



CENTURY INSURANCE COMPANY LIMITED

Registered Office & Corporate Department
LAKSON SQUARE, BUILDING NO.2, SARWAR SHAHEED ROAD, KARACHI - 74200 PAKISTAN

13 November 2023

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
KARACHI

BY HAND DELIVERY

Dear Sirs,

NOTICE OF EXTRAORDINARY GENEREAL MEETING

Enclosed please find a printed copy of our notice of Extraordinary General Meeting to be held on 05 December 2023 for your information and record.

Thanking you,

Yours faithfully,
For **CENTURY INSURANCE COMPANY LIMITED**


(MANSOOR AHMED)
Company Secretary

Encls: as above.



CENTURY INSURANCE COMPANY LIMITED

LAKSON SQUARE, BUILDING NO.2, SARWAR SHAHEED ROAD, KARACHI-74200 PAKISTAN
NTN : 0710008-6

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of **CENTURY INSURANCE COMPANY LIMITED** will be held on Tuesday, December 05, 2023 at 03:30 p.m. at ICAP Auditorium, Chartered Accountants Avenue, Clifton, Karachi as well as through Electronic means/Video link facility to transact the following business:

SPECIAL BUSINESS

To approve the circulation of Annual Report (including the Audited Financial Statements, Auditors' Report, Directors' Report, Chairman's Review Report etc.) to the Members of the Company through QR enabled code and web link, in accordance with Section 223 of the Companies Act, 2017 as allowed vide SECP's S.R.O.389(1)/2023 dated March 21, 2023 and to pass the following resolution with or without modification:

"RESOLVED THAT Century Insurance Company Limited (the 'Company') be and is hereby authorized to circulate its Annual Report including Audited Financial Statements, Auditors' Report, Directors' Report, Chairman's Review Report and other reports contained therein to Members of the Company through QR enabled code and web link."

Statement under section 134 of the Companies Act, 2017 in the above matter is annexed.

By Order of the Board

(MANSOOR AHMED)
Company Secretary

Karachi : November 06, 2023

NOTES:

1. The share transfer books of the Company will remain closed from November 28, 2023 to December 05, 2023 (both days inclusive). Transfers received in order by the Shares Registrar of the Company, M/s. FAMCO Associates (Private) Limited, 8-F, near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shakra-e-Faisal, Karachi up to the close of business on November 27, 2023 will be treated in time for the purpose of attending the extraordinary general meeting.

2. Participation in the EOGM via physical presence or through video conferencing

a. A member, who has deposited his/her shares into Central Depository Company of Pakistan Limited, must bring his/her participant's ID number and CDC account/sub-account number along with original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting.

b. Participation in the EOGM proceedings through video link facility:

The arrangement for attending the EOGM through electronic means will be as under:

a. To facilitate our members who want to attend EOGM through Zoom application - a video link facility will be provided.

b. Shareholders interested in attending the EOGM through Zoom application are hereby requested to get themselves registered with the Company Secretary office by providing the following details at the earliest but not later than 24 hours before the time of EOGM (i.e., before 03:30 p.m. on December 04, 2023) through following means:

- i) Mobile/WhatsApp: 0315 5008228
- ii) E-mail: mansoor@lakson.com.pk

Shareholders are advised to mention Name, CNIC Number, Folio/CDC Account Number, cell number and email ID for identification.

Upon receipt of the above information from the interested shareholders, the Company will send the login credentials at their e-mail address. On the date of EOGM, shareholders will be able to login and participate in the EOGM proceedings through their smartphone/computer devices.

Shareholders can also provide their comments/suggestions for the proposed agenda item of the EOGM by using the aforesaid means.

3. Requirements for appointing Proxies

- a. A member entitled to attend and vote at the Extraordinary General Meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her, and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the meeting as are available to a member. A proxy must be a member of the Company.
- b. Form of proxy, in order to be valid must be properly filled-in/executed and received at the registered office of the Company situated at Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi not later than 48 hours before the time of the meeting excluding holidays.
- c. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- d. Copies of CNIC or the valid passport of the beneficial owners and the proxy shall be furnished along with the proxy form.
- e. The proxy shall produce his original CNIC or original valid passport at the time of the Meeting.
- f. In case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

4. Updation of shareholder addresses/other particulars:

Members holding shares in physical form are requested to promptly notify Shares Registrar of the Company of any change in their addresses or any other particulars. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service.

Further, to comply with requirements of section 119 of the Companies Act, 2017 and Regulation 19 of the Companies (General Provisions and Forms) Regulations, 2018, all CDC and shareholders are requested to have their email address and cell phone numbers incorporated/updated in their physical folio or CDC account.

5. Conversion of Physical Shares into CDC Account

The Securities and Exchange Commission of Pakistan has issued a letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021 addressed to all listed companies drawing attention towards the provision of Section 72 of the Companies Act, 2017 (Act) which requires all companies to replace shares issued by them in physical form with shares to be issued in the Book-Entry-form within a period not exceeding four years from the date of the promulgation of the Act.

In order to ensure full compliance with the provisions of the aforesaid Section 72 and to benefit from the facility of holding shares in the Book-Entry-Form, the shareholders who still hold shares in physical form are requested to convert their shares in the Book-Entry-Form, as soon as possible.

The shareholders may contact their Broker, CDC Participant or CDC Investor Account Service Provider for assistance in opening a CDS Account and subsequent conversion of the physical shares into book-entry form. It would facilitate the shareholders in many ways including safe custody of shares, avoidance of formalities required for the issuance of duplicate shares, etc.

6. Pursuant to the Companies (Postal-Ballot) Regulations, 2018 read with Sections 143 and 144 of the Companies Act, 2017, Members will be allowed to exercise their right to vote through postal ballot, that is voting by post or electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.
7. Form of Proxy and Ballot Paper are enclosed and is also available on Company's website: www.cicl.com.pk.

STATEMENT OF MATERIAL FACTS CONCERNING SPECIAL BUSINESS PURSUANT TO SECTION 134 OF THE COMPANIES ACT, 2017

The statement sets out the material facts concerning the Special Business given in agenda item of the Notice which will be considered to be passed by the members. The purpose of the Statement is to set forth the material facts concerning such Special Business.

Agenda Item Circulation of Annual Audited Financial Statements through QR enabled code and web link.

The Securities and Exchange Commission of Pakistan (SECP) through its Notification No. S.R.O.389(1)/2023 dated March 21, 2023 has allowed the companies to circulate the Annual Audited Financial Statements to its Members/Shareholders through Quick Response (QR) enabled code and web link. Consequently, notice of meeting shall be dispatched to Members as per requirements of the Companies Act, 2017 on their registered address, containing the QR code and the web link address to enable them to view and download the Annual Audited Financial Statements together with the Reports and documents required to be annexed thereto under the Companies Act, 2017.

Considering the optimum use of advancements in technology and in order to fulfil the Company's corporate social responsibility to the environment and sustainability, Members approval is sought for the circulation of the Annual Report (including Annual Audited Financial Statements and other reports contained therein) to the Members of the Company through QR enabled code and weblink in accordance with S.R.O. 389(1)/2023 dated March 21, 2023.

The Company shall send hard copies of Annual Audited Financial Statements to the shareholders, free of charge, upon receipt of a duly completed Request Form, as available on the Company's website.

None of the Directors of the Company have any direct or indirect interest in the Special Business, except in their capacity as members and Directors of the Company.



CENTURY INSURANCE COMPANY LIMITED

Form of Proxy

I/We _____

of _____

a member of **CENTURY INSURANCE COMPANY LIMITED** hereby

appoint _____

of _____

or failing him _____

of _____

who is/are also member of Century Insurance Company Limited to act as my/our proxy and to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the shareholders of the Company to be held on the 05th day of December 2023 or at any adjournment thereof.

Signed this _____ day of _____ 2023.

Folio No.	CDC Participant ID No.	CDC Account/ Sub-Account No.	No. of shares held	Signature

Witness 1

Signature _____

Name _____

CNIC No. _____

Address _____

Witness 2

Signature _____

Name _____

CNIC No. _____

Address _____

Notes: 1. The proxy must be a member of the Company.

2. The signature must tally with the specimen signature/s registered with the Company.

3. If a proxy is granted by a member who has deposited his/her shares in Central Depository Company of Pakistan Limited, the proxy must be accompanied with participant's ID number and CDC account/sub-account number along with attested photocopies of Computerized National identity Card (CNIC) or the Passport of the beneficial owner. Representatives of corporate members should bring the usual documents required for such purpose.

4. The instrument of Proxy properly completed should be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting, excluding holidays.



سینچری انشورنس کمپنی لمیٹڈ

مختار نامہ (پراکسی فارم)

میں / ہم

سکنہ

بحیثیت رکن / ممبر سینچری انشورنس کمپنی لمیٹڈ مقرر کرتا ہوں / کرتی ہوں / کرتے ہیں / مستی / مسماہ

سکنہ

کو یا ان کی غیر حاضری میں مستی / مسماہ

سکنہ

کو جو خود بھی سینچری انشورنس کمپنی لمیٹڈ کا رکن ہے کہ وہ بطور میرا / ہمارا مختار نامہ (پراکسی) سینچری انشورنس کمپنی لمیٹڈ کے غیر معمولی اجلاس عام میں جو 05 دسمبر، 2023 کو منعقد ہو رہا ہے یا اس کے کسی ملتوی شدہ اجلاس میں شرکت کرے اور میری / ہماری جگہ، میری / ہماری طرف سے حق رائے دہی استعمال کرے۔

مورخہ _____ 2023 کو میرے دستخط سے جاری ہوا۔

فولیو نمبر	سی ڈی سی پارٹیشنڈ ID نمبر	سی ڈی سی کھاتہ نمبر	حصص کی تعداد

دستخط

گواہ نمبر ۲

گواہ نمبر ۱

دستخط

دستخط

نام

نام

کمپیوٹرائزڈ قومی شناختی کارڈ نمبر

کمپیوٹرائزڈ قومی شناختی کارڈ نمبر

پتہ

پتہ

ہدایات:

- ۱- مختار (پراکسی) کا کمپنی کا رکن (ممبر) ہونا ضروری ہے۔
- ۲- ممبر (رکن) کے دستخط، نمونہ شدہ دستخط / اندراج شدہ دستخط سے مماثلت ہونا ضروری ہے۔
- ۳- سی ڈی سی اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر کو مختار نامہ (پراکسی فارم) کے ہمراہ کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی مصدقہ نقل منسلک کرنا ضروری ہے۔ کارپوریٹ ادارے کے نمائندوں کو معمول کے مطابق دستاویزات ساتھ لانا ضروری ہے۔
- ۴- مختار نامہ (پراکسی فارم) مکمل پُر شدہ کمپنی کے رجسٹرڈ آفس میں اجلاس کے مقرر وقت سے کم از کم ۴۸ گھنٹے قبل جمع کرانا ضروری ہے، چھٹیوں کے علاوہ۔



CENTURY INSURANCE COMPANY LIMITED

Ballot Paper for Voting through Post

Registered Office: Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi-74200
Ph: +92 21 384 00 000 Fax No. +92 21 3568 4336 Website: <https://www.cicl.com.pk>

For poll to be held at the Extra-Ordinary General Meeting of Century Insurance Company Limited on Tuesday, December 05, 2023 at 3:30 p.m. at ICAP Auditorium, Chartered Accountants Avenue, Clifton, Karachi as well as through Electronic means/Video link facility.

Contact Details of Chairman, where ballot paper may be sent:

Business Address: The Chairman, Century Insurance Company Limited, Lakson Square, Building No.2, Sarwar Shaheed Road, Karachi-74200, Pakistan.

Attention: Company Secretary Designated email address: chairman@cicl.com.pk

Name of Shareholder / Joint shareholders	
Registered address of shareholder(s)	
Number of shares held	
Folio Number / CDC Account Number	
CNIC/Passport No. (in case of foreigner) (Copy to be attached)	
Additional information and enclosures (In case of representative of body corporate, Corporation and Federal Government.)	

INSTRUCTIONS FOR POLL

1. Please indicate your Vote by ticking (✓) the relevant box.

2. In case both the boxes are marked as (✓), your ballot paper shall be treated as "Rejected".

I/we hereby exercise my/our vote in respect of the below resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below

S. No.	Nature and Description of Special Business/Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
	SPECIAL BUSINESS "RESOLVED THAT Century Insurance Company Limited (the 'Company') be and is hereby authorized to circulate its Annual Report including Audited Financial Statements, Auditors' Report, Directors' Report, Chairman's Review Report and other reports contained therein to Members of the Company through QR enabled code and web link." "		

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

- Duly filled and signed original postal ballot should be sent to the Chairman, at above-mentioned business or email address.
- Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach chairman of the meeting on or before December 04, 2023 during working hours (i.e. by 5:30 p.m.). Any postal ballot received after this date, will not be considered for voting.
- Signature on postal ballot should match the signature on CNIC/Passport (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot papers will be rejected.
- In case of representative of Body Corporate and Corporation, postal ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board Resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable, unless these have already been submitted alongwith the Proxy Form. In case of foreign body corporate, all documents must be attested from the Counsel General of Pakistan having jurisdiction over the member.
- Ballot paper has also been placed on the website of the Company www.cicl.com.pk. Members may download the ballot paper from the website or use original/photocopy as published in newspapers.

Signature of Shareholder(s)

Place:

Date:

Stamp in case of Corporate Shareholder