



CLOVER PAKISTAN LIMITED

Notice of the 37th Annual General Meeting

Notice is hereby given that the 37th Annual General Meeting (AGM) of the shareholders of Clover Pakistan Limited (the Company) will be held on Thursday, October 19, 2023, at 09:00 a.m. at Arabian Sea Country Club, Bin Qasim, Karachi to transact the following businesses:

Ordinary Business:

- To confirm the minutes of the Company's Annual General Meeting held on October 28, 2022.
- To receive, consider and adopt the annual audited financial statements of the Company for the year ended June 30, 2023, together with the Directors' and Auditors' reports thereon.
- To appoint auditors of the Company for the Financial Year ending June 30, 2024, and to fix their remuneration.

Special Business:

- To consider and approve the circulation of the Annual Audited Financial Statements (including Balance Sheet, Profit and Loss Account, Auditor's Report, Director's Report, and other reports contained therein) to members of the Company through QR-enabled code and weblink, as allowed by the Securities & Exchange Commission of Pakistan vide SRO 389(0)/2023 dated March 21, 2023.

Any Other Business:

- To transact any other business as may be placed before the meeting with the permission of the Chair.

By order of the Board


Muhammad Kashif
Company Secretary

Date: September 22, 2023
Place: Karachi



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Notes:

1. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from October 13, 2023, to October 19, 2023 (both days inclusive). Transfers received in order by our Share Registrar, M/S. FAMCO Associates Private Limited, 8-F, Near Hotel Faran, Nursery, Block-6, PECHS, Shakra-e-Faisal, Karachi, Pakistan, by the close of business on October 12, 2023, will be considered in time for attending the meeting.

2. Appointment of Proxies and Attending AGM:

- i. A member entitled to attend and vote at the meeting may appoint another member as their proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
- ii. A blank instrument of proxy (in English and Urdu) is attached in the Annual Report. The form of proxy is also available on the Company's website.
- iii. A duly completed instrument of proxy to be valid must be deposited at the registered office not less than 48 hours before the time of the meeting. Attested copies of valid CNIC or the passport of the member and the proxy shall be furnished with the Proxy Form.
- iv. The instrument of proxy should be duly signed, stamped and witnessed by two persons with their names, addresses, CNIC numbers and signatures.
- v. Central Depository Company (CDC) account holders are also required to follow the guidelines as laid down in Circular No.1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP).
- vi. In the case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature of the nominee shall be submitted at the registered office not less than 48 hours before the time of the meeting.

3. Change in Members Addresses:

Members are requested to notify any change in their addresses immediately to the Share Registrar M/S. FAMCO Associates Private Limited.

4. Availability of Financial Statements and Reports on the Website:

The Company's Annual Report for the year ended June 30, 2023, has been placed on the Company's website, and the same is circulated to the members through CD.

5. Transmission of Annual Financial Statements and Notice of Meeting through email:

In pursuance to S.R.O.787(I)/2014 dated September 08, 2014, the SECP has permitted companies to circulate annual audited financial statements along with notice of AGM to its members through email. Accordingly, members who desire to receive annual financial statements and notices of the Company through email in the future (instead of receiving them through CD) are requested to submit their consent on the form duly filled to the Company's Share Registrar. The consent form has been uploaded to the Company's website. Any change to such arrangement(s) should be communicated to the Company on the standard request form.



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6. Electronic Mode:

Under the provisions of section 242 of the Companies Act 2017, a listed company is required to pay cash dividends only through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders are requested to provide the information on an E-Dividend Mandate Form available at the Company's website to the share registrar for future dividend payment. The CDC account holders must submit their information directly to their broker (participant) / M/S FAMCO Associates Private Limited.

7. Shareholding Proportion:

The FBR has clarified that in the case of the joint account, each holder is to be treated individually as either a filer or non-filer and tax will be deducted based on shareholding of each joint holder as may be notified by the Shareholder, in writing as follows, to the Company's share registrar. Otherwise, it will be assumed that the joint shareholders equally hold the shares:

Company Name	Folio/CDC Account Number	Total Shares	Principal Shareholder	Joint Shareholder(s)
			Name & CNIC Shareholding proportion (No. of shares)	Name & CNIC Shareholding proportion (No. of shares)

8. Special Notice to the Shareholders for Conversion of Physical Shares into Book-Entry Form:

In compliance with section 72 of the Companies Act, 2017 and SECP's letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021, listed companies are required to replace existing physical shares issued by them into the Book-Entry form. Given the above requirement, shareholders of the Company having physical folios/ share certificates are requested to convert their shares from the physical form into Book-Entry form as soon as possible.

Conversion of physical shares into Book-Entry form would facilitate the shareholders in many ways, i.e. safe custody of shares, readily available market for instant sale and purchase of shares, eliminate the risk of loss & damage, easy & secure transfer with lesser formalities as compared to physical shares. The Company's shareholders may contact Share Registrar of the Company [i.e. M/S. FAMCO Associates Private Limited] for assistance in converting physical shares into Book-Entry Form.