



**Escorts  
Investment  
Bank**  
A Project of BAHRIA TOWN

**Escorts Investment Bank Limited**

December 19, 2022

Ref: EIBL/CS/PSX/2022/1915

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

**SUBJECT: NOTICE OF EXTRAORDINARY GENERAL MEETING (AFTER PUBLICATION)**

Dear Sir,

Enclosed please find Notice of Extraordinary General Meeting Published in the daily newspapers "The Nation" and "ASAS" at Lahore, Karachi and Rawalpindi/ Islamabad, dated December 19, 2022. You may inform the TRE Certificate Holders of the Exchange accordingly.

Yours Sincerely,

For and on behalf of Escorts Investment Bank Limited

Sheikh Faisal Saeed  
Company Secretary



Cc: Executive Director/HOD  
Offsite-II Department  
Supervision Division  
Securities & Exchange Commission of  
Pakistan  
63-NIC Building, Jinnah Avenue  
Blue Area, Islamabad.

## ESCORTS INVESTMENT BANK LIMITED

### NOTICE FOR CALLING EXTRAORDINARY GENERAL MEETING

Notice is hereby served to all the Members of the Company that the Extraordinary General Meeting of the Members of ESCORTS INVESTMENT BANK LIMITED ("Company") will be held on Monday January 09, 2023 at 09:30 a.m. at Bahria Grand Hotel & Resort situated at Canal Bank Road, Executive Lodges, Sector-B, Bahria Town, Lahore, to transact the following business:

#### ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting held on October 22, 2022.
2. To elect seven (07) Directors of the Company for period of three years commencing from January 10, 2023. The Board of Directors in accordance with section 159 of the Companies Act, 2017, has fixed the number of elected Directors to be seven (07) out of which two (02) independent Directors are proposed to be elected. The names of retiring Directors, who are eligible to offer themselves for re-election, are as follows:
 

i. Mr. Basit Rahman Malik	ii. Syed Tahir Nawazish
iii. Mr. Rashid Aziz	iv. Mr. Muhammad Mubashir Hussain
v. Mr. Muhammad Rasheed Alam	vi. Ms. Madiha Arooj
vii. Khawaja Nadeem Abbas	

#### OTHER BUSINESS:

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

A Statement under Section 166(3) of the Companies Act 2017 pertaining to the material facts is being sent to the shareholders along with this notice.

Lahore

BY ORDER OF THE BOARD

December 19, 2022

Notes:

SHEIKH FAISAL SAIED  
COMPANY SECRETARY

#### Book Closure

1. The share transfer books of the Company will remain closed from January 03, 2023 to January 09, 2023 (both days inclusive). Transfers received in order at the office of Company's Share Registrar M/s Hameed Majeed Associates (Pvt) Limited, HM House, 7 Bank Square, Lahore, by close of business on Monday, January 02, 2023, will be considered in time, to entitle the transferees to attend and vote at the EOGM.

#### For personal Attendance

In case of individuals, the account holders or sub-account holders, whose registration details are uploaded as per the regulations shall authenticate his/her identity by showing his/her original CNIC or original passport at the time of attending the Meeting.

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

#### Appointment of Proxy

A member entitled to attend and vote may appoint another member as his / her proxy to attend and vote in his / her behalf. Proxies in order to be effective must be received by the Company at the registered office not less than forty eight (48) hours before the time of holding meeting.

An instrument of proxy applicable for the Meeting is being provided with the notice sent to the members. Further copies of the instrument may be obtained from the registered office of the Company during normal office hours. The proxy form can also be downloaded from the Company's website: [www.escortsbank.net/](http://www.escortsbank.net/)

CDC Account Holders will further have to follow the below mentioned guidelines as laid down in Circular 1, dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan:

- i) Attested copies of valid CNIC or the passport of the beneficial owner(s) and the proxy shall be furnished with the Form of Proxy.
- ii) The proxy shall produce his/her valid original CNIC or original passport at the time of the Meeting.
- b) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting along with the proxy form to the Company.
- c) The proxy form must be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the proxy form.
- d) If a Member appoints more than one proxy and more than one instruments of proxy are deposited by a Member with the Company, all such instruments of proxy shall be rendered invalid.

#### Change of Address

Members having their shareholding in physical form are requested to notify immediately any changes if any, in their registered address to our Share Registrar Hameed Majeed Associates (Pvt) Limited 7 Bank Square, The Mall, Lahore. Whereas, members having shares in CDC Account are requested to notify their respective CDC participant / CDC Investor Account Services.

#### Contesting Election of Directors

Any member who seeks to contest the election to the office of Director shall, whether he/she is a retiring Director or otherwise, file with the Company at its Registered Office not later than fourteen days before the date of the Meeting, the following details/documents:

- i. Notice of intention to offer himself/herself for election as a Director in terms of section 159(3) of the Companies Act, 2017;
- ii. Consent to act as a Director on duly signed and completed Form-28, as prescribed under the Companies (General Provisions and Forms) Regulations, 2018;
- iii. Detailed profile along with his/her office address for placement on Company's website;
- iv. Attested copy of valid CNIC/SNIC/Passport and National Tax Number (NTN);
- v. His/her Folio Number/CDC Investors Account Number/CDC Participant ID Number/Sub-Account Number.
- vi. Detail of other directorship and offices held;
- vii. Signed declaration to the effect that he/she is aware of duties and powers of Directors under the Companies Act, 2017, Memorandum and Articles of Association of the Company, Rule Book of Pakistan Stock Exchange Limited, the Listed Companies (Code of Corporate Governance) Regulations, 2017 and other relevant laws and regulations;
- viii. Signed declaration to the effect that he/she is compliant with requirements and eligibility/qualification criteria as set out in the Companies Act, 2017, Listed Companies (Code of Corporate Governance) Regulations, 2019 and other relevant laws and regulations for appointment as Director/Independent Director of a listed company;
- ix. Declaration by Independent Director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulation 2019; and
- x. 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.

#### Video Conference Facility

Pursuant to Section 132(2) of the Companies Act 2017, if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a city other than Lahore, to participate in the meeting through video conference at least 7 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.

#### Voting Through Postal Ballot

Pursuant to Companies (Postal Ballot) Regulations 2018, for the purpose of election of directors, if the number of persons who offer themselves to be elected is more than the number of directors fixed under section 159(1) of the Companies Act, 2017, members will be allowed to exercise their right to vote through postal ballot in accordance with the requirement and procedures contained in the aforesaid Regulations, 2018.

#### Conversion of Physical Shares into Book-Entry Form

Pursuant to Section 72(2) of the Companies Act, 2017 and further SECP letter dated March 26, 2021. All shareholders holding shares in physical form are again requested to convert their shares into book-entry form.

#### ANNEXURE-1

##### STATEMENT UNDER SECTION 166 (3) OF THE COMPANIES ACT, 2017

Any person who is eligible under section 153 and meets the criteria under section 166 of the Companies Act, 2017, may submit nomination to be elected as Independent Director. However, it is noteworthy to mention here that Independent Directors shall be elected in the same manner as other directors are elected in terms of section 159 of the Companies Act, 2017. The company shall exercise due diligence before selecting a person from the data bank that the contestant meets the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017

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

No Directors have direct or indirect interest in the above said business except they may consent for election of directors accordingly.



