

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Saudi Pak Consultancy Company, Limited (Formerly Known as Saudi Pak Leasing company Ltd) will be held on Tuesday, April 22, 2025 at 11:00 am at Oak Hall, Crown Plaza Hotel, Islamabad to transact the following business:

A. Ordinary Business

- 1) To confirm the minutes of the 34th Annual General Meeting held on October 11, 2024.
- 2) To elect seven (7) Directors of the Company in accordance with section 159 of the Companies Act, 2017 for a term of three years commencing from the date of holding of EOGM i.e. 22.04.2025 in pursuance of the decision of SPLC's Board in its 179th BOD Meeting held on 18.03.2025

The following Directors of the Company will cease to hold office upon the election of a new Board of Directors:

- i) Syed Najmul Hasnain Kazmi
- ii) Mr. Niaz Ahmed Khan
- iii) Mr. Muhammad Waqar
- iv) Mr. Muhammad Naeem Khan

The Board of Directors of the company at its 178th meeting held on 19.02.2025 has fixed the number of Directors as 7(Seven) including one female Director to meet the SECP and CCG requirement for a listed company under U/S 154 (d) of the Companies Act 2017.

B. Other Business

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

Karachi: March 27, 2025

By the Order of the Board


Muhammad Imtiaz Ali
Company Secretary

Notes:

1. The Share Transfer Books of the Company will remain closed from April 15, 2025 to 22 April 2025(both days inclusive). Transfers received in order at the Company's Share Registrar, viz: Central Depository Company of Pakistan Limited, CDC House, 99-B, Block B, SMCHS Main Sharah-e-Faisal, Karachi-74400, at the close of business on April 14, 2025 will be treated in time.
2. Members may exercise their right to vote as per provision of the Companies (Postal and Ballot) Regulations 2018, subject to the requirements of Sections 143 & 144 of the Companies Act 2017.
3. A member entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend and vote on his/her behalf. A proxy needs to be a member of the Company.
4. Form of proxy is attached to the notice of meeting being sent to the members and also available at company's website at www.saudipakconsultancy.com
5. Proxy in order to be effective must be duly signed, witnessed and deposited at the Company's registered office Karachi not less than 48 hours before the meeting.
6. The shareholder/proxy shall produce his/her original CNIC/ passport at the time of meeting.
7. Shareholders (Non – CDC) are requested to promptly notify the Company's Registrar of any change in their addresses. All the Shareholders holding their shares through the CDC are requested to please update their addresses with their participants.
8. CDC account holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A) For attending the meeting:

- i) 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 authenticate their identity by showing original CNIC or original passport at the time of attending the meeting.
- ii) In case of corporate entity, the Board of directors' resolution/power of attorney with specimen signature of the nominees shall be produced (unless it has been provided earlier) at the time of meeting.

B) For appointing proxies:

- i) In case of individuals, the account holder or sub-account holder and/or person whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the proxy forms accordingly.
- ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv) The proxy shall produce his/her original CNIC or original passport at the time of meeting.
- v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

C) Election of Directors

- a) Any person who seeks to contest an election for the office of Director shall whether he/she is a retired Director or otherwise, file with the Company at its registered office not later than fourteen (14) days before the date of the meeting:
 - i) A notice of his/her intention to offer himself/herself for election as a Director.
 - ii) A declaration under Clause 3 of the Listed Companies (Code of Corporate Governance) Regulations, 2019.
 - iii) A consent to act as director of the Company along with consent on Form 28 prescribed under the Act.
 - iv) A detailed profile along with his/her office address as required under SECP's SRO 634(1)/2014, and copy of CNIC or passport in case of non-resident. Along with 02 latest passport size photograph
 - v) A director must be holding qualification shares of the Company to the value of Rs. 5,000/-at least in his own name at the time of filing of his /her consent to act as director.
 - vi) Independent Director(s) will be elected through the process of election of directors in terms of section 159 of the Act and they shall meet the criteria laid down in section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018.
 - vii) accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as an independent director(s):
 - Declaration by Independent Director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019.
 - Undertaking on non-judicial stamp paper that he/she meet the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.
 - Certificate of directorship training from ICAP or PICG and presence of name in the data bank of Independent Directors.
 - E-cib Report from SBP.
- b) The following link will be available for e-voting on provision of scanned copy of original CNIC/Passport and folio No/CDC account via email to cdcsr@cdcsrsl.com up to April 20,2025 till 5.00 PM. All other details and credential of connectivity are available on our Company website www.saudipakconsultancy.com
Video call link: <https://meet.google.com/xmm-bzoz-ztb>

Tuesday, April 22 - 11:00am – 12:00pm Time zone: Asia/Karachi. It may be noted that the above facility is subject to availability of good connectivity at both the users' ends.

EOGM OF SPLC AT ISLAMABAD ON 22.04.2025

PROXY FORM

I/We _____ of _____
_____ (full address)

being member(s) of Saudi Pak Leasing Company Limited hereby appoint Mr./Ms. _____
_____ of _____
_____ (full address)

or falling him/her Mr. / Ms. _____
of _____ (full address)

(being member of the Company as my / our Proxy to attend, act and vote for me/us and on my/our behalf at the **Extra Ordinary General Meeting (EOGM)** to be held on **April 22, 2025** and at any adjournment thereof.

As witness my/our hand this _____ day of _____ 2024

Signed by _____

In presence of _____

Signature and address of witness

Please affix Rs.5/- revenue stamp

Signature of Member(s)/Shareholder(s)

Shareholder's Folio No. _____

Number of Shares held _____

A member entitled to attend and vote at a general Meeting is entitled to appoint a proxy to attend and vote for him/her. A proxy must be a member of the Company.

The instrument appointing a proxy shall be in written under the hand of the appointer of his/her attorney duly authorized in writing, if the appointer is a corporation, under its common seal of the hand of any officer or attorney duly authorized.

The instrument appointing a proxy, together with Power of Attorney, if any, under which it is signed or a notarized certified copy thereof, should be deposited at the Registered Office not less than 48 hours before the time of holding the Meeting.