

IMAGE PAKISTAN LTD.

Notice of Extra Ordinary General Meeting

NOTICE is hereby given that an Extra Ordinary General Meeting of IMAGE PAKISTAN LTD., will be held on Tuesday, 24th December, 2024 at 9.00 am at F/538, S.I.T.E., Karachi to transact the following business:

1. Recitation from the HOLY QURAN.
2. To elect 7 Directors of the Company for a period of three years. The number of Directors to be elected is fixed by the Board of Directors in accordance with the provisions of Section 159(1) of the Companies Act, 2017.
The following retiring directors are eligible for re-election:
 1. Mr. Asad Ahmad
 2. Ms. Farnaz Ahmad
 3. Ms. Uzma Ahmad
 4. Ms. Mariam Ahmad
 5. Mr. Jawed Ahmed Siddiqui
 6. Mr. Syed Hussam Ashraf Sabzwari
 7. Mr. Mohammad Ziyad Akhtar Syed
3. To transact any other business with the permission of the Chair.

By and on behalf of the Board
Company Secretary

Dated: 3rd December, 2024

Place: Karachi.

NOTES:

1. The Share Transfer Books of the Company will remain closed from 18th December, 2024 to 24th December, 2024 (both days inclusive).
2. The EOGM proceeding can also be attended via video conference facility. Shareholders interested to participate in the meeting are requested to email their Name, Folio Number, Cell Number, CNIC Number, and Number of shares held in their name with subject "Registration for Image Pakistan Limited EOGM" along with valid copy of both sides of CNIC at info@image.net.pk. Video link and login credentials will be shared with only those members whose emails (containing all the required particulars), are received at least 48 hours before the time of EOGM. Shareholders can also provide their comments and questions for the agenda items of the EOGM at the email.
3. A member entitled to attend an Extra Ordinary General Meeting is entitled to appoint a proxy and vote in his place at the meeting. Proxies in order to be effective must be received at the registered office of the Company at F/538, S.I.T.E., Karachi, duly stamped, signed and witnessed not later than 48 hours before the meeting.
4. CDC Shareholders or their Proxies are required to bring with them their Original Computerized National Identity Card (CNIC) or Passport alongwith the Participant's I.D. number and their account number at the time of attending an Extra Ordinary General Meeting in order to authenticate their identity.
5. Proxies form must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, addresses and CNIC number must be mentioned on the form, alongwith attested copies of the CNIC or passport of the beneficial owner and the party.
6. In case of corporate entity, the Board of Directors' resolution/power of attorney with the specimen signature of the proxy holder shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.
7. Members are requested to notify any change in their addresses immediately to our Shares Registrar M/s. Hameed Majeed Associates (Pvt) Ltd., 4th Floor, Karachi Chamber, Hasrat Mohani Road, Karachi.
8. Election of Directors:
Any member, who seeks to contest the election of Directors, whether he/she is retiring Director or otherwise, shall file with the Company at its Registered Office, F/538, S.I.T.E., Karachi not later than fourteen (14) days before the meeting, the following documents:
 - Notice of his/her intention to offer himself/herself for election of Directors in terms of Section 159(3) of the Companies Act, 2017 in the following categories as per new amendments through SECP's SRO dated July 07, 2023, in Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019:
 - Female Director
 - Independent Director
 - Other Director
 - His / her Folio No. / CDC Investor Account No. / CDC Participation ID No. / Sub-Account No.
 - Consent to act as a Director in Form-28 under Section 167 of the Companies Act, 2017.
 - A detailed profile along with correspondence address and contact information for placement on Company's website as required under SECP's SRO 1196(I)/2019 dated October 3, 2019.
 - The members who intend to contest election as Independent Directors shall submit a declaration under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019 that he / she qualifies the criteria of eligibility and independence notified under Section 166 of the Companies Act, 2017 and Regulations issued thereunder and that their names are listed on the data bank referred in Section 166(1) of the Companies Act, 2017.
 - Detail of other Directorship(s) and office(s) held.
 - Attested copy of valid CNIC / Passport and National Tax Number (NTN).
 - A declaration confirming that:
 - a. He/ she is aware of duties and powers of Directors under the relevant laws, Memorandum & Articles of Association of the Company, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the listing regulations of Pakistan Stock Exchange Limited;
 - b. He / she is not serving as a Director in more than Seven (7) listed companies including this Company; and
 - c. He/ she is not ineligible to become a Director of a listed company under Section 153 of the Companies Act, 2017 and any other applicable laws and regulations.
9. The final list of contesting directors will be circulated not later than Seven (7) days before the date of the EOGM in terms of Section 159(4) of the Companies Act, 2017. Further, the website of the Company will also be updated with the required information.