



شفاء انٹرنیشنل ہسپتال اسلام آباد

Shifa International Hospitals Ltd.

Sector : H-8/4, Islamabad - Pakistan

Tel : 051-8463000

Fax : 051-4863182

April 27, 2023

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

**The Director**  
Corporate Supervision Department  
Company Law Division  
Securities & Exchange Commission of Pakistan  
NIC Building, Jinnah Avenue, Blue Area,  
Islamabad.

**Subject: NOTICE OF EXTRAORDINARY GENERAL MEETING**

Dear Sir(s),

Enclosed please find the notice of the Extraordinary General Meeting (along with statement of material facts) of the Company scheduled to be held on Thursday, May 18, 2023 at 1100 hours at the registered office of the Company situated at sector H-8/4, Islamabad.

In this connection, the share transfer books of the Company will remain closed from May 09, 2023 to May 18, 2023 (both days inclusive).

The said notice has been published in the newspapers (i.e. in all editions of Business Recorder and Express News) on Thursday, April 27, 2023.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Thanking you,

  
**MUHAMMAD NAEEM**  
Company Secretary





شفاء انٹرنیشنل ہسپتال اسلام آباد

Shifa International Hospitals Ltd.

Sector : H-8/4, Islamabad - Pakistan

Tel : 051-8463000

Fax : 051-4863182

## NOTICE FOR EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (EOGM) of the shareholders of Shifa International Hospitals Limited (the “**Company**”) will be held at the registered office (C-0 Auditorium) of the Company at Sector H-8/4, Islamabad on Thursday, May 18, 2023 at 1100 hours to transact the following business:

### ORDINARY BUSINESS:

1. To confirm the minutes of the 36<sup>th</sup> Annual General Meeting of the Company convened on October 28, 2022.

### SPECIAL BUSINESS

2. To consider and approve the circulation of the annual audited financial statements of the Company to its members through QR enabled code and weblink in accordance with S.R.O. 389(I)/2023 dated March 21, 2023 issued by the Securities and Exchange Commission of Pakistan (SECP) under the Companies Act 2017, and to pass the ordinary resolution set out in the statement of material facts circulated to the members along with a copy of this Notice.
3. To approve and authorise the sale or otherwise disposing of all shares of Shifa Medical Center Islamabad (Pvt.) Limited held by Company (the “**SMCI Shares**”) and to pass the ordinary resolution set out in the statement of material facts circulated to the members along with a copy of this Notice.
4. To consider and, if deemed fit, approve with or without modification, the following special resolutions by the shareholders:

“**RESOLVED THAT**, the Company be and is hereby authorized and approved to utilise the entire amount of sale proceeds (or a portion thereof) from the sale of SMCI Shares to make an equity investment in its associated company, Shifa National Hospital Faisalabad (Private) Limited (“**SNHF**”).



**FURTHER RESOLVED** that, the Company be and is hereby authorized and approved to make further additional investment of Rs. 2,196,590,172/- in SNHF, besides already approved equity investment of Rs. 1,584,222,750/- by the Board and shareholders, in the wake of escalation in project cost.

**FURTHER RESOLVED** that, in relation to the investment by the Company in SNHF, the Company be and is hereby authorized and approved:

- (a) to enter into any agreements with SNHF and other shareholders of SNHF; and
- (b) make relevant filings and submissions with, or procure consents from, the SECP, CCP (if required), State Bank of Pakistan (if required) and any other regulatory bodies, in accordance with the applicable law.

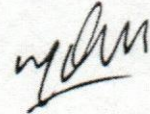
**FURTHER RESOLVED** that, Dr. Zeeshan Bin Ishtiaque, Chief Executive Officer of the Company, (the “**Authorized Person**”) and/or any officer of the Company duly authorized by him in this regard, is hereby authorized to do, or authorize all such acts, matters and things as may be necessary for carrying out and giving full effect to these resolutions together with the execution of any other agreements, instruments, communications, certificates, notices, acknowledgements or other documents required or to be made or delivered by the Company under any of the instruments listed above or in relation therewith or as deemed necessary or desirable by the Authorised Person to give full effect to these resolutions.

**FURTHER RESOLVED** that, the Authorized Person and/or any officer of the Company duly authorized by him in this regard, is hereby authorized to provide a certified copy of these resolutions to all relevant parties including the shareholders of the Company.

**FURTHER RESOLVED** that, each of the aforesaid resolutions shall remain in full force and effect until it is revoked or amended by another resolution.”

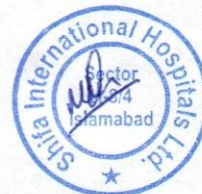
**The statement of material facts under section 134(3) of the Companies Act, 2017 and information required under Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 is annexed with this notice.**

**By Order of the Board**



**Islamabad  
April 19, 2023**

**MUHAMMAD NAEEM  
Company Secretary**



**NOTES:**

**i) Participation in the EOGM via physical presence or through video-conferencing:**

Securities & Exchange Commission of Pakistan through its Circular No. 4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in General Meeting through electronic means as a regular feature in addition to holding physical meetings. Accordingly, the shareholders intending to participate in the meeting via video link are hereby requested to share following information with the Company Secretary office at the earliest but not later than 48 hours before the time of EOGM i.e. before 11:00 a.m. on May 16, 2023:

Name of Shareholder	CNIC No.	Folio No./ CDC Account No.	Mobile No.*	Email Address*

*\*Shareholders are requested to provide their active mobile number and email address to ensure timely communication.*

Members who are registered on or before May 16, 2023, after the necessary verification, will be provided a Zoom video-link by the Company via return email. The login facility will remain open from 1055 hours till the end of the meeting.

Shareholders who wish to provide suggestions/comments on the agenda of the EOGM can email the Company at [muhammad.naeem@shifa.com.pk](mailto:muhammad.naeem@shifa.com.pk) or WhatsApp at 0300-8590160.

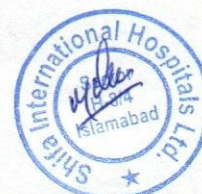
**ii) Closure of Share Transfer Books:**

The share transfer books of the Company will remain closed from May 9, 2023 to May 18, 2023 (both days inclusive). No transfer will be accepted for registration during this period. Transfers received in order at the share registrar's office of the Company i.e. M/s Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore, by the close of business on Monday, May 08, 2023 will be considered as being in time for the purpose to attend and vote at the meeting.

**iii) Appointment of Proxy:**

A member entitled to attend and vote at this meeting is entitled to appoint another member as his/her proxy to attend and vote for him/her. Proxies in order to be effective must be received at the registered office of the Company at Sector H-8/4, Islamabad, not less than 48 hours before the time of holding the meeting. Proxy form is attached with the notice.

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



## **Guidelines for Central Depository Company of Pakistan ('CDC') Investor Account Holders:**

For appointing proxies

- a) In case of individuals, the account holders or sub account holders whose registration details are uploaded as per regulations, shall submit the proxy form as per the above requirements. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the proxy form. Copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- b) In case of corporate entities, the Board of Directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted (unless it has not been provided earlier) along with proxy form to the Company.

### **iv) Procedure for Voting for Special Agenda Items**

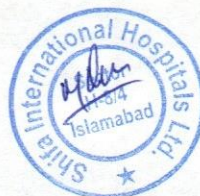
It is hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 and its amendments notified vide SRO 2192(1)12022 dated December 05, 2022, members will be allowed to exercise their right to vote for the special business in the EOGM, in accordance with the condition mentioned in the aforesaid regulations. The Company shall provide its members with the following options for voting:

#### **a) E-Voting Procedure**

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have valid cell numbers/ e-mail addresses available in the register of members of the Company within due course.
- The web address, login details, will be communicated to members via email from the web portal of M/s Corplink (Private) Limited (being the e-voting service provider).
- Identity of the Members intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
- E-Voting facility will start from May 15, 2023, 09:00 a.m. and shall close on May 17, 2023 at 5:00 p.m. Members can cast their votes any time in this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

#### **b) Postal Ballot**

The members shall ensure that duly filled and signed ballot paper along with copy of Computerised National Identity Card (CNIC) should reach the Chairman of the meeting through post on the Company's registered address, Shifa International Hospitals Limited, Pitras Bukhari Road, Sector H-8/4, Islamabad or email at [chairman@shifa.com.pk](mailto:chairman@shifa.com.pk) one day before the Extraordinary General Meeting i.e. on May 17, 2023, during working hours. The signature on the ballot paper shall match with the signature on CNIC.



**v) Change of Address:**

Members are requested to notify any change in their registered addresses immediately.

**vi) Deposit of Physical Shares into Central Depository:**

Pursuant to Section 72 of the Companies Act, 2017 and directive issued by SECP vide its letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021, 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, within a period not exceeding four years from the commencement of the Act i.e. May 30, 2017.

In view of the aforesaid requirement, the shareholders having physical shares are requested to open their CDC sub-account with any of the brokers or investors account directly with CDC to convert their physical shares into book entry form as soon as possible.

For any query/information, the shareholders may contact the Company and/or the Share Registrar at the following addresses/contact numbers:

**Company's Registered Office**

M/s Shifa International Hospitals Limited  
Sector H-8/4, Islamabad.  
Ph. No. +92-51-8464227

**Share Registrar's Office**

M/s Corplink (Pvt.) Limited  
Wings Arcade, 1-K, Commercial,  
Model Town, Lahore.  
Ph. No. +92-42-35916714



**STATEMENT OF MATERIAL FACTS**  
**AS REQUIRED UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017**  
**AND INFORMATION REQUIRED UNDER COMPANIES (INVESTMENT IN**  
**ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKINGS) REGULATIONS,**  
**2017**

AGENDA ITEM NO. 2 - INFORMATION RELATING TO CIRCULATION OF ANNUAL AUDITED ACCOUNTS THROUGH QR ENABLED CODE AND WEBLINK

The Board of Directors has recommended that as per the requirements under S.R.O. 389(I)/ 2023 dated March 21, 2023, issued by the SECP, shareholders' approval be sought to circulate the annual audited financial statements and related documents (included in the Annual report) through QR enabled code and weblink which would be included in the notice of the Extraordinary General Meeting.

For this purpose it is proposed that the following ordinary resolution be passed at the Extraordinary General Meeting:

“**RESOLVED** that Company be and is hereby authorised and approved to circulate its annual audited financial statements and related documents (included in the annual report) to its members through a QR enabled code and weblink in accordance with S.R.O. 389(I)/2023 dated March 21, 2023 issued by the SECP.”

The directors are not interested in this business except as shareholders of the Company.

AGENDA ITEM NO. 3 - INFORMATION RELATING TO SALE OF SHARES OF SHIFA MEDICAL CENTER ISLAMABAD (PRIVATE) LIMITED

Sr. #	Description	Information Required
(i)	Name of the Subsidiary	Shifa Medical Center Islamabad (Private) Limited
(ii)	Cost and Book Value of the Investment in the Subsidiary	Rs. 1,356,170,010
(iii)	Total Market Value of Subsidiary based on Value of the Shares of the Subsidiary Company a. In case of listed subsidiary: quoted price of shares of subsidiary on the day of decision of the board for disposal b. In case of non-listed subsidiary: value determined by a registered valuer, who is eligible to carry out such valuation along with name of the valuer	Rs. 3,409,321,000 E Y Ford Rhodes - Karachi



(iv)	Net worth of subsidiary as per latest audited financial statements and subsequent interim financial statements, if available	Rs. 2,491,510,706
(v)	Total consideration for disposal of investment in subsidiary, basis of determination of the consideration and its utilization	Rs. 3,409,321,000 Based upon EY Ford Rhodes - Karachi Funds to be utilized to cover cost escalation of SNHF Project.
(vi)	Quantitative and qualitative benefits expected to accrue to the members	The sale of SMCI is expected to realise proceeds more than the cost so far incurred on SMCI Project. Further, the sale proceeds may also be utilized in another project of the Company i.e. Hospital project of Shifa National Hospital Faisalabad (Pvt.) Limited (SNHF) at Faisalabad. SNHF, when completed will expand the Company's footprint, increase net wealth of the members and future dividend income.
(vii)	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	Following will have interest:- a. The Company has equity interest and nomination of directors on the Board of Shifa Medical Center Islamabad (Pvt.) Limited. b. Dr. Habib Ur Rahman, Dr. Manzoor H. Qazi and Mr. Muhammad Zahid are also nominee directors of the Company in Shifa Medical Center Islamabad (Pvt.) Limited Except for (b) above, directors, sponsors, majority shareholders and their relatives are not interested in this business except as shareholders of the Company.

For approving the sale or otherwise disposing of all the shares of the Company in Shifa Medical Center Islamabad (Pvt.) Limited, a subsidiary company the Board of Directors have proposed and recommended that the following ordinary resolution be passed at the Extra Ordinary General Meeting:

**“RESOLVED** that the approval of members of the Company be and is hereby accorded for the disposal of all the shares of Shifa Medical Center Islamabad (Private) Limited (“SMCI”) held by the Company (the “SMCI Shares”) at the best possible price against offers received from potential buyers giving due consideration to the valuation of SMCI done by the independent evaluator.





**FURTHER RESOLVED** that Board of Directors are hereby authorized to identify, shortlist and decide suitable buyers, pricing, timing and other modalities for the purposes of the sale of the SMCI Shares.

**FURTHER RESOLVED** that, for the purposes of the SMCI Shares, the Company be and is hereby authorized to do the following:

- (a) the execution of a share sale and purchase agreement by and between the Company and the prospective buyers;
- (b) the filing of a pre-merger clearance application with the Competition Commission of Pakistan (CCP) (if applicable); and
- (c) the making of relevant filings and submissions with, or procure consents from, the Securities and Exchange Commission of Pakistan (SECP), CCP, State Bank of Pakistan (if required) and any other regulatory bodies, in accordance with the applicable law.

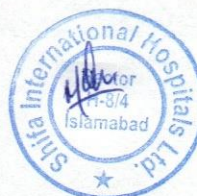
**FURTHER RESOLVED** that, Dr. Zeeshan Bin Ishtiaque, the Chief Executive Officer of the Company, be and is hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the disposal of the subsidiary of the Company as above, as and when required at the time of disposal, including but not limited to negotiating, signing and executing any necessary agreements/documents, and any ancillary matters thereto”

**AGENDA ITEM NO. 4 - INFORMATION RELATING TO INVESTMENT OF SALE PROCEEDS AND ADDITIONAL INVESTMENT IN ASSOCIATED COMPANY, SHIFA NATIONAL HOSPITAL FAISALABAD (PRIVATE) LIMITED**

Sr. #	Description	Information Required
(i)	Name of the associated company or associated undertaking	Shifa National Hospital Faisalabad (Private) Limited
(ii)	Basis of relationship	60% owned subsidiary
(iii)	Earnings/ (loss) per share in Rupee(s) for the last three years	Year 1 – (0.03) Year 2 – (0.14) Year 3 – (8.86)
(iv)	Break-up value per share, based on latest audited financial statements	Rs. 11.06/-
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	Included below*
(vi)	In case of investment in relation to a project of associated company or associated undertaking that has not	



	commenced operations, following further information, namely:	
	(I) description of the project and its history since conceptualization	Date of Incorporation February 28, 2019
	(II) starting date and expected date of completion of work;	Start date: February 01, 2022 Expected Completion Date: December, 2024
	(III) time by which such project shall become commercially operational	Financial Year 2025
	(IV) expected time by which the project shall start paying return on investment; and	Year 8 of operations
	(V) funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	Cash: Rs. 1,582,279,120 Funds to be invested: Rs. 2,198,533,802 besides already approved amount of Rs. 1,943,630 by the Shareholders in the AGM held on October 27, 2018.
	<b>General Disclosures</b>	
(i)	Maximum amount of investment to be made	Rs. 3,780,812,922
(ii)	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	Expansion, Profitability, Dividend within 8 years of investment.
(iii)	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds,-	Sale Proceeds from sale of Shifa Medical Center Islamabad (Pvt.) Limited and Available Funds.
	(I) justification for investment through borrowings;	N/A
	(II) detail of collateral, guarantees provided and assets pledged for obtaining such funds; and	N/A
	(III) cost benefit analysis;	N/A
(iv)	Salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment	The Company will sign management & operation agreement with SNHF
(v)	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	Following will have interest:- a. The Company has equity interest and nomination of directors on the Board of Shifa National Hospitals (Pvt.) Limited.



		<p>b. Dr. Habib Ur Rahman, Dr. Manzoor H. Qazi and Mr. Muhammad Zahid are also nominee directors of the Company in Shifa National Hospital Faisalabad (Pvt.) Limited</p> <p>Except for (b) above, directors, sponsors, majority shareholders and their relatives are not interested in this business except as shareholders of the Company.</p>								
(vi)	In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	<p>Investment of Rs. 1,582,279,120 made in SNHF</p> <p>Project Status: Land Acquired Design Prepared All relevant approvals taken Building Works in progress.</p>								
(vii)	Any other important details necessary for the members to understand the transaction;	<table border="1"> <tr> <td>Max Investment Required</td> <td>Rs. 3,780,812,922</td> </tr> <tr> <td>Approval Available</td> <td>Rs. 1,584,222,750</td> </tr> <tr> <td>Balance Approval required</td> <td>Rs. 2,196,590,172</td> </tr> <tr> <td>Investment to date</td> <td>Rs. 1,582,279,120</td> </tr> </table>	Max Investment Required	Rs. 3,780,812,922	Approval Available	Rs. 1,584,222,750	Balance Approval required	Rs. 2,196,590,172	Investment to date	Rs. 1,582,279,120
Max Investment Required	Rs. 3,780,812,922									
Approval Available	Rs. 1,584,222,750									
Balance Approval required	Rs. 2,196,590,172									
Investment to date	Rs. 1,582,279,120									
<b>Additional Disclosures</b>										
(i)	Maximum price at which securities will be acquired;	Par Value								
(ii)	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	N/A								
(iii)	Maximum number of securities to be acquired	378,081,292								



# BUSINESS RECORDER

Islamabad, Thursday 27 April 2023, 6 Shawwal 1444



**Shifa**  
International  
Hospitals Ltd.



## NOTICE FOR EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (EOGM) of the shareholders of Shifa International Hospitals Limited (the "Company") will be held at the registered office (C-0 Auditorium) of the Company at Sector H-8/4, Islamabad on Thursday, May 18, 2023 at 11:00 hours to transact the following business:

### ORDINARY BUSINESS

1. To confirm the minutes of the 36th Annual General Meeting of the Company convened on October 28, 2022.

### SPECIAL BUSINESS

2. To consider and approve the circulation of the annual audited financial statements of the Company to its members through QR enabled code and weblink in accordance with S.R.O. 389(1)/2023 dated March 21, 2023 issued by the Securities and Exchange Commission of Pakistan (SECP) under the Companies Act 2017, and to pass the ordinary resolution set out in the statement of material facts circulated to the members along with a copy of this Notice.
3. To approve and authorise the sale or otherwise disposing of all shares of Shifa Medical Center Islamabad (Pvt.) Limited held by Company (the "SMCI Shares") and to pass the ordinary resolution set out in the statement of material facts circulated to the members along with a copy of this Notice.
4. To consider and, if deemed fit, approve with or without modification, the following special resolutions by the shareholders:

**"RESOLVED THAT**, the Company be and is hereby authorized and approved to utilise the entire amount of sale proceeds (or a portion thereof) from the sale of SMCI Shares to make an equity investment in its associated company, Shifa National Hospital Faisalabad (Private) Limited ("SNHF").

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- (a) to enter into any agreements with SNHF and other shareholders of SNHF; and
- (b) make relevant filings and submissions with, or procure consents from, the SECP, CCP (if required), State Bank of Pakistan (if required) and any other regulatory bodies, in accordance with the applicable law.

**FURTHER RESOLVED** that, Dr. Zeeshan Bin Ishtiaque, Chief Executive Officer of the Company, (the "Authorized Person") and/or any officer of the Company duly authorized by him in this regard, is hereby authorized to do, or authorize all such acts, matters and things as may be necessary for carrying out and giving full effect to these resolutions together with the execution of any other agreements, instruments, communications, certificates, notices, acknowledgements or other documents required or to be made or delivered by the Company under any of the instruments listed above or in relation therewith or as deemed necessary or desirable by the Authorized Person to give full effect to these resolutions.

**FURTHER RESOLVED** that, the Authorized Person and/or any officer of the Company duly authorized by him in this regard, is hereby authorized to provide a certified copy of these resolutions to all relevant parties including the shareholders of the Company.

**FURTHER RESOLVED** that, each of the aforesaid resolutions shall remain in full force and effect until it is revoked or amended by another resolution."

The statement of material facts under section 134(3) of the Companies Act, 2017 and information required under Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 is being sent to the members with this notice.

By Order of the Board

Sd/-

Islamabad  
April 19, 2023

MUHAMMAD NAEEM  
Company Secretary

### Notes

- i) Participation in the EOGM via physical presence or through video-conferencing:

Securities & Exchange Commission of Pakistan through its Circular No. 4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in General Meeting through electronic means as a regular feature in addition to holding physical meetings. Accordingly, the shareholders intending to participate in the meeting via video link are hereby requested to share following information with the Company Secretary office at the earliest but not later than 48 hours before the time of EOGM i.e. before 11:00 a.m. on May 16, 2023:

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	Mobile No.*	Email Address*
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\*Shareholders are requested to provide their active mobile number and email address to ensure timely communication.

Members who are registered on or before May 16, 2023, after the necessary verification, will be provided a Zoom video-link by the Company via return email. The login facility will remain open from 1055 hours till the end of the meeting.

Shareholders who wish to provide suggestions/comments on the agenda of the EOGM can email the Company at muhammad.naem@shifa.com.pk or WhatsApp at 0300-8590160.

**ii) Closure of Share Transfer Books**

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

**Guidelines for Central Depository Company of Pakistan ('CDC') Investor Account Holders**

**For appointing proxies**

- a) In case of individuals, the account holders or sub account holders whose registration details are uploaded as per regulations, shall submit the proxy form as per the above requirements. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the proxy form. Copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- b) In case of corporate entities, the Board of Directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted (unless it has not been provided earlier) along with proxy form to the Company.

**iv) Procedure for Voting for Special Agenda Items**

It is hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 and its amendments notified vide SRO 2192(1)12022 dated December 05, 2022, members will be allowed to exercise their right to vote for the special business in the EOGM, in accordance with the condition mentioned in the aforesaid regulations. The Company shall provide its members with the following options for voting:

**a) E-Voting Procedure**

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have valid cell numbers/ e-mail addresses available in the register of members of the Company within due course.
- The web address, login details, will be communicated to members via email from the web portal of M/s Corplink (Private) Limited (being the e-voting service provider).
- Identity of the Members intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
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**b) Postal Ballot**

The members shall ensure that duly filled and signed ballot paper along with copy of Computerised National Identity Card (CNIC) should reach the Chairman of the meeting through post on the Company's registered address, Shifa International Hospitals Limited, Pitras Bukhari Road, Sector H-8/4, Islamabad or email at chairman@shifa.com.pk one day before the Extraordinary General Meeting i.e. on May 17, 2023, during working hours. The signature on the ballot paper shall match with the signature on CNIC.

**v) Change of Address**

Members are requested to notify any change in their registered addresses immediately.

**vi) Deposit of Physical Shares into Central Depository**

Pursuant to Section 72 of the Companies Act, 2017 and directive issued by SECP vide its letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021, 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, within a period not exceeding four years from the commencement of the Act i.e. May 30, 2017.

In view of the aforesaid requirement, the shareholders having physical shares are requested to open their CDC sub-account with any of the brokers or investors account directly with CDC to convert their physical shares into book entry form as soon as possible.

For any query/information, the shareholders may contact the Company and/or the Share Registrar at the following addresses/contact numbers:

**Company's Registered Office**  
M/s Shifa International Hospitals Limited  
Sector H-8/4, Islamabad.  
Ph. No. +92-51-8464770

**Share Registrar's Office**  
M/s Corplink (Pvt.) Limited  
Wings Arcade, 1-K, Commercial, Model Town, Lahore.  
Ph. No. +92-42-35916714



جینئر ہولڈرز فیرمسول ارجاس امام کا چیئرمین ہے پرمجاہد اہم کرنا چاہتے ہیں وہ بھی پک.کو muhammad.naeem@shifa.com پر ایمیل یا داس پابکر 0300-8590160 پر رابطہ رکھتے ہیں۔

۲۔ حصص کی منتقلی کی بندش:

کپنی کے حصص کی منتقلی کی تاہیں 09 مئی 2023ء سے 18 مئی 2023ء (شامل دونوں دن) تک بند رہیں گی۔ اس مدت کے دوران رجسٹریشن کیلئے کوئی منتقلی قبول نہیں کی جائے گی۔

08 مئی 2023 کو کپنی کے شیئرز اور افسر، میجرز کارپ لنک (پرائیویٹ) لمیٹڈ، جگڑا آرکیڈ، K-1، کمرشل ماڈل ٹاؤن، لاہور میں کاروباری اوقات کار کے اختتام تک موصول ہونے والی حصص منتقلی کی درخواستوں کو اجلاس میں شرکت اور ووٹنگ کے مقصد کے لئے برہت سمجھا جائے۔

۳۔ پرائی کی تقرری:

اس اجلاس میں شرکت اور ووٹ دینے کے اہل درکن کو حق حاصل ہے کہ وہ اپنی جگہ کسی دوسرے درکن کو اجلاس میں شامل ہونے اور ووٹ دینے کے لئے اپنے پرائی کی کے طور پر مقرر کرے۔ اس مقصد کے لئے موثر ہونے کی فرض سے اجلاس کے انعقاد کے وقت کم از کم 48 گھنٹے قبل اسلام آباد کے ٹیکس H-8/4 میں کپنی کے رجسٹرڈ دفتر میں پرائی کی اطلاع موصول ہونا ضروری ہے۔ فیس کے ساتھ پرائی فارم منسلک ہے۔

ی ڈی ای کا ڈونٹ ہولڈرز کو یکے پر اثر انداز کئے جانے سے کپنی کو محفوظ رکھنے کے لئے پرائی کی کو 1 جنوری 2000ء کو رجسٹرڈ ہونے والی حلیات پر عمل کرنا ہوگا۔

سینٹرل ڈیپازٹری کپنی آف پاکستان لمیٹڈ (سی ڈی سی) کے انویسٹر کا ڈونٹ ہولڈرز کے لئے حلیات:

پرائی کی کے تقرر کے لئے:

(الف) افراد کے معاملے میں، کا ڈونٹ ہولڈرز یا ڈی ای کا ڈونٹ ہولڈرز جن کی رجسٹریشن کی تفصیلات قواعد و ضوابط کے مطابق اپ لوڈ کی گئی ہیں، مندرجہ بالا لوازمات کے مطابق پرائی فارم جمع کرائیں گے۔ پرائی فارم کے لئے دو فراہمی گواہی جن کے نام، پتہ اور شناختی کارڈ فارم پر درج ہوں گے۔ قاعدہ اٹھانے والے مالکان اور پرائی کی دونوں کے شناختی کارڈ یا پاسپورٹ کی کاپیاں پرائی فارم کے ساتھ پیش کی جائیں گی۔

(ب) کارپورٹ اداروں کے معاملے میں، ہیورڈ آف ڈائریکٹرز کی قرارداد اور آف انٹرنی جس میں کارپورٹ ادارے کی نمائندگی اور ووٹ دینے کے لئے نامزد شخص کے نمونے کے دستخط ہوں گے، کپنی کو پرائی فارم کے ساتھ پیش کیا جائے گا (بشرطیکہ یہ پیپلز فریمز کیا گیا ہو)۔

۴۔ خصوصی ایجنڈا نمبر کے لئے ووٹنگ کا طریقہ کار

مطلوب کیا جاتا ہے کہ کپنی (پوسٹل بلٹ) اگست 2018ء اور ایس آر 12022 (1219292) کے تحت 5 دسمبر 2022ء کو اعلان کردہ ٹرانسم کے مطابق، ممبران کو مذکورہ بالا ضوابط میں بیان کردہ شرائط کے مطابق فیرمسول ارجاس امام میں خصوصی کامیڈار کے حق رائے دہی استعمال کرنے کی اجازت ہوگی۔ کپنی اپنے اراکین کو ووٹنگ کے لئے مندرجہ ذیل معلومات کو اختیار کیا گیا ہے۔

(الف) ای ووٹنگ کا طریقہ کار

- ای ووٹنگ کی سہولت کی تفصیلات کپنی کے ممبروں کو ای میل کے ذریعہ فراہم کی جائیں گی جن کے دست موہاں نمبر اور ای میل مندرجہ ذیل صورت میں کپنی کے ممبران کے رجسٹر میں دستیاب ہیں۔
- ویب ایڈریس الگ الگ کی تفصیلات ممبروں کو ای میل کے ذریعہ متاثر کیا جائیں گی۔ سیکورٹی کوڈز ایس ایم ایس کے ذریعے ممبران کو میسرز کارپ لنک (ای ووٹنگ سروس) فراہم کنندہ ہونے کے ناطے) کے ویب پورٹل سے مہیا کیے جائیں گے۔
- ای ووٹنگ کے ذریعے ڈالنے کا ادارہ رکھے ہالے اراکین کی شناخت ایسیٹارکٹڈ متخلو پالاک ان کی تصدیق کے ذریعے کی جائے گی۔
- ای ووٹنگ کی سہولت 15 مئی 2023 کو صبح 09:00 بجے شروع ہوگی اور 17 مئی 2023 کو شام 5:00 بجے بند ہوگی۔ مالکان اس مدت میں کسی بھی وقت اپنا ووٹ ڈال سکتے ہیں۔ ایک بار جب کسی درکن کی طرف سے قرارداد پر ووٹ ڈال دیا جاتا ہے تو اسے بعد میں تبدیل کرنے کی اجازت نہیں دی جائے گی۔

(ب) پوسٹل بلٹ

ممبران اس بات کو یقینی بنائیں کہ وہ کپیڈیل ریز ڈونٹیشن شناختی کارڈ کی کاپی کے ساتھ باقاعدہ ایل اور دستخط شدہ خط بھی اجلاس کے اختتام تک کپنی کے رجسٹرڈ پتے، شفا انجینئرنگ ہسپتال لمیٹڈ، پلٹن بخاری روڈ، پیکراج-ان، انور اسلام آباد کے ذریعے ای میل chairman@shifa.com.pk پر فیرمسول ارجاس امام سے ایک پوسٹل یعنی 17 مئی 2023 کو موصول ہو جائیں۔ خط بھی پر دستخط شناختی کارڈ پر دستخط کے ساتھ ملایا جائے گا۔

۵۔ پتہ کی تبدیلی:

ممبران سے درخواست کی جاتی ہے کہ وہ اپنے رجسٹرڈ پتوں میں کسی بھی تبدیلی کی اطلاع فوری طور پر دیں۔

۶۔ فیئر ٹیکل حصص کی سینٹرل ڈیپازٹری میں جمع کرنا:

کپنی ایک 2017 کی دفعہ 72 اور ایس آر ای سی بی کی جانب سے 26 اگست 2021ء کو جاری کردہ رولے ایس آر ای ڈی ای ڈی ای (متعلق 2016-639-640 میں شامل حلیات کے مطابق ہر موجودہ ملحد کپنی کو اپنے فیئر ٹیکل شیئرز کو ایس آر ای سی بی کی جانب سے مقرر اور اعلان کردہ تاریخ سے یک ایس آر ای فارم میں اسے مقررے کے اندر تبدیل کرنا ہوگا جو ایک کیلئے کی تاریخ یعنی 30 مئی 2017 سے جاری ہوں گے۔ اندر اندر۔

مندرجہ بالا ضرورت کے پیش نظر، فیئر ٹیکل شیئرز رکھنے والے شیئرز ہولڈرز سے درخواست کی جاتی ہے کہ وہ جلد از جلد اپنے ڈی ڈی ای ڈی ای ڈی ای ڈی ای کے ساتھ ساتھ ملحد کا ڈونٹیشن کسی بھی بروکر کے ساتھ کولیس تاکہ ان کے فیئر ٹیکل شیئرز کو جلد از جلد یک ایس آر ای فارم میں جمع کیا جاسکے۔

کسی بھی موصول یا معلومات کے لئے شیئرز ہولڈرز مندرجہ ذیل پتوں، رابطہ نمبروں پر کپنی شیئرز رجسٹرار سے رابطہ رکھ سکتے ہیں:

<p>شیئرز رجسٹرار افسس</p> <p>کارپ لنک (پرائیویٹ) لمیٹڈ</p> <p>ڈکڑا آرکیڈ، 1۔ کے کمرشل ماڈل ٹاؤن لاہور، فون نمبر: +92-42-35916714</p>	<p>کپنی رجسٹرار افسس</p> <p>شفا انجینئرنگ ہسپتال لمیٹڈ</p> <p>ٹیکس H-8/4، اسلام آباد، فون نمبر: +92-51-8464770</p>
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