



By PUCARS & Courier

3rd July 2025

Reference No.: CPL/COR/PSX/119

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

Dear Sir,

Re: Notice of Extraordinary General Meeting

We enclose a copy of the notice of the Extraordinary General Meeting of Cnergyico Pk Limited to be held on Friday, 25th July 2025, prior to its publication in the English and Urdu newspapers for circulation amongst the TRE certificate holders of the Exchange.

Yours truly,

Majid Muqtadir
Company Secretary

Enclosed as above.



CNERGYICO PK LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (“**Meeting**”) of Cnergyico Pk Limited (the “**Company**”) will be held on Friday, 25th July 2025, at 10:30 am at the Moosa D. Desai Auditorium of The Institute of Chartered Accountants of Pakistan (ICAP), Chartered Accountants Avenue, Clifton, Karachi as well as via video conferencing, to transact the following businesses:

A. ORDINARY BUSINESS

- To confirm the minutes of the 30th Annual General Meeting of the Company held on 24th October 2024.
- To elect seven (07) directors of the Company as fixed by the Board of Directors pursuant to Section 159(1) of the Companies Act, 2017 (the “Act”), for a term of three years commencing from 25th July 2025. The names of retiring directors who are eligible for re-election are as follows:
(1) Mr. Amir Abbassciy, (2) Mrs. Uzma Abbasi, (3) Mr. Usama Qureshi, (4) Mr. Mushtaq Malik, (5) Mr. Raja Muhammad Abbas, (6) Mr. Sami ul Haq Khilji (7) Mr. Aumar Abbassciy.

B. OTHER BUSINESS

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

By Order of the Board
Majid Muqtadir
Company Secretary

4th July 2025
Karachi

The QR code and the web link address to view and download the notice of the Meeting are being circulated to the members. Members who have provided an email address will receive the notice via email as well.

NOTES:

CLOSURE OF SHARE TRANSFER BOOKS

The register of members and the share transfer books of the Company will remain closed from Friday, 18th July 2025 to Friday, 25th July 2025 (both days inclusive). Transfers received in order by FAMCO Share Registration Services (Pvt.) Limited, 8-F Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi.Tel: 0092-21-34380101-5, 34384621-3 (Ext. 103) the Share Registrar of the Company, by the close of business on Thursday, 17th July 2025 will be considered in time.

RESTRICTION ON DISTRIBUTION OF GIFTS TO MEMBERS:

The SECP, through Circular No. 2 of 2018 and S.R.O.452(I)/2025, has strictly prohibited companies from giving gifts, incentives, or similar benefits (e.g., tokens, coupons, food items) to members in connection with general meetings. This is in line with Section 185 of the Act. Non-compliance is a punishable offence and may lead to enforcement actions and penalties.

ELIGIBILITY TO PARTICIPATE

Only members whose names appear in the Register of Members as of Thursday, 17th July 2025, shall be entitled to attend, participate, and vote.

A member entitled to attend and vote may appoint another member as proxy. Non-members may act as proxies only for e-voting. Proxy forms must be submitted at the registered office of the Company not less than 48 hours before the Meeting.

GUIDELINES FOR CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED (“CDC”) ACCOUNT HOLDERS

CDC account holders should comply with the following guidelines of the SECP.

FOR ATTENDANCE

- Individuals should be account holder(s) or sub-account holder(s) and their registration details should be uploaded according to CDC regulations, and must establish their identity at the time of the Meeting by presenting their original Computerized National Identity Card (“CNIC”) or passport.
- Unless provided earlier, corporate entities must, at the time of the Meeting produce a certified copy of a resolution of their Board of Directors or a Power of Attorney, bearing the specimen signature of the attorney.

FOR APPOINTING PROXIES

- Individuals should be account holder(s) or sub-account holder(s) whose registration details should be uploaded according to CDC regulations, and their proxy forms must be submitted at the registered office of the Company not less than 48 hours before the time for holding the Meeting.
- The proxy form must be attested by two persons whose names, addresses and CNIC numbers must be specified therein.
- Attested copies of the CNIC or passport of the beneficial owner and the proxy must be provided along with the form of proxy.
- Proxies must at the time of the Meeting produce their original CNIC or passport.
- Unless provided earlier, corporate entities must at the time of the Meeting produce a certified copy of a resolution of their Board of Directors or a Power of Attorney, bearing the specimen signature of the attorney.

PARTICIPATION IN THE MEETING VIA VIDEO LINK

In line with SECP Circular No. 4 dated 15th February 2021, members may attend via video conference. To register, email the following details to company.secretary@cnergyico.com by Wednesday, 23rd July 2025:

Full Name	Folio / CDC No.	CNIC Number	Registered Email Address	Cell number

Video link details will be shared with members who register by the deadline. Members may also send comments/questions regarding agenda items to the same email address or the registered office by the same date.

DIVIDEND BANK MANDATE

Members are encouraged to authorize direct credit of future cash dividends into their bank accounts. Please fill in the following and provide the required information under signature to the Shares Registrar:

Folio Number :

Name of Member : _____

Title of the Bank Account : _____

Bank Account Number (IBAN) : _____

Name of Bank : _____

Name of Bank Branch and Address : _____

Cellular Number of Member : _____

Landline Number of Member : _____

CNIC / NTN Number (Attach Copy) : _____

Email: _____

Signature of Member

(Signature must match specimen signature registered with the Company)

Members holding shares in CDC accounts should update their bank details with their respective participants.

OTHER IMPORTANT NOTICES

- CHANGE OF ADDRESS / ZAKAT DECLARATIONS** : Members holding shares in physical form should notify changes in address and/or submit non-deduction of Zakat declarations to the Shares Registrar, whereas, CDC account holders should notify their respective participant.
- CNIC SUBMISSION** : Members who have not submitted CNICs are requested to do so. A list is available at www.cnergyico.com.
- CONVERSION OF PHYSICAL SHARES** : Under Section 72 of the Act, physical shares must be converted to book-entry form. Members should open CDC accounts to convert their holdings accordingly.
- REQUIREMENT TO INCORPORATE EMAIL ADDRESS AND CELL NUMBER** :
Members are requested to ensure that their updated email address and cell number are incorporated in their physical folio with the Company's Share Registrar. For shares held in electronic form, members should update this information with their Participant, Broker, or through CDC Investor Account Services.

VIDEO CONFERENCE FACILITY

Members wishing to attend from Lahore or Islamabad may request this facility using the form available on the Company's website www.cnergyico.com. Submit the completed form to the registered office at least 10 days before the Meeting.

If valid requests are received from members representing 10% or more of the shareholding in a city, arrangements will be made and notified at least 5 days prior to the Meeting.

NOTICE OF INTENTION BY PERSONS SEEKING TO CONTEST THE ELECTION OF DIRECTORS

Any person who seeks to contest the election of directors must be a member of the Company (except where representing a non-natural person) and shall, whether he is a retiring director or otherwise, file the following documents and information with the Company at its registered office not later than fourteen (14) days before the date of the meeting:

- Notice of his/her intention to offer himself/herself for the election of directors in terms of section 159(3) of the Act;
- Consent to act as director on Appendix to Form-9 of the Companies Regulation 2024, as required under Section 167 of the Act;
- A detailed profile along with his/her office address for placement on the Company's website, in terms of SRO 1196(I)/2019 dated October 3, 2019 issued by Securities and Exchange Commission of Pakistan (“SECP”)
- An attested copy of CNIC;
- Membership and CDC/folio details
- A declaration confirming:
 - he/she is not ineligible to become a director of the Company under Section 153 of the Act;
 - he/she is not serving as a director of more than seven listed companies. Provided that this limit shall not include the directorship in the listed subsidiaries of a listed holding company;
 - he/she is aware of his/her duties and powers under the relevant laws, Memorandum & Articles of Association of Company, Listing Regulations of Pakistan Stock Exchange Limited, and the Listed Companies (Code of Corporate Governance) Regulations, 2019 (the “Code”).

In the case of independent directors, a separate declaration confirming independence per Section 166(2) of the Act and Regulation 6(3) of the Code.

The Company encourages qualified female candidates to consider contesting the election, in line with regulatory requirements and diversity goals.

VOTING VIA POSTAL BALLOT / E-VOTING

In accordance with the Companies (Postal Ballot) Regulations, 2018, read with Sections 143 and 144 of the Act, Members may exercise their right to vote, either by post or through electronic means, for the election of directors or any other business as permitted under the Act.

Detailed procedures for postal voting will be provided on the ballot paper, while instructions for e-voting will be shared separately by the Company's Share Registrar, in line with the applicable legal requirements and procedures.

NOTE: A member shall have such number of votes as is equal to the product of voting shares held by him/her and the number of Directors to be elected. If the number of persons who offer themselves to be elected is not more than the number of directors to be elected, such persons will be deemed elected unopposed without the voting process.

APPOINTMENT OF SCRUTINIZER

In accordance with the regulation 11 of the Companies (Postal Ballot) Regulation, 2018 (the “**Regulation**”), the Board of the Company has appointed Messrs Yousuf Adil, Chartered Accountants, a QCR rated audit firm, to act as scrutinizer of the Company for election of Directors in the meeting and to undertake other responsibilities as defined in regulation 11A of the Regulation.

STATEMENT OF MATERIAL FACTS UNDER SECTION 166(3) OF THE ACT IN RESPECT OF ELECTION OF DIRECTORS

In accordance with Section 166(3) of the Act, the following statement sets out the material facts relating to the ordinary business mentioned in agenda item 2 in the Notice of the Meeting.

The election of directors, including Independent Directors as required under the Code, will be conducted pursuant to Section 159 of the Act. The Independent Directors shall meet the eligibility criteria laid down in Section 166(2) of the Act.

The names of proposed Independent Directors must be registered in the Data Bank maintained by the Pakistan Institute of Corporate Governance (PICG) and must be accompanied by their written consents to act as such.

Final list of the contesting directors will be published in Newspapers not later than seven (07) days before the date of the Meeting in terms of section 159(4). Further, the website of the Company will also be updated with the required information for each Director.

Directors, sponsors, majority shareholders, and their relatives shall not have any direct or indirect interest in the selection of Independent Directors, except to the extent of their shareholding in the Company.

The retiring directors are interested in agenda item 2 only to the extent of their eligibility for re-election.

The Notice of Meeting has been placed on the Company's website www.cnergyico.com in addition to its dispatch to the members.

<https://www.cnergyico.com/cplegm/>



