

## **PAK LEATHER CRAFTS LIMITED**

### **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that 38th Annual General Meeting of Pak Leather Crafts Limited will be held on October 28, 2025 at 6.00 PM at Plot No. 9, Sector 59, Malir Development Authority, Taiser Town, Karachi to transact the following business:

Ordinary Business:

1. To confirm minutes of the 37th Annual General Meeting held on October 28, 2024.

2 To receive, consider and adopt the audited financial statements of the Company for the year ended June 30, 2025 together with the Chairperson's Review, Directors' and Auditors' Reports thereon.

In accordance with Section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements of the Company have been uploaded on the website of the Company which can be downloaded from the following web link and QR enabled code:

**/ QR CODE /**

Weblink:  
[www.pakleather.com](http://www.pakleather.com)

3. To appoint auditors and fix their remuneration for the year ending June 30, 2025.

4.To elect seven directors of the Company as fixed by the Board in accordance with the provisions of section 159 (1) of the Companies Act 2017 for the term of three years. The retiring directors are. Mrs.Rubina Saleem, Mr.M.Saleem Ahmed, Mr.Qaiser Jamal, Mr.Nayyer Ahmed, Mr.Azeem Ahmed, Mr.Umer Ahmed, Mr.Ahmed Jalali. Retiring directors are eligible for re-election.

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

By order of the Board

Naseer Ahmed  
Company Secretary

Karachi: October 06, 2025

## **NOTES:**

A. The share transfer books of the Company will remain closed from 20-10-2025 to 28-10-2025 (both days inclusive) and no transfer will be accepted during this period.

B. Transfers received, complete in all respect by the Shares Registrar, M/s.JWAFFS Registrar Services (Pvt) Ltd, **Office # 20, 5th Floor, Arkay Square Extension, New Chali Shahrah-e-Liaquat, Karachi**, by the close of business on 19-10-2025 will be considered in time for the purpose of attending and voting at the meeting.

C. Participation in the AGM proceeding via video conferencing facility shall be made available by the Company. All Shareholders/Members interested in attending the AGM, either physically or through video-conferencing facility are requested to register their Name, Folio Number, Cell Number, CNIC / Passport number at [export1@pakleather.com](mailto:export1@pakleather.com). Video link and login credentials will be shared with only those shareholders whose registration are received at least 48 hours before the time of AGM.

D. A member entitled to attend and vote at this meeting may appoint another person as his/her proxy to attend the meeting and vote for him/her. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not less than 48 hours before the meeting.

E. Shareholders of the Company whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to bring original CNIC along with account number in CDS and participant's ID number for verification. In case of appointment of proxy by such account holders and sub-account holders the guidelines laid down in Circular No. 1 dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan shall be followed.

### **F. Consent for Video Conference Facility:**

As per Companies Act, 2017, if the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the Annual General Meeting (AGM) through video conference at least seven days prior to the date of AGM, the Company will arrange a video conference facility in that city subject to availability of such facility in that city.

The Company will intimate members regarding the video conference facility venue at least 5 days before the date of the AGM along with the complete information needed to access the facility.

### **G. Transmission of Annual Financial Statements through email:**

The financial statements of the Company for the year ended June 30, 2024 along with reports and notice of meeting have been placed at the website of the Company.

The Securities and Exchange Commission of Pakistan vide SRO 787(1)/2014 dated September 08, 2014 has allowed companies to circulate annual balance sheet, profit & loss account, auditors' and directors' reports along with notice of annual general meeting to its members through e-mail. Members who wish to avail this facility can give their consent.

H. Members are requested to provide their International Banking Account Number (IBAN) together with a copy of the Computerized National Identity Card (CNIC) to update our records. In case of non-submission all future dividend payments may be withheld.

I. As per section 72 of the Companies Act, 2017, every company is required to replace its physical shares with book entry form within a period not exceeding four years from the commencement of the Companies Act, 2017 i.e. May 30, 2017.

J. The Securities & Exchange Commission of Pakistan through its circular # CSD/ED/Misc./2016-639-640 dated March 26, 2021 has advised the listed Companies to pursue their such members who still hold shares in physical form, to convert their shares into book-entry form.

The shareholder having physical shareholding are accordingly encouraged to open their account with Investor Accounts Services of CDC or sub-account with any of the brokers and convert their physical shares into scrip less form. This will facilitate the shareholders 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 regulation of the Pakistan Stock Exchange Limited.

K. Shareholders who have not yet collected their dividend/physical shares are advised to contact our Share Registrar to collect/enquire about their unclaimed dividend or shares. Please note that in compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all dividends unclaimed for a period of three (3) years from the date due and payable shall be deposited to the credit of the Federal Government and in case of Shares, shall be delivered to the Securities & Exchange Commission of Pakistan.

#### **L. Election of Directors:**

Any member who seeks to contest the election of director shall file with the Company at its Registered Office, not later than fourteen days before the date of meeting, the following:

- a) A notice of his/her intention to offer himself/herself for election as a Director together with consent as prescribed by the Act;
- b) A declaration (copy may be obtained from Registered Office) on the matters required by the Code of Corporate Governance 2019.
- c) Detailed profile along with office address for placement of Company's website.
- d) An attested valid copy of Computerized National Identity Card.
- e) A member who seeks to contest for election may select any one category in which he / she intends to contest election. For the purpose of election of directors of the Company the voting shall be held separately in the following three categories for the specified number of seats:

The member in their discretion may cast vote to any candidate contesting election in each of the following categories:

#### **Sr. Category Number of Seats Voting Proportion**

- 1 Female Director 01 1/7
- 2 Independent Directors 02 2/7
- 3 Other Directors 04 4/7

#### **M. Video Conference Facility:**

As per Companies Act, 2017, if the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the Annual General Meeting

(AGM) through video conference at least seven days prior to the date of AGM, the Company will arrange a video conference facility in that city subject to availability of such facility in that city.

The Company will intimate members regarding the video conference facility venue at least 5 days before the date of the AGM along with the complete information needed to access the facility.

#### **N. E-voting**

Pursuant to SECP S.R.O No. 254(I)/2018 dated February 22, 2018, members who intend to exercise their right of vote through E-voting shall provide their valid cell numbers and email addresses on or before October 19, 2023.

#### **O. Transmission of Annual Financial Statements through email:**

The Securities and Exchange Commission of Pakistan vide SRO 787(1)/2014 dated September 08, 2014 has allowed companies to circulate annual balance sheet, profit & loss account, auditors' and directors' reports along with notice of annual general meeting to its members through e-mail.

Members who wish to avail this facility can give their consent.

The financial statements of the Company for the year ended June 30, 2025 along with reports have been placed at the website of the Company.

#### **STATEMENT U/S 134(3) OF THE COMPANIES ACT, 2017**

##### **Selection of independent directors:**

In compliance of Section 166(3) of the Companies Act, 2017 for an independent director, consent paper will be accepted from those persons who are compliant of Section 166(2) of Companies Act, 2017.