



Tri-Pack Films Limited

A PACKAGES GROUP COMPANY



SEC/23/TRIPF

24 March 2025

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

Sub: Notice of Annual General Meeting (Pre-Publication)

In accordance with Clause 5.6.9 (b) of the PSX Rule Book, please find enclosed herewith a copy of the captioned notice to shareholders of Tri-Pack Films Limited prior to its publication in newspapers.

The appended notice will be published in newspapers namely Business Recorder [English] and Nawa-i-Waqt [Urdu] on Tuesday, 25 March 2025.

Yours sincerely,

For **TRI-PACK FILMS LIMITED**


Iqra Sajjad
Company Secretary



NOTICE

33rd ANNUAL GENERAL MEETING

Notice is hereby given that the 33rd Annual General Meeting of the shareholders of Tri-Pack Films Limited (the “Company”) will be held at the Institute of Chartered Accountants of Pakistan (ICAP), Chartered Accountants Avenue, Block-8, Clifton, Karachi, on Tuesday, April 15, 2025 at 10:30 AM and virtually via Zoom to transact the following business:

ORDINARY BUSINESS

- 1) To confirm the minutes of the Extraordinary Annual General Meeting of the Company held on October 04, 2024.
- 2) To receive, consider and adopt the Audited Financial Statements of the Company together with the Directors' and Auditors' Report thereon for the year ended December 31, 2024.



<https://www.tripack.com.pk/financial-reports/>

- 3) To appoint external auditors of the Company for the ensuing year and to fix their remuneration. The current auditors, M/s. A.F. Ferguson & Co. (Chartered Accountants), being eligible to do so, have consented to be appointed as auditors and the Board of Directors has recommended their appointment.

ANY OTHER BUSINESS

- 1) To transact any other business with the permission of the Chair.

By Order of the Board

March 25, 2025
Karachi

IQRA SAJJAD
Company Secretary

Participation in the AGM Proceedings Virtually

The Securities and Exchange Commission of Pakistan (“SECP”) vide its circulars issued from time to time has directed the listed companies to hold general meetings virtually in addition to the requirements of holding physical meetings. The shareholders interested in attending the AGM virtually are requested to register by sending their particulars to the designated email address shares.desk@tripack.com.pk, mentioning their name, folio number, and email address by the close of business hours on April 11, 2025. The log-in credentials and link to participate in the AGM via Zoom will be provided to the registered shareholders via a response email. The shareholders are also encouraged to send their comments/suggestions related to the agenda items of the AGM to the abovementioned email address by the same date.

Notes:

1. The Share Transfer Books of the Company will remain closed from Wednesday, April 09, 2025 to Tuesday, April 15, 2025 (both days inclusive). Transfers received at the office of the Company's Share Registrar namely M/s FAMCO Share Registration Services (Pvt.) Limited, 8-F, Next to Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi at the close of business on Tuesday, April 08, 2025 or updated on Central Depository System as per CDC Regulations, will be treated in time for the purpose(s) of attending the said AGM.
2. A member entitled to attend and vote at the meeting may appoint another person as his/her proxy to attend, speak and vote at the meeting on his/her behalf. Instrument appointing proxy must be deposited at the Registered Office of the Company situated at 4th Floor, The Forum, Suite # 416-422, G-20, Block 9, Khayaban-e-Jami, Clifton, Karachi not less than 48 hours before the time of the meeting.
3. Shareholders holding physical shares are also required to bring their original Computerized National Identity Card (CNIC) and/or a copy of CNIC of shareholder(s) of whom he/she/they hold proxy(ies) for. Such shareholder(s) shall not be allowed to attend and/or sign the Register of shareholders/members at the AGM without such CNIC(s).
4. The CDC Account Holders and Sub-Account Holders, whose registration details are available in the Share Book Details Report, shall be required to produce their respective original CNIC or original passport at the time of attending the Annual General Meeting to facilitate identification. Such Account Holders and Sub-Account Holders should also bring/know their respective participation I.D. No. and CDC Account No. In case of a Proxy, he/she must enclose an attested copy of his/her CNIC or Passport. Representative(s) of corporate member(s) should bring an attested copy of the Board Resolution/Power of Attorney and/or all such documents that are required for such purpose and enumerated under Circular No. 1 dated 26 January 2000 issued by the SECP. Proxy form is also available on the Company's website and can be downloaded from www.tripack.com.pk

Circulation of Annual Accounts and Notice of the Meeting

In accordance with Section 223 of the Companies Act, 2017 and pursuant to SRO 389(1)/2023 dated 21 March 2023, the audited financial statements of the Company for the year ended December 31, 2024, along with the Directors', Auditors', and Chairman Report thereon, Notice of Annual General Meeting, and other related material have been made available on the Company's website and published for sharing via a QR Code. The same can be downloaded and viewed from the QR enabled code and weblink. The Company has obtained shareholders' approval to do so in one of its General Meetings. Furthermore, members are hereby informed that under Section 223(6) and 473 of the Companies Act 2017, whereby circulation of Audited Financial Statements and Notice of the Meeting has been allowed in electronic format through email, the same has been circulated through email in cases where email address has been provided by the shareholder to the Company and hence the consent of shareholder to receive the copies of the same through email is not required.

Shareholders can request a hard copy of the same, which shall be provided free of cost, within one week, if a request has been made by the shareholder on the standard request form available on the website of the Company.

Statutory Code of Conduct at AGM

Shareholders are requested to observe the Statutory Code of Conduct at the AGM in accordance with Section 215 of the Companies Act, 2017 and Regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018, whereby 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 the Management. As mentioned in these provisions, 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.

Unclaimed Dividend/Shares

Under Section 244 of the Companies Act, 2017, the Company is required to approach shareholders to claim their unclaimed dividend/shares. In this regard, the Company has been reaching out to its shareholders by publishing notices in newspapers after sending individual letters. Those shareholders who have not claimed their dividend amounts as yet, are hereby once again requested to ensure that their claims for unclaimed dividend amounts and/or shares certificate are lodged promptly.

Submission of Copy of Valid CNIC and/or NTN (Mandatory)

Further to SECP's directives, including SRO 831(1)/2012 and other relevant rules, for processing of electronic dividend, the shareholder should provide CNIC number, except in the case of minor(s) and corporate shareholders. Accordingly, individual shareholders who have not yet submitted a copy of their valid CNIC to the Company's Share Registrar are once again requested to send their CNIC copy at the earliest directly to the Company's Share Registrar. Corporate shareholders are requested to provide their NTN and Folio Number along with the authorized representative's CNIC copy.

As per Regulation No. 6 of the Companies (Distribution of Dividend) Regulations, 2017 and Section 243(3) of the Companies Act, 2017, the Company will be constrained to withhold payment of dividend to shareholders in case of non-availability of CNIC and/or NTN of the shareholder or authorized person, as the case may be.

Change of Particulars (Postal/Email Address and IBAN etc.)

Shareholders having physical shares are requested to promptly notify any change in their particulars to the Company's Share Registrar in writing, whereas CDC Account Holders are requested to update their addresses with their CDC Participant/CDC Investor Account Services on an immediate basis of any change occurring in the particulars.

Conversion of Physical Shares into CDC Account

As per Section 72 of the Companies Act, 2017, every existing listed 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 the SECP. The Company has reached out to its shareholders through newspaper notices requesting those who have physical shareholding. The shareholders are hereby again encouraged to open a CDC sub-account with any broker or Investor Account directly with CDC to convert their physical shares into scripless form.

This is beneficial 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.

Postal Ballot/E-Voting

In accordance with the Companies (Postal Ballot) Regulations, 2018, for the purpose of Election of Directors and for any other agenda item subject to the requirements of Section 143 and 144 of the Companies Act, 2017, shareholders holding in aggregate 10% or more shareholding as per law, will be allowed to exercise their right of vote through postal ballot i.e. by post or e-voting, in the manner and subject to conditions contained in aforesaid Regulations.