terms and conditions of the Local Asset Transfer Agreement (hereinafter referred to as the "Transaction")

B. **FURTHER RESOLVED** that the Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company ("Authorised Representatives"), be and are hereby any two of them jointly authorized, to take all steps necessary, ancillary and incidental for the completion of the Transaction, including but not limited to obtaining all requisite regulatory approvals and preparing, executing and delivering any related document including, inter alia, Local Asset Transfer Agreement, any instruments, agreements, letters, applications, approvals, notices, certificates, acknowledgements, receipts, resolutions, authorizations, instructions, releases, waivers, appointments as may in the opinion and discretion of the Authorised Representatives be necessary, desirable or ancillary for the purpose of giving effect to the Transaction.

OTHER BUSINESS

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

The statement under section 134(3) of the Companies Act, 2017 in respect of abovementioned Special Business is annexed with the notice being dispatched to the members.

By order of the Board of Directors

Khurram Muhammad Siddique
Company Secretary

Karachi: November 01, 2024

Notes:**Share Transfer Book Closure:**

The Share Transfer Books of the Company shall remain closed from November 16, 2024 to November 22, 2024 (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, by the close of business (5:00 pm) on November 15, 2024, will be considered in time for the purpose of Extraordinary 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:

- 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.
- The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- The proxy shall produce his/her original CNIC or original passport at the time of meeting.
- 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 sfc@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 November 18, 2024.

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 11:15 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 sfc@thk.com.pk](mailto:sfc@thk.com.pk) on or before November 18, 2024.

Voting through Postal Ballot

Members may exercise their right to vote as per provision of the Companies (Postal Ballot) Regulations, 2018 and its amendments notified vide SRO 2192 (I)/2022 dated December 5, 2022 and 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.

Ballot paper for voting through post for the Special Business at the Extraordinary General Meeting to be held on November 22, 2024, at 11:30 a.m. at PSX Auditorium, 3rd Floor Admin Block Pakistan Stock Karachi. Website : www.siemens.com.pk

Folio / CDS Account Number	
Name of Shareholder / Joint Shareholders	
Name of Proxy Holder (if any)	
Registered Address of Shareholder	
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, and federal Government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

Instructions For Poll

- Please indicate your vote by ticking (✓) the relevant box.
 - In case if both the boxes are marked as (✓), your poll shall be treated as "Rejected".
- I/we hereby exercise my/our vote in respect of the following Ordinary Resolution through ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below;

Resolution	No. of Ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
A) RESOLVED THAT the approval of the shareholders of the Company be and is hereby accorded in terms of Section 183(3) of the Companies Act, 2017 for the sale and transfer by the Company to Siemens Gamesa Renewable Energy (Private) Limited ("Buyer", which expression shall include its permitted affiliates and assigns) of the Company's Energy Business Segment as a going concern along-with its assets (having net book value of Energy Business as at valuation date i.e. March 31, 2024 was approximately Rs. 17,612,525,346/-) and relevant consenting employees for the total aggregate monetary consideration of Rs. 17,819,155,253/- as may be adjusted (positively or negatively) in accordance with the terms and conditions of the Local Asset Transfer Agreement (hereinafter referred to as the "Transaction")			
B) FURTHER RESOLVED that the Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company ("Authorised Representatives"), be and are hereby any two of them jointly authorized, to take all steps necessary, ancillary and incidental for the completion of the Transaction, including but not limited to obtaining all requisite regulatory approvals and preparing, executing and delivering any related document including, inter alia, Local Asset Transfer Agreement, any instruments, agreements, letters, applications, approvals, notices, certificates, acknowledgements, receipts, resolutions, authorizations, instructions, releases, waivers, appointments as may in the opinion and discretion of the Authorised Representatives be necessary, desirable or ancillary for the purpose of giving effect to the Transaction.			

NOTES:

- Dully filled ballot paper with the subject "Postal Ballot" should be sent to the Chairman of the meeting via email at eogm_chairman.pk@siemens.com through post to Syed Muhammad Daniyal at the registered address of the Company i.e. Siemens (Pakistan) Engineering Co. Limited, B-72, Estate Avenue, S.I.T.E., Karachi.
- 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 by or before November 21, 2024. Any postal ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written 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., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.
- Ballot Paper form has also been placed on the website of the Company at: <https://www.siemens.com.pk/en/investorrelations/investor-information.html> and members may download the ballot paper from the website or use an original/photocopy published in newspapers.

Shareholders / Proxy holders Signature/Authorized Signatory

(In case of corporate entity, please affix company stamp)
Place: _____
Date: _____

Miscellaneous: This notice has been sent to all Members of the Company in accordance with Section 134(1)(a) of the Companies Act, 2017. 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. 129) E-Mail : sfc@thk.com.pk
Contact Person : Mr. Muhammad Yahya