

Dated: December 20, 2024

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

Dear Sir:

Notice of Extraordinary General Meeting of Treet Corporation Limited

Please find attached herewith the notice of Extraordinary General Meeting of Treet Corporation Limited to be held on Friday, January 10, 2025 at 11.00 A.M, at Ali Auditorium, Shahrah-e-Roomi, Main Ferozpur road Lahore the detail of which is envisaged in the attached Notice of EOGM.

The share transfer books of the Company will remain closed from January 4, 2025 to January 10, 2025 (both days inclusive).

You are requested to kindly share the same amongst the TRE certificate holders of the Exchange.

Yours truly,
for Treet Corporation Limited



Zunaira Dar
Group Chief Legal Officer & Company Secretary



NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an extra-ordinary general meeting (“**EOGM**”) of shareholders of Treet Corporation Limited (“**Company**”) shall be held on January 10, 2025 at 11:00 A.M. at Ali Auditorium, Shahrah-e-Roomi, Main Ferozpur road Lahore, to transact the following business: -

ORDINARY BUSINESS:

1. To confirm the minutes of the Annual General Meeting of the Company held on October 28, 2024.

SPECIAL BUSINESS:

2. To consider and if thought fit, pass the following Special Resolutions under Section 183(3) read with Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) and/or deletion(s):

RESOLVED THAT, approval of the shareholders of the Company be and is hereby accorded, in accordance with Section 199 of the Companies Act, 2017 (the "Act"), read along with Section 183(3) of the Act, to disinvest up to 231,639,658 (Two Hundred and Thirty-One Million Six Hundred and Thirty-Nine Thousand and Six Hundred and Fifty-Eight) ordinary shares of Treet Battery Limited (TBL), being a subsidiary of the Company, by way of sale of shares of TBL, in open market (through Pakistan Stock exchange) at the share price of TBL shares as on the date of sale and/or through a negotiated deal mechanism, at a price that may be deemed appropriate by the management of the Company, either in one lot or multiple lots as deemed fit by the management;

FURTHER RESOLVED THAT, the said resolution shall be valid for one year starting from the date of approval by the shareholders, and that the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally empowered and authorized to undertake the decision of the said divestment as and when required and to take all steps and actions necessary, incidental and ancillary 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 as may be necessary or expedient for the purpose of implementing the aforesaid resolution.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolutions(s).

3. To consider and if thought fit, pass the following Special Resolutions under Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) and/or deletion(s):

RESOLVED THAT, approval of shareholders be and is hereby accorded in accordance with Section 199 of the Companies Act, 2017 (the "Act"), to convert the loan along with accrued interest thereon extended by the Company to Treet Battery Limited (“TBL”) pursuant to the loan agreement dated November 28, 2022 executed between the Company and TBL, amounting to PKR 2,003,166,300/- (Pakistani Rupees Two Billion Three Million One Hundred and Sixty-Six Thousand Three Hundred) consisting of a principal loan amount of

PKR 1,276,390,372 (Pakistani Rupees One Billion and Two Hundred and Seventy-Six Million Three Hundred and Ninety Thousand Three Hundred and Seventy-Two) and accrued interest thereon of PKR 726,775,928 (Pakistani Rupees Seven Hundred and Twenty-Six Million and Seven Hundred and Seventy-Five Thousand and Nine Hundred and Twenty-Eight) into ordinary shares of TBL, through issuance and allotment of 200,316,630 (Two Hundred Million and Three Hundred and Sixteen Thousand and Six Hundred and Thirty) ordinary shares of TBL to the Company at the rate of PKR 10/- (Pakistani Rupees Ten) per share, i.e. at par value.

FURTHER RESOLVED THAT the Chief Executive Office, Chief Financial Officer and the Company Secretary, be and are hereby authorized, singly, to negotiate, finalize, and execute any and all agreements, documents, and instruments necessary or appropriate to effectuate the conversion of the loan and other amounts into ordinary shares of TBL.

FURTHER RESOLVED THAT the Chief Executive Office, Chief Financial Officer and the Company Secretary be and are hereby authorized, singly, to perform all acts and deeds necessary to implement and give effect to above resolutions including, but not limited to, signing and executing any documents or agreements required for the conversion, submitting necessary filings, applications etc. with regulatory authorities, and taking all other steps, actions, deeds etc. as may be required.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolutions(s).

4. To consider any other business with the permission of the Chairman.

A statement of material facts prescribed under Section 134(3) of the Companies Act, 2017 pertaining to the special business to be transacted at the EOGM is appended along with this notice of meeting.

By Order of the Board



(Zunaira Dar)

Group Chief Legal Officer & Company Secretary

Date: December 20, 2024

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out material facts pertaining to the “Special Business” to be transacted at the Extra-Ordinary General Meeting of the Shareholders of Treet Corporation Limited (“**Company**”) to be held on January 10, 2025 at 11:00 A.M. at Ali Auditorium, Shahrah-e-Roomi, main Ferozpur road Lahore, The approval of the Shareholders of the Company, shall be sought for:

Agenda Item No. 2: Divestment of Equity in Subsidiary Company i.e. Treet Battery Limited:

Information Required pursuant to S.R.O. 423 (I)/2018 dated April 3, 2018 of the Securities and Exchange Commission of Pakistan		
Sr. No.	Subject	Description
1.	Description / Name of the Asset	Divestment of up to 231,639,658 ordinary shares of Treet Battery Limited, owned by the Company
2.	Acquisition date of the asset	June 9, 2023
3.	Cost	The subject shares of Treet Battery Limited (“ TBL ”) were allotted to the Company pursuant to scheme of arrangement approved by the Honorable Lahore High Court through its Order dated January 10, 2023.
4.	Revalued amount and date of revaluation (if applicable)	Not Applicable
5.	Book value	Rs. 2,164,440,964
6.	Approximate current market price / fair value	PKR 18.17
7.	In case of sale, if the expected sale price is lower than book value or fair value, then the reason thereof	Not applicable
8.	In case of lease of assets, tenure, lease rentals, increment rate; mode/basis of determination of lease rentals; and other important terms and conditions of the lease	Not applicable
9.	Additional information in case of disposal of land:	
	a. Location	Not applicable
	b. Nature of land (e.g. commercial, agriculture, etc); and	Not applicable
	c. Area proposed to be sold	Not applicable
10.	The proposed manner of disposal of the said assets.	The divestment of shares is proposed to be either through sale of shares in open market (through Pakistan Stock exchange) at the share price of TBL shares as on the date of sale and/or through a negotiated deal mechanism, at a price that may be deemed appropriate by the management of the Company, either in one lot or multiple lots as deemed fit by the management

11.	In case the company has identified a buyer, who is a related party the fact shall be disclosed in the statement of material facts.	Nil
12.	Purpose of the sale, lease or disposal of asset along with following details	
	a. Utilization of the proceeds received from the transaction	The proceeds from sale of shares of TBL by the Company shall be utilized for retirement of TCL debt which shall reduce financial costs, improve net profitability and ultimately maximize shareholder value
	b. Effect on operational capacity of the company, if any; and	Not Applicable
	c. Quantitative and qualitative benefits accrued to the members.	Reduce in financial costs, improvement of net profitability and ultimately maximization shareholder value
Information required pursuant to Regulation 3(1)(a) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017		
A. Disclosures for all types of investments		
1.	Name of associated company	Treet Battery Limited
2.	Basis of relationship	Associated Company/Subsidiary
3.	Earnings per share for the last three years	2024: Rs. - 0.32
4.	Break-up value per share, based on latest audited financial statements	June 30, 2024: Rs. 2.53 per share
5.	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	June 30, 2024: Non-current Assets: Rs. 9,079,652,000 /- Current Assets: Rs. 3,731,194,000 /- Non-Current Liabilities: Rs. 552,938,000 /- Current Liabilities: Rs. 10,022,288,000 /- Loss: Rs. - 285,994,000 /-
6.	In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:	Not applicable

	<p>1. description of the project and its history since conceptualization;</p> <p>2. starting date and expected date of completion of work;</p> <p>3. Time by which such project shall become commercially operational;</p> <p>4. Expected time by which the project shall start paying return on investment; and</p> <p>5. Funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts</p>	
<p>B. General disclosures</p>		
1.	Maximum amount of investment (divestment) to be made	Shareholders' approval is required to disinvest up to 231,639,658 (Two Hundred and Thirty-One Million Six Hundred and Thirty-Nine Thousand and Six Hundred and Fifty-Eight) ordinary shares of Treet Battery Limited owned by the Company.
2.	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	Not applicable
3.	<p>Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds:</p> <p>1. Justification for investment through borrowings;</p> <p>2. Detail of collateral, guarantees provided and assets pledged for obtaining such funds; and</p> <p>3. Cost benefit analysis;</p>	Not applicable
4.	Salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment	Not applicable
5.	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or	<p>The following Directors of the Company are shareholders of Treet Battery Limited:</p> <p>1. Mr. Syed Shahid Ali; and</p> <p>2. Mr. Syed Sheharyar Ali.</p>

	associated undertaking or the transaction under consideration	The following Directors of the Company Following are the Common Directors in both Companies: <ol style="list-style-type: none"> 1. Mr. Syed Shahid Ali; 2. Mr. Syed Sheharyar Ali; 3. Mr. Imran Azim; 4. Mr. Haroon Latif Khan; and 5. Mr. Ahmad Shahid Hussain.
6.	In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete Information/justification for any impairment or write offs	Treet Battery Limited (TBL) is a subsidiary of Treet Corporation Limited. As of the current financial reporting period, investments are recorded at cost with no recognized impairment losses.
7.	Any other important details necessary for the members to understand the transaction	The funds will be utilized for retirement of TCL debt which will reduce the financial cost, improve net profitability and ultimately maximize shareholder's wealth.
In case of equity investment		
1.	Maximum price at which securities will be acquired	Not applicable
2.	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not applicable
3.	Maximum number of securities to be acquired (divested)	Shareholders' approval is required to disinvest up to 231,639,658 (Two Hundred and Thirty-One Million Six Hundred and Thirty-Nine Thousand and Six Hundred and Fifty-Eight) ordinary shares of Treet Battery Limited owned by the Company.
4.	Number of securities and percentage thereof held before and after the proposed investment (divestment)	Numbers of shares of Treet Battery Limited owned by the Company before the proposed disinvestment is 756,660,454 ordinary shares equivalent to approximately 85.75% of the existing paid-up share capital of Treet Battery Limited. Numbers of shares of Treet Battery Limited owned by the Company after the proposed disinvestment shall be up to 525,020,796 ordinary shares equivalent to approximately 59.5% of the existing paid-up share capital of Treet Battery Limited.
5.	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities	Not applicable
6.	Fair value determined in terms of sub-regulation (1) of regulation 5	Not applicable

	of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for investments in unlisted securities	
In case of investments in the form of loans, advances or guarantees:		
1	Category-wise amount of investment;	Not applicable
2	Average borrowing cost of the investing company or in case of absence of borrowing the KIBOR (Karachi Inter Bank Offered Rate) for the relevant period	KIBOR + 1.15%. Note that this will not be applicable upon the conversion of the outstanding amount into shares of TBL.
3	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company;	KIBOR + 1.5%. Note that this will not be applicable upon the conversion of the outstanding amount into shares of TBL.
4	Particulars of collateral or security to be obtained in relation to the proposed investment;	Not Applicable
5	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable;	This transaction involves the conversion of loan including Principal-accrued and compound interest thereon, extended by the Company to Treet Battery Limited ("TBL") pursuant to loan agreement dated November 28, 2022 executed between TBL and the Company, amounting to PKR 2,003,166,300 (Pakistani Rupees Two Billion and Three Million One Hundred and Sixty-Six Thousand Three Hundred) consisting of a principal loan amount of PKR 1,276,390,372 (Pakistani Rupees One Billion and Two Hundred and Seventy-Six Million Three Hundred and Ninety Thousand Three Hundred and Seventy-Two) and accrued and compounded interest thereon of PKR 726,775,928 (Pakistani Rupees Seven Hundred and Twenty-Six Million and Seven Hundred and Seventy-Five Thousand and Nine Hundred and Twenty-Eight) into ordinary shares of TBL through issuance and allotment of 200,316,630 (Two Hundred Million and Three Hundred and Sixteen Thousand and Six Hundred and Thirty) ordinary shares of TBL at the rate of PKR 10/- (Pakistani Rupees Ten) per share, i.e. at par value.
6	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking;	No longer applicable, as the loan extended by the Company to Treet Battery Limited ("TBL") pursuant to loan agreement dated November 28, 2022 executed between TBL and the Company, amounting to PKR 2,003,166,300 (Pakistani Rupees Two Billion and Three Million One Hundred and Sixty-Six Thousand Three Hundred) consisting of a principal loan amount of PKR 1,276,390,372 (Pakistani Rupees One Billion and Two Hundred and Seventy-Six Million Three Hundred and Ninety Thousand Three Hundred and Seventy-Two) and accrued and compounded interest thereon of PKR 726,775,928 (Pakistani Rupees Seven Hundred and Twenty-Six Million and Seven Hundred and

		Seventy-Five Thousand and Nine Hundred and Twenty-Eight) is being converted into equity (ordinary shares of TBL).
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CLOSURE OF SHARE TRANSFER BOOKS

The share transfer books of the Company will remain closed from January 4, 2025 to January 10, 2025 (both days inclusive) for the purpose of attending the extra ordinary general meeting. Transfers received in order at the office of our share registrar M/s Corplink (Private) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore at the close of business on January 3, 2025 will be treated in time for attending the extra ordinary general meeting.

Notes:

1. Participation in the extra ordinary general meeting

- a. Physical participation in the meeting: All members entitled to attend and vote at this Meeting may appoint another person as his/her proxy to attend and vote for 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 holding the meeting. CDC Account Holders will further have to follow the guidelines as laid down in circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan. Proxy form is available at the Company's website i.e. <https://treetcorp.com/regulatory-information/>
- b. Online participation in the meeting: In the light of relevant guidelines issued by the Securities and Exchange Commission of Pakistan (SECP) from time to time, including vide letter No. SMD/SE/2/(20)/2021/117 date December 15, 2021, members are encouraged to participate in the extra ordinary general Meeting through electronic facility organized by the Company.

In order to attend the Meeting through electronic means the members are hereby requested to get themselves registered by sending their particulars at the designated email address corporate@treetcorp.com, giving particulars as per below table not later than 48 hours before the commencement of the meeting, by providing the following details:

Name of shareholder / proxy holder	CNIC No. / NTN No.	Folio No. / CDC Account No.	*Mobile No.	*Email address

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

The login facility will be opened thirty minutes before the meeting time to enable the participants to join the meeting after identification process. Registered members / proxies will be able to login and participate in the Meeting proceedings through their devices after completing all the formalities required for the identification and verification of the shareholders.

2. For attending the meeting

- a. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration detail is uploaded as per the Regulations, shall authenticate their identity by showing his/her original National Identity Card (“CNIC”) or original passport at the time of attending the meeting.
- b. In case of corporate entity, Board of Directors’ resolution/power of attorney with specimen signature of the nominee shall be produced (unless provided earlier) at the time of the meeting.

3. For appointing proxies

- a. In case of individuals, the account holder or sub-account holder is and/or the person whose securities are in group account and their registration detail is uploaded as per the CDC Regulations, shall submit the proxy form as per the above requirement.
- b. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- c. Attested copies of the CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- d. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- e. In case of corporate entities, board of directors’ resolution/power of attorney with specimen signature of the nominee shall be submitted (unless provided earlier) along with the proxy form to the Company.
- f. The Form of Proxy is enclosed herewith.

4. Intimation of change in Shareholders Addresses & Other Particulars

Members holding shares in physical form are requested to promptly notify Shares Registrar of the Company of any change in their addresses or any other particulars. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service. Further, to comply with requirements of section 119 of the Companies Act, 2017, all CDC and non-CDC shareholders are requested to have their email address and cell phone numbers incorporated / updated in their physical folio or CDC account.

5. Conversion of Physical Share into Book Entry Form:

As per Section 72(2) of the Companies Act, 2017, every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by SECP, within a period not exceeding four (4) years from the commencement of the Act, i.e., May 30, 2017. Those Shareholders having physical shareholding are encouraged to open a CDC Sub - Account with any Broker or Investor Account directly with CDC to place their physical shares into scrip less form. This will facilitate them in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.

6. E Voting & Postal Ballot

Members of the Company will be allowed to exercise their right to vote through e-voting facility or voting by post in its forthcoming extra ordinary general meeting to be held on Friday, January 10, 2025 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
 - a. 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.
 - b. The web address, login details, will be communicated to members via email.
 - c. Identity of the members intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
 - d. E-Voting lines will start from January 7, 2025, 09:00 a.m. and shall close on January 9, 2025 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. Further details in this regard will be communicated to the shareholders within legal time frame as stipulated under these said Regulations, if required.

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 72-B, Quaid-e-Azam Industrial Estate, Lahore, or email at corporate@treetcorp.com one day before the extra ordinary general meeting i.e. on January 9, 2025, 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.

7. Consent for Video Link Facility

In terms of SECP's Circular No. 10 of 2014 dated May 21, 2014 read with the provisions contained under section 134(1)(b) of the Act, if the Company receives request / demand from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city. Members are requested to timely notify any change in their addresses.

In this regard, please fill the following form and submit to the Company at its registered address 10 days before holding of the AGM. After receiving the request / demand of members having 10% or more shareholding in aggregate, the Company will intimate members regarding venue of video conference facility at least five (5) days before the date of AGM along with complete information necessary to enable them to access such facility.

REQUEST FOR VIDEO CONFERENCE FACILITY

I / We / Messrs. _____ of _____ being Member(s) of Treet Corporation Limited, holder of _____ ordinary share(s) as per Folio # _____ and / or CDC Participant ID & Sub- Account No. _____, hereby, opt for video conference facility at _____ city. _____.

8. Placement of extra ordinary general meeting Notice on the Website

The notice of the Meeting along with Proxy form and Ballot paper has been placed on the Company's website www.treetcorp.com

Treet Corporation Limited
BALLOT PAPER FOR VOTING THROUGH POST

For poll at the Extra-Ordinary General Meeting of Treet Corporation Limited to be held on Friday, January 10, 2025 at Ali Auditorium,Shahrah-e-Roomi, Main Ferozpur Road, Lahore

Designated email address of the Chairman at which the duly filled in ballot paper may be sent:
corporate@treetcorp.com

Name of shareholder/joint shareholders	
Registered Address	
Folio No. / CDC Participant / Investor ID with sub-account No	
Number of shares held	
CNIC, NICOP/Passport No. (in case of foreigner) (Copy to be attached)	
<u>Additional Information and enclosures</u> (In case of representative of body corporate, corporation and Federal Government.)	
Name of Authorized Signatory:	
CNIC, NICOP/Passport No. (In case of foreigner) of Authorized Signatory - (Copy to be attached)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (v) mark in the appropriate box below (delete as appropriate):

Special Resolutions
<p>2. Approval of Divestment of Shares of Treet Battery Limited:</p> <p>RESOLVED THAT, approval of the shareholders of the Company be and is hereby accorded, in accordance with Section 199 of the Companies Act, 2017 (the "Act"), read along with Section 183(3) of the Act, to disinvest up to 231,639,658 (Two Hundred and Thirty-One Million Six Hundred and Thirty-Nine Thousand and Six Hundred and Fifty-Eight) ordinary shares of Treet Battery Limited (TBL), being a subsidiary of the Company, by way of sale of shares of TBL, in open market (through Pakistan Stock exchange) at the share price of TBL shares as on the date of sale and/or through a negotiated deal mechanism, at a price that may be deemed appropriate by the management of the Company, either in one lot or multiple lots as deemed fit by the management;</p> <p>FURTHER RESOLVED THAT, the said resolution shall be valid for one year starting from the date of approval by the shareholders, and that the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally empowered and authorized to undertake the decision of the said divestment as and when required and to take all steps and actions necessary, incidental and ancillary 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 as may be necessary or expedient for the purpose of implementing the aforesaid resolution.</p> <p>RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities</p>

and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolutions(s).

3. Approval of conversion of loan extended by the Company to Treet Battery Limited into Shares of Treet Battery Limited:

RESOLVED THAT, approval of shareholders be and is hereby accorded in accordance with Section 199 of the Companies Act, 2017 (the “Act”), to convert the loan along with accrued interest thereon extended by the Company to Treet Battery Limited (“TBL”) pursuant to the loan agreement dated November 28, 2022 executed between the Company and TBL, amounting to PKR 2,003,166,300/- (Pakistani Rupees Two Billion Three Million One Hundred and Sixty-Six Thousand Three Hundred) consisting of a principal loan amount of PKR 1,276,390,372 (Pakistani Rupees One Billion and Two Hundred and Seventy-Six Million Three Hundred and Ninety Thousand Three Hundred and Seventy-Two) and accrued interest thereon of PKR 726,775,928 (Pakistani Rupees Seven Hundred and Twenty-Six Million and Seven Hundred and Seventy-Five Thousand and Nine Hundred and Twenty-Eight) into ordinary shares of TBL, through issuance and allotment of 200,316,630 (Two Hundred Million and Three Hundred and Sixteen Thousand and Six Hundred and Thirty) ordinary shares of TBL to the Company at the rate of PKR 10/- (Pakistani Rupees Ten) per share, i.e. at par value.

FURTHER RESOLVED THAT the Chief Executive Office, Chief Financial Officer and the Company Secretary, be and are hereby authorized, singly, to negotiate, finalize, and execute any and all agreements, documents, and instruments necessary or appropriate to effectuate the conversion of the loan and other amounts into ordinary shares of TBL.

FURTHER RESOLVED THAT the Chief Executive Office, Chief Financial Officer and the Company Secretary be and are hereby authorized, singly, to perform all acts and deeds necessary to implement and give effect to above resolutions including, but not limited to, signing and executing any documents or agreements required for the conversion, submitting necessary filings, applications etc. with regulatory authorities, and taking all other steps, actions, deeds etc. as may be required.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolutions(s).

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1	Special Resolution as per Agenda # 2 (as given above)			
2	Special Resolution as per Agenda # 3 (as given above)			

 Signature of shareholder(s)
 Place: _____
 Date: _____

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

1. Duly filled postal ballot should be sent to the Chairman, if sent via courier to 72-B, Industrial Area, Kot Lakhpat, Lahore, and if sent via email to corporate@treetcorp.com .
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach the Chairman of the meeting on or before January 9, 2025, during working hours. Any postal ballot received after this date will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated or over written ballot paper will be rejected.
6. Ballot Paper has also been placed at the website of the Company www.treetcorp.com Members may download the ballot paper from the website or use original/photocopy published in newspapers.



TREET CORPORATION LIMITED

Registered Office: 72-B, Industrial Area Kot Lakhpat, Lahore-54770

Notice of Extraordinary General Meeting

Notice is hereby given that an extra-ordinary general meeting ("EOGM") of shareholders of Treet Corporation Limited ("Company") shall be held on January 10, 2025 at 11:00 A.M. at Ali Auditorium, Shahrah-e-Roomi, Main Ferozpur road Lahore, to transact the following business:-

ORDINARY BUSINESS:-

- To confirm the minutes of the Annual General Meeting of the Company held on October 28, 2024.

SPECIAL BUSINESS:-

- To consider and if thought fit, pass the following Special Resolutions under Section 183(3) read with Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) and/or deletion(s):

RESOLVED THAT, approval of the shareholders of the Company be and is hereby accorded, in accordance with Section 199 of the Companies Act, 2017 (the "Act"), read along with Section 183(3) of the Act, to disinvest up to 231,639,658 (Two Hundred and Thirty-One Million Six Hundred and Thirty-Nine Thousand and Six Hundred and Fifty-Eight) ordinary shares of Treet Battery Limited (TBL), being a subsidiary of the Company, by way of sale of shares of TBL, in open market (through Pakistan Stock exchange) at the share price of TBL shares as on the date of sale and/or through a negotiated deal mechanism, at a price that may be deemed appropriate by the management of the Company, either in one lot or multiple lots as deemed fit by the management;

FURTHER RESOLVED THAT, the said resolution shall be valid for one year starting from the date of approval by the shareholders, and that the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally empowered and authorized to undertake the decision of the said divestment as and when required and to take all steps and actions necessary, incidental and ancillary 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 as may be necessary or expedient for the purpose of implementing the aforesaid resolution.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolution(s).

- To consider and if thought fit, pass the following Special Resolutions under Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) and/or deletion(s):

RESOLVED THAT, approval of shareholders be and is hereby accorded in accordance with Section 199 of the Companies Act, 2017 (the "Act"), to convert the loan along with accrued interest thereon extended by the Company to Treet Battery Limited ("TBL") pursuant to the loan agreement dated November 28, 2022 executed between the Company and TBL, amounting to PKR 2,003,166,300/- (Pakistani Rupees Two Billion Three Million One Hundred and Sixty-Six Thousand Three Hundred) consisting of a principal loan amount of PKR 1,276,390,372 (Pakistani Rupees One Billion and Two Hundred and Seventy-Six Million Three Hundred and Ninety Thousand Three Hundred and Seventy-Two) and accrued interest thereon of PKR 726,775,928 (Pakistani Rupees Seven Hundred and Twenty-Six Million and Seven Hundred and Seventy-Five Thousand and Nine Hundred and Twenty-Eight) into ordinary shares of TBL, through issuance and allotment of 200,316,630 (Two Hundred Million and Three Hundred and Sixteen Thousand and Six Hundred and Thirty) ordinary shares of TBL to the Company at the rate of PKR 10/- (Pakistani Rupees Ten) per share, i.e. at par value.

FURTHER RESOLVED THAT, the Chief Executive Officer, Chief Financial Officer and the Company Secretary, be and are hereby authorized, singly, to negotiate, finalize, and execute any and all agreements, documents, and instruments necessary or appropriate to effectuate the conversion of the loan and other amounts into ordinary shares of TBL.

FURTHER RESOLVED THAT, the Chief Executive Officer, Chief Financial Officer and the Company Secretary be and are hereby authorized, singly, to perform all acts and deeds necessary to implement and give effect to above resolutions including, but not limited to, signing and executing any documents or agreements required for the conversion, submitting necessary filings, applications etc. with regulatory authorities, and taking all other steps, actions, deeds etc. as may be required.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolution(s).

- To consider any other business with the permission of the Chairman.

A statement of material facts prescribed under Section 134(3) of the Companies Act, 2017 pertaining to the special business to be transacted at the EOGM shall be provided to the shareholders along with this notice of meeting.

By Order of the Board
(Zunaira Dar)
Group Head of Legal & Company Secretary

Date: December 20, 2024

Notes:

1. CLOSURE OF SHARE TRANSFER BOOKS

The share transfer books of the Company will remain closed from January 4, 2025 to January 10, 2025 (both days inclusive) for the purpose of attending the extra ordinary general meeting. Transfers received in order at the office of our share registrar M/s Corplink (Private) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore at the close of business on January 3, 2025 will be treated in time for attending the extra ordinary general meeting.

2. Participation in the Extra-Ordinary General Meeting

a. Physical participation in the meeting: All members entitled to attend and vote at this Meeting may appoint another person as his/her proxy to attend and vote for 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 holding the meeting. CDC Account Holders will further have to follow the guidelines as laid down in circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan. Proxy form is available at the Company's website i.e. <https://treetcorp.com/regulatory-information/>

b. Online participation in the meeting: In the light of relevant guidelines issued by the Securities and Exchange Commission of Pakistan (SECP) from time to time, including vide letter No. SMD/SE/2/(20)2021/117 date December 15, 2021, members are encouraged to participate in the extra ordinary general meeting through electronic facility organized by the Company.

In order to attend the Meeting through electronic means the members are hereby requested to get themselves registered by sending their particulars at the designated email address corporate@treetcorp.com, giving particulars as per below table not later than 48 hours before the commencement of the meeting, by providing the following details:

Name of shareholder / proxy holder	CNIC No. / NTN No.	Folio No. / CDC Account No.	*Mobile No.	*Email address

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

The login facility will be opened thirty minutes before the meeting time to enable the participants to join the meeting after identification process. Registered members / proxies will be able to login and participate in the Meeting proceedings through their devices after completing all the formalities required for the identification and verification of the shareholders.

3. For attending the meeting

(a) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration detail is uploaded as per the Regulations, shall authenticate their identity by showing his/her original National Identity Card ("CNIC") or original passport at the time of attending the meeting.

(b) In case of corporate entity, Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless provided earlier) at the time of the meeting.

4. For appointing proxies

(a) In case of individuals, the account holder or sub-account holder is and/or the person whose securities are in group account and their registration detail is uploaded as per the CDC Regulations, shall submit the proxy form as per the above requirement.

(b) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

(c) Attested copies of the CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.

(d) The proxy shall produce his/her original CNIC or original passport at the time of the meeting.

(e) In case of corporate entities, board of directors' resolution/power of attorney with specimen signature of the nominee shall be submitted (unless provided earlier) along with the proxy form to the Company.

(f) The Form of Proxy is enclosed herewith.

5. Intimation of change in Shareholders Addresses & Other Particulars

Members holding shares in physical form are requested to promptly notify Shares Registrar of the Company of any change in their addresses or any other particulars. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service. Further, to comply with requirements of section 119 of the Companies Act, 2017, all CDC and non-CDC shareholders are requested to have their email address and cell phone numbers incorporated / updated in their physical folio or CDC account.

6. Conversion of Physical Share into Book Entry Form:

As per Section 72(2) of the Companies Act, 2017, every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by SECP, within a period not exceeding four (4) years from the commencement of the Act, i.e., May 30, 2017. Those Shareholders having physical shareholding are encouraged to open a CDC Sub - Account with any Broker or Investor Account directly with CDC to place their physical shares into scrip less form. This will facilitate them in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.

7. E-Voting & Postal Ballot

Members of the Company will be allowed to exercise their right to vote through e-voting facility or voting by post in its forthcoming extra ordinary general meeting to be held on Friday, January 10, 2025 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

a. 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.

b. The web address, login details, will be communicated to members via email.

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

d. E-Voting lines will start from January 7, 2025, 09:00 a.m. and shall close on January 9, 2025 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. Further details in this regard will be communicated to the shareholders within legal time frame as stipulated under these said Regulations, if required.

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 72-B, Quaid-e-Azam Industrial Estate, Lahore, or email at corporate@treetcorp.com one day before the extra ordinary general meeting i.e. on January 9, 2025, 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.

8. Consent for Video Link Facility

In terms of SECP's Circular No. 10 of 2014 dated May 21, 2014 read with the provisions contained under section 134(1)(b) of the Act, if the Company receives request / demand from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city. Members are requested to timely notify any change in their addresses.

In this regard, please fill the following form and submit to the Company at its registered address 10 days before holding of the AGM. After receiving the request / demand of members having 10% or more shareholding in aggregate, the Company will intimate members regarding venue of video conference facility at least five (5) days before the date of AGM along with complete information necessary to enable them to access such facility.

REQUEST FOR VIDEO CONFERENCE FACILITY

I / We / Messrs. _____ of _____ being Member(s) of Treet Corporation Limited, holder of _____ ordinary share(s) as per Folio # _____ and / or CDC Participant ID & Sub- Account No. _____ hereby, opt for video conference facility at _____ city. _____

9. Placement of extra ordinary general meeting Notice on the Website

The notice of the Meeting along with Proxy form and Ballot paper has been placed on the Company's website www.treetcorp.com

Treet Corporation Limited

BALLOT PAPER FOR VOTING THROUGH POST

For poll at the Extra-Ordinary General Meeting of Treet Corporation Limited to be held on Friday, January 10, 2025 at

Ali Auditorium, Shahrah-e-Roomi, Main Ferozpur Road, Lahore

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: corporate@treetcorp.com

Name of shareholder/joint shareholders	
Registered Address	
Folio No. / CDC Participant / Investor ID with sub-account No	
Number of shares held	
CNIC, NICOP/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, NICOP/Passport No. (In case of foreigner) of Authorized Signatory - (Copy to be attached)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below (delete as appropriate):

Special Resolutions

- To consider and if thought fit, pass the following Special Resolutions under Section 183(3) read with Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) and/or deletion(s):

RESOLVED THAT, approval of the shareholders of the Company be and is hereby accorded, in accordance with Section 199 of the Companies Act, 2017 (the "Act"), read along with Section 183(3) of the Act, to disinvest up to 231,639,658 (Two Hundred and Thirty-One Million Six Hundred and Thirty-Nine Thousand and Six Hundred and Fifty-Eight) ordinary shares of Treet Battery Limited (TBL), being a subsidiary of the Company, by way of sale of shares of TBL, in open market (through Pakistan Stock exchange) at the share price of TBL shares as on the date of sale and/or through a negotiated deal mechanism, at a price that may be deemed appropriate by the management of the Company, either in one lot or multiple lots as deemed fit by the management;

FURTHER RESOLVED THAT, the said resolution shall be valid for one year starting from the date of approval by the shareholders, and that the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally empowered and authorized to undertake the decision of the said divestment as and when required and to take all steps and actions necessary, incidental and ancillary 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 as may be necessary or expedient for the purpose of implementing the aforesaid resolution.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolution(s).

- To consider and if thought fit, pass the following Special Resolutions under Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) and/or deletion(s):

RESOLVED THAT, approval of shareholders be and is hereby accorded in accordance with Section 199 of the Companies Act, 2017 (the "Act"), to convert the loan along with accrued interest thereon extended by the Company to Treet Battery Limited ("TBL") pursuant to the loan agreement dated November 28, 2022 executed between the Company and TBL, amounting to PKR 2,003,166,300/- (Pakistani Rupees Two Billion Three Million One Hundred and Sixty-Six Thousand Three Hundred) consisting of a principal loan amount of PKR 1,276,390,372 (Pakistani Rupees One Billion and Two Hundred and Seventy-Six Million Three Hundred and Ninety Thousand Three Hundred and Seventy-Two) and accrued interest thereon of PKR 726,775,928 (Pakistani Rupees Seven Hundred and Twenty-Six Million and Seven Hundred and Seventy-Five Thousand and Nine Hundred and Twenty-Eight) into ordinary shares of TBL, through issuance and allotment of 200,316,630 (Two Hundred Million and Three Hundred and Sixteen Thousand and Six Hundred and Thirty) ordinary shares of TBL to the Company at the rate of PKR 10/- (Pakistani Rupees Ten) per share, i.e. at par value.

FURTHER RESOLVED THAT, the Chief Executive Officer, Chief Financial Officer and the Company Secretary, be and are hereby authorized, singly, to negotiate, finalize, and execute any and all agreements, documents, and instruments necessary or appropriate to effectuate the conversion of the loan and other amounts into ordinary shares of TBL.

FURTHER RESOLVED THAT, the Chief Executive Officer, Chief Financial Officer and the Company Secretary be and are hereby authorized, singly, to perform all acts and deeds necessary to implement and give effect to above resolutions including, but not limited to, signing and executing any documents or agreements required for the conversion, submitting necessary filings, applications etc. with regulatory authorities, and taking all other steps, actions, deeds etc. as may be required.

RESOLVED FURTHER THAT, the aforementioned resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders of the Company, the Securities and Exchange Commission of Pakistan and / or any other regulatory authority exercising competent jurisdiction, which suggestion, direction and advice shall be deemed to be part of the aforementioned resolution(s) without the need for the shareholders of the Company to pass afresh the aforementioned resolution(s).

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1	Special Resolution as per Agenda # 2 (as given above)			
2	Special Resolution as per Agenda # 3 (as given above)			

Signature of shareholder(s) _____

Place: _____

Date: _____

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

- Duly filled postal ballot should be sent to the Chairman, if sent via courier to 72-B, Industrial Area, Kot Lakhpat, Lahore, and if sent via email to corporate@treetcorp.com.
- Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach the Chairman of the meeting on or before January 9, 2025, during working hours. Any postal ballot received after this date will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated or over written ballot paper will be rejected.
- Ballot Paper has also been placed at the website of the Company www.treetcorp.com members may download the ballot paper from the website or use original/photocopy published in newspapers.

