

Security Papers

ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 Certified

No. SY - 67 / ///

2 3 JAN 2024

The General Manager, Pakistan Stock Exchange Limited, Stock Exchange Building, Stock Exchange Road, Karachi.

NOTICE OF 8TH EXTRAORDINARY GENERAL MEETING

Dear Sir,

Enclosed please find Notice of 8th Extraordinary General Meeting (EOGM) of the Company which will be held on Tuesday, February 13, 2024 at 09:00 AM.

The said Notice has been published in the newspapers.

Yours truly,

for Security Papers Limited

Yasir Ali Quraishi Company Secretary

Encl: As stated above

ADDENDUM NOTICE FOR THE &TH EXTRAORDINARY GENERAL MEETING OF SECURITY PAPERS LIMITED

By virtue of this Addendum Notice, the members of Security Papers Limited ("SPL / Company") are hereby informed that a Writ Petition No. 3877 of 2023 (Muhammad Javed Akhtar vs. Federation of Pakistan & Others) ("Petition") was filed before the Hon'able High Court of Islamabad ("IHC") and in compliance with the Court Order dated 28 November 2023, the Eighth (8th) Extraordinary General Meeting ("EOGM") of SPL, scheduled on 29 November 2023, for the purpose of Election of Directors was suspended by IHC. The Petition was later dismissed by IHC on merits vide its Court Order dated 20 December 2023 and therefore, the suspension order was also vacated.

In continuation of the earlier Notice dated 8 November 2023, the members are hereby informed that the 8th EOGM for the purpose of Election of Directors of SPL will be held on Tuesday, 13th February, 2024 at 9:00 a.m. at its Registered Office situated at Jinnah Avenue, Malir Halt, Karachi and also through video link (zoom application), to transact the following business:

ORDINARY BUSINESS

1. To elect four (4) Directors of the Company out of the ten (10) Directors* as fixed by the Board of Directors pursuant to Section 159(1) of the Companies Act, 2017, for a term of next three years. The categories of the Directors are as follows:

Category of Directors	Α.	Number of Directors to be Elected
Independent Directors		3
Female Director		1

* Six (6) Directors are to be nominated. Art. 69(1) of the Articles of Association ("Articles") of the Company entitles Pakistan Security Printing Corporation (Private) Limited ("PSPC") to have four of its nominees on the Board of Directors of SPL. Similarly, the respective shareholders in Iran and Turkey have the right to nominate one director each to the Board of SPL pursuant to Art. 69(2) of the Articles.

In pursuance of Section 159(4) of the Companies Act, 2017, the members were informed vide Notice dated 22 November 2023, that the following persons have filed with the Company their notices under Section 159 (3) of the Companies Act, 2017, of their intention to offer themselves for elections at the 8th EOGM of the Company.

S. No.	Name of Candidate	Category	
1.	Mrs. Farzana Munaf	Female	
2.	Mr. Muhammad Saleem Tahir	Independent	
3.	Mr. Farmanullah Zarkoon	Independent	
4.	Mr. Muhammad Sualeh Ahmad Faruqui	Independent	
5.	Mr. Asad Ali Shah	Independent	
6.	Mr. Ahmed Munaf	Independent	



Security Papers Limited

Notes:

- Please take note that Mr. Muhammad Javed Akhtar has voluntarily withdrawn his candidature to contest election of directors in the 'independent director category' via his email dated 29-12-2023, addressed to the Company Secretary.
- 2. To transact any other ordinary business of the Company with the permission of the Chairman.

By Order of the Board

Yasir Ali Quraishi Company Secretary

Karachi, Tuesday, 23 January 2024

NOTES:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from 7 February 2024 to 13 February 2024 (both days inclusive). Transfers received in order at the office of Share Registrar, M/s. FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi by the close of business on 6 February 2024 will be considered in time to determine the above-mentioned entitlement and to attend and vote at the Meeting.

- 2. Participation in the Extraordinary General Meeting electronically and appointing proxies.
- (i) Members whose names are appearing in the register of members as of 6 February 2024 are entitled to attend and vote at the EOGM.
- (ii) In light of Section 134 and Section 137 of the Companies Act, 2017, all proxies obtained earlier by members are rendered invalid / cancelled and new proxies would have to be obtained by the members for the 8th EOGM of SPL for the purpose of Election of Directors to be held on 13 February 2024.
- (iii) The shareholders who wish to attend the 8th EOGM are requested to get themselves registered by sending their particulars at the designated email address (<u>info.shares@famcosrs.com</u>), giving particulars as per below table by the close of business hours (5:00 PM) on 6 February 2024.

Name of Shareholder	CNIC No./NTN NO.	CDC Participant ID/Folio No.	Cell No.	Email address

(iv) The zoom link would be provided to the registered shareholders/proxies who have provided all the requested information. The shareholders are also encouraged to send their comments/suggestion related to the agenda items of the EOGM on the above-mentioned email address by the close of business hours (5:00 PM) on 6 February 2024.



Security Papers Limited

- (v) A member entitled to attend and vote at the above meeting may appoint a proxy to attend and vote on his/her behalf. No person shall act as a proxy (except for a corporation) unless he is entitled to be present and vote in his own right. For appointing proxies, the scanned copy of the proxy form appearing below duly executed and witnessed, along with the relevant supporting documents and the e-mail address of the proxy must be sent to the Company Secretary at yasir@security-papers.com at least 48 hours before the time of the EOGM.
- (vi) The proxy form should be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (vii) Where possible, attested copies of the CNIC or the identification pages of the passport of the beneficial owners and the proxy should be enclosed with the e-mailed Proxy Form.
- (viii) In case of corporate entity, the Board of Directors' resolution/Power of Attorney with specimen signature should be submitted along with the e-mailed (soft copy) of the Proxy Form to the Company.
- (ix) Shareholders holding shares in physical form are requested to notify the change of their addresses, if any and provide the copy of their CNIC to Share Registrar, M/s. FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi. Those shareholdings are in electronic form with CDC must notify change of address to their participants or CDC Investor Accounts Services with whom account is maintained.

A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote on his/her behalf. The instrument appointing proxy must be received at the Registered Office of the Company duly stamped and signed not later than 48 hours before the meeting.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

(x) The Proxy Form is available on the Company's website also attached herewith.

Consent for Video Link Facility

Further to SECP S.R.O. No.1027/(I)2014 dated 13th November 2014 clause 1(b) "The Company may provide video link facility to its members for attending the general meeting at places other than the town in which the general meeting is taking place after considering the geographical dispersal of its members:

Provided that if members, collectively holding 10% or more shareholding residing at a geographical location, provide their consent to participate in the meeting through video link at least 10 days prior to the date of meeting, the Company shall arrange video link facility in that city subject to availability of such facility in that city".

The Company will intimate members regarding venue of video link facility at least 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.



I/We, _				of		,	bei	ng a	member	of the Sec	urity
Papers	Limited,	holder	of		Ordinary					CDC/Folio	
		_ hereby	opt for	video link fa	acility at	Hart Sec				THE WAY COMPANY	

4. Election of Directors

As the books of the Company were once again opened subsequent to the suspension of Election of Directors scheduled for 29 November 2023 by Islamabad High Court and trading of shares have taken place, which resulted in new incoming members of the Company. In case, any person(s) intends to contest the Election of Directors, in the category of independent director or a female director, shall whether he/she is a retiring director or otherwise, send his/her nomination for Elections, duly signed by the Member or Members making the nomination or by their duly authorized representative to the Company at its Registered Office, Jinnah Avenue, Malir Halt, Karachi, Pakistan, which should be received not less than fourteen (14) clear days before the date of the EOGM in terms of Section 159(3) of the Companies Act, 2017.

The Company shall transmit all notices of intentions to contest elections received by it to the members not later than seven days before the date of the meeting, along with the following information for the independent and female members contesting for the election of director:

- (i) Names along with the profile and the category for which he/she is contesting for the election of director;
- (ii) Justification for selecting the candidate for the appointment of independent director.

The Company shall annex with the notice to members a statement by a candidate from among the minority shareholders who seeks to contest election to the Board, including a profile of the candidate.

5. Categories for Election of Directors

In compliance with the provisions of Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Election of Directors will be held in the following categories:

- Independent Directors
- Female Directors

Any member who seeks to contest for election in the category of independent director or a female director, as the case may be whether retiring or otherwise, shall file with the Company not later than fourteen days before the date of the meeting at which the elections are to be held, a notice of intention and select any one category in which he/she intends to contest for the election of director.

For the category of the Independent Director, all the notices received by the Company, shall be subject to due diligence by the Company as prescribed under section 166 of the Companies Act, 2017 and the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

6. Candidates for Directorship

Every nomination of a candidate for Elections must be accompanied with the following documents:



Consent of the Candidate to act as Director in Form 28, duly signed by the Candidate, as required by the Companies Act, 2017;

Declaration of Candidate for being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria as set out in the Companies Act, 2017, to act as Director of a Listed Company;

Confirmation of the Candidate that he/she is not serving as Director in more than seven listed companies simultaneously, provided that his/her limit shall not include the directorship in the listed subsidiary;

A detailed profile of the Candidate along with a copy of valid CNIC, Folio or CDC account number, Contact details and Office Address.

In case of an Independent Director, a declaration of the Candidate as per the Listed Companies (Code of Corporate Governance) Regulations, 2019.

Potential Candidates may contact Mr. Yasir Ali Quraishi, Company Secretary at yasir@security-papers.com for any queries or assistance on the above. Further, the website of the Company will also be updated with the required information.

The final list of contesting candidates would be circulated not later than seven days before the date of the EOGM.

Postal Ballot & E-Voting

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.

Members are further informed that the results of postal ballot and e-voting received earlier by the Company have been rendered invalid / cancelled in accordance with Section 134 and Section 137 of the Companies Act, 2017 and therefore, new postal balloting and e-voting process would be carried out for the 8th EOGM of SPL for the purpose of Election of Directors to be held on 13 February 2024.

8. Representation of Minority Shareholders

The Company shall:

- (i) annex to the notice issued under sub-section (4) of section 159 of the Act, a statement by a candidate from among the minority shareholders who seeks to contest election to the Board, including a profile of the candidate(s);
- (ii) provide information regarding members and shareholding structure to the candidate(s); and



(iii) on a request by the candidate(s) and at the cost of the company, annex to the notice issued under sub-section (4) of section 159 of the Act, an additional copy of proxy form duly filled in by such candidate(s).

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

The Term of Office of the Retiring Directors had expired on 1 September 2023 and in terms of Section 161 of the Companies Act, 2017, the existing directors continued to perform their functions until their successors are elected in the forthcoming EOGM of the Company.

Accordingly, the Board of Security Papers Limited would be reconstituted for the term of next three (3) years by electing four (4) directors, which include three (3) independent directors and one (1) female director in the 8th EOGM to be held on 13 February 2024.

Section 166(3) of the Companies Act 2017, provides that a statement of material facts is annexed to the Notice of the General Meeting called for the purpose of Election of Directors which shall indicate the justification for choosing the candidate for appointment as Independent Director.

Pursuant to the above-mentioned provision, Independent Directors will be elected through the process of election of directors as laid down under Section 159 of the Companies Act, 2017.

The Company will ensure that the Independent Director to be elected meets the criteria as set out for independence under Section 166 of the Companies Act, 2017 and regulations issued thereunder and their names are listed on the data bank of Independent Directors maintained by Pakistan Institute of Corporate Governance. The Company while selecting independent directors shall assess respective competencies, diversity, skill, knowledge and experience of the candidate.

The candidates are requested to read the relevant provisions/requirements relating to the Appointment/Election of Directors, as mentioned in the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019 and ensure compliance with the same in letter and spirit.



ADDENDUM NOTICE FOR THE 8TH EXTRAORDINARY GENERAL MEETING OF SECURITY PAPERS LIMITED

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In continuation of the earlier Notice dated 8 November 2023, the members are hereby informed that the 8th EOGM for the purpose of Election of Directors of SPL will be held on Tuesday, 13th February, 2024 at 9:00 a.m. at its Registered Office situated at Jinnah Avenue, Malir Halt, Karachi and also through video link (zoom application), to transact the following business:

ORDINARY BUSINESS

To elect four (4) Directors of the Company out of the ten (10) Directors* as fixed by the Board of Directors
pursuant to Section 159(1) of the Companies Act, 2017, for a term of next three years. The categories of the
Directors are as follows:

Category of Directors	Number of Directors to be Elected		
Independent Directors	3		
Female Director	Street, and spring in 1		

Six (6) Directors are to be nominated. Art. 69(1) of the Articles of Association ("Articles") of the Company entitles Pakistan Security Printing Corporation (Private) Limited ("PSPC") to have four of its nominees on the Board of Directors of SPL. Similarly, the respective shareholders in Iran and Turkey have the right to nominate one director each to the Board of SPL pursuant to Art. 69(2) of the Articles.

In pursuance of Section 159(4) of the Companies Act, 2017, the members were informed vide Notice dated 22 November 2023, that the following persons have filed with the Company their notices under Section 159 (3) of the Companies Act, 2017, of their intention to offer themselves for elections at the 8th EOGM of the Company.

S. No.	Name of Candidate	Category
1.	Mrs. Farzana Munaf	Female
2.	Mr. Muhammad Saleem Tahir	Independent
3.	Mr. Farmanullah Zarkoon	Independent
4.	Mr. Muhammad Sualeh Ahmad Faruqui	Independent
5.	5. Mr. Asad Ali Shah Independent	
6.	Mr. Ahmed Munaf	Independent

Notes:

- Please take note that Mr. Muhammad Javed Akhtar has voluntarily withdrawn his candidature to contest
 election of directors in the 'independent director category' via his email dated 29-12-2023, addressed to
 the Company Secretary.
- 2. To transact any other ordinary business of the Company with the permission of the Chairman.

By Order of the Board

Yasir Ali Quraishi Company Secretary

Karachi, Tuesday, 23 January 2024

NOTES:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from 7 February 2024 to 13 February 2024 (both days inclusive). Transfers received in order at the office of Share Registrar, M/s. FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi by the close of business on 6 February 2024 will be considered in time to determine the above-mentioned entitlement and to attend and vote at the Meeting.

- 2. Participation in the Extraordinary General Meeting electronically and appointing proxies.
- (i) Members whose names are appearing in the register of members as of 6 February 2024 are entitled to attend and vote at the EOGM.
- (ii) In light of Section 134 and Section 137 of the Companies Act, 2017, all proxies obtained earlier by members are rendered invalid / cancelled and new proxies would have to be obtained by the members for the 8th EOGM of SPL for the purpose of Election of Directors to be held on 13 February 2024.
- (iii) The shareholders who wish to attend the 8th EOGM are requested to get themselves registered by sending their particulars at the designated email address (info.shares@famcosrs.com), giving particulars as per below table by the close of business hours (5:00 PM) on 6 February 2024.

	Name of Shareholder	CNIC No./NTN NO.	CDC Participant ID/Folio No.	Cell No.	Email address
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- (iv) The zoom link would be provided to the registered shareholders/proxies who have provided all the requested information. The shareholders are also encouraged to send their comments/suggestion related to the agenda items of the EOGM on the above-mentioned email address by the close of business hours (5:00 PM) on 6 February 2024.
- (v) A member entitled to attend and vote at the above meeting may appoint a proxy to attend and vote on his/her behalf. No person shall act as a proxy (except for a corporation) unless he is entitled to be present and vote in his own right. For appointing proxies, the scanned copy of the proxy form appearing below duly executed and witnessed, along with the relevant supporting documents and the e-mail address of the proxy must be sent to the Company Secretary at yasir@security-papers.com at least 48 hours before the time of the EOGM.
- (vi) The proxy form should be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (vii) Where possible, attested copies of the CNIC or the identification pages of the passport of the beneficial owners and the proxy should be enclosed with the e-mailed Proxy Form.
- (viii) In case of corporate entity, the Board of Directors' resolution/Power of Attorney with specimen signature should be submitted along with the e-mailed (soft copy) of the Proxy Form to the Company.
- (ix) Shareholders holding shares in physical form are requested to notify the change of their addresses, if any and provide the copy of their CNIC to Share Registrar, M/s. FAMCO Share Registration Services (Pvt.) Limited, 8-F, Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi. Those shareholdings are in electronic form with CDC must notify change of address to their participants or CDC Investor Accounts Services with whom account is maintained.

A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote on his/her behalf. The instrument appointing proxy must be received at the Registered Office of the Company duly stamped and signed not later than 48 hours before the meeting.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

(x) The Proxy Form is available on the Company's website also attached herewith.

3. Consent for Video Link Facility

Further to SECP S.R.O. No.1027/(I)2014 dated 13th November 2014 clause 1(b) "The Company may provide video link facility to its members for attending the general meeting at places other than the town in which the general meeting is taking place after considering the geographical dispersal of its members:

Provided that if members, collectively holding 10% or more shareholding residing at a geographical location, provide their consent to participate in the meeting through video link at least 10 days prior to the date of meeting, the Company shall arrange video link facility in that city subject to availability of such facility in that city."

The Company will intimate members regarding venue of video link facility at least 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.

I/We,	of all Authorities of the second ,	being a memb	er of the	Security	Papers
Limited, holder of	Ordinary Share(s) as per Register				hereby
opt for video link facility at	unical all him ensures) side acidor			ofsanoil s	

4. Election of Directors

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The Company shall transmit all notices of intentions to contest elections received by it to the members not later than seven days before the date of the meeting, along with the following information for the independent and female members contesting for the election of director:

- (i) Names along with the profile and the category for which he/she is contesting for the election of director;
 - (ii) Justification for selecting the candidate for the appointment of independent director.

The Company shall annex with the notice to members a statement by a candidate from among the minority shareholders who seeks to contest election to the Board, including a profile of the candidate.

5. Categories for Election of Directors

In compliance with the provisions of Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Election of Directors will be held in the following categories:

- Independent Directors
- Female Directors

Any member who seeks to contest for election in the category of independent director or a female director, as the case may be whether retiring or otherwise, shall file with the Company not later than fourteen days before the date of the meeting at which the elections are to be held, a notice of intention and select any one category in which he/she intends to contest for the election of director.

For the category of the Independent Director, all the notices received by the Company, shall be subject to due diligence by the Company as prescribed under section 166 of the Companies Act, 2017 and the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

6. Candidates for Directorship

Every nomination of a candidate for Elections must be accompanied with the following documents:

Consent of the Candidate to act as Director in Form 28, duly signed by the Candidate, as required by the Companies Act, 2017;

Declaration of Candidate for being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria as set out in the Companies Act, 2017, to act as Director of a Listed Company;

Confirmation of the Candidate that he/she is not serving as Director in more than seven listed companies simultaneously, provided that his/her limit shall not include the directorship in the listed subsidiary;

A detailed profile of the Candidate along with a copy of valid CNIC, Folio or CDC account number, Contact details and Office Address.

In case of an Independent Director, a declaration of the Candidate as per the Listed Companies (Code of Corporate Governance) Regulations, 2019.

Potential Candidates may contact Mr. Yasir Ali Quraishi, Company Secretary at yasir@security-papers.com for any queries or assistance on the above. Further, the website of the Company will also be updated with the required information.

The final list of contesting candidates would be circulated not later than seven days before the date of the

7. Postal Ballot & E-Voting

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.

Members are further informed that the results of postal ballot and e-voting received earlier by the Company have been rendered invalid / cancelled in accordance with Section 134 and Section 137 of the Companies Act, 2017 and therefore, new postal balloting and e-voting process would be carried out for the 8th EOGM of SPL for the purpose of Election of Directors to be held on 13 February 2024.

8. Representation of Minority Shareholders

The Company shall:

- (i) annex to the notice issued under sub-section (4) of section 159 of the Act, a statement by a candidate from among the minority shareholders who seeks to contest election to the Board, including a profile of the candidate(s);
- (ii) provide information regarding members and shareholding structure to the candidate(s); and
- (iii) on a request by the candidate(s) and at the cost of the company, annex to the notice issued under subsection (4) of section 159 of the Act, an additional copy of proxy form duly filled in by such candidate(s)

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

The Term of Office of the Retiring Directors had expired on 1 September 2023 and in terms of Section 161 of the Companies Act, 2017, the existing directors continued to perform their functions until their successors are elected in the forthcoming EOGM of the Company.

Accordingly, the Board of Security Papers Limited would be reconstituted for the term of next three (3) years by electing four (4) directors, which include three (3) independent directors and one (1) female director in the 8th EOGM to be held on 13 February 2024.

Section 166(3) of the Companies Act 2017, provides that a statement of material facts is annexed to the Notice of the General Meeting called for the purpose of Election of Directors which shall indicate the justification for choosing the candidate for appointment as Independent Director.

Pursuant to the above-mentioned provision, Independent Directors will be elected through the process of election of directors as laid down under Section 159 of the Companies Act, 2017.

The Company will ensure that the Independent Director to be elected meets the criteria as set out for independence under Section 166 of the Companies Act, 2017 and regulations issued thereunder and their names are listed on the data bank of Independent Directors maintained by Pakistan Institute of Corporate Governance. The Company while selecting independent directors shall assess respective competencies, diversity, skill, knowledge and experience of the candidate.

The candidates are requested to read the relevant provisions/requirements relating to the Appointment/Election of Directors, as mentioned in the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019 and ensure compliance with the same in letter and spirit.

Security Papers سکیورٹی پسیرزلمیٹڈکا8وال غیسرمعمولی احبلات

تحكم كة دريع ميرث يرخارج كرديا تفااوراس وجدت معطلى كالحكم بهى منسوخ كرديا كيا-اب8 نومبر 2023 كـ سابقة نونس كتسكس مين،اراكين كومطلع كياجا تاب كمايس في ايل كة الزيكشرز كيامتخاب كم مقصد عـ 8 والEOGM بروزمنگل، 13 فروري 2024 كوني 09:00 كج كميني كرجسرزة آفس واقع جناح اليونيو، ملير بالث كراجي مين اور بذريعه ويذيونك (زوم البيكييشن) منعقد كياجاك كا:

کی مربیہ کے کمپنیزا کیک، 2017 کے میشن (1) 159 کے تحت بورؤ آف ڈائر کی طرز کے ذریعہ مقرر کروہ دس (10) ڈائر کیشرز * میں سے کمپنی کے چار (4) ڈائر کی طرز کوا گلے تین سال کی مدت کے لیے نتخب کرنا۔ ڈائر کیکٹر کی درج ذیل ہیں:

منتخب كرنے والے ڈائز يكثرز كى تعداد	ڈائریکٹردی کیکٹری
3	آ زادوًا از يكثرز
1	خاتون ڈائر پکٹر

* چھ(6) ڈائر بکٹرز نامزد کے جاتے ہیں۔ کمپنی کے ("آرٹیکل") آف ایسوی ایشن کے آرٹیکل (1) 69 کے مطابق پی ایس پی کو بورڈ آف ڈائر بکٹرز میں اپنے چارنا مزدافرادر کھنے کاحق ہے۔ ای طرح برطابق آرٹیکل (2) 69 ایران اور ترکی میں متعلقہ شیئر ہولڈرز کو بورڈ میں ایک ڈائر بکٹر نامزد کرے کاحق ہے۔ کمپنیز ایکٹ 2017 کے بیشن (4) 159 کی تعمیل میں، 22 نومبر 2023 کے نوٹس کے ذریعے ممبران کو مطلع کیا گیا تھا کہ کمپنیز ایک ، 2017 کے میشن (3) 159 کے تحت درج ذیل افراد نے 8ویں EOGM میں انتخابات کے لیے خودکو پیش کرنے کیلئے کمپنی کے پاس اپنے نوٹس بچھ کروائے ہیں۔

کینگری	اميدواركانام	سيريل نمبر
خاتون المستعمل المستع	مسزفرزات مناف	1
آزاد المالية المحالة ا	محدسليم طاهر	2
דנונ	فرمان الله زركون	3
ו נונ	محمرصالح احمد فاروتي	4
Tue	اسدعلی شاه	5
TOICE TO SELECT	احرمناف	6

نوسس: • واضح رہے کہ جناب محمد جاویداختر نے" آزاد ڈائر یکٹر کی کیٹیگری" میں ڈائر یکٹر ز کا امتخاب لڑنے کے لیے رضا کارانہ طور خود کو بذریعہای میل بتاریخ 29-12-2023 کو متبر دارکردیا تھا اور ساتھ ہی اس کمپیٹی سیکرٹری کو اس حوالے ہے آگاہ بھی کیا تھا۔ 2۔ چیئر مین کی جانب ہے کمپنی کی کسی دوسری عمومی کارروائی کوزیر فور لایا جائےگا۔

> گراچی، بروزمنگل،23جوری2024

جگم بورژ ياسطى قريش س: سيخ پيكرثري شييزش انسف سيكس كې بيت دسش

مینی کی شیر قرانسفر بکس مورخہ 7فروری 4 2 0 2 سے 1 قفروری 4 2 0 2 (بشول دونوں ایام) بند رہیں گی شیر رجسٹرارا فس میسرز فیکوشیئر رجسٹریش مرومز (پرائیویٹ) کمیٹٹر، ۴-8 مزد دول فاران مزمری بلاک- ۴. E.C. H.S، مشاہراہ فیصل مرابق میں مورجہ 6فروری 2024 کوکاروبار کے اختتام تک موصولہ فرانسفرز فذکورہ بالاکا فیمین کرنے میٹنگ میں شرکت کرنے اورووٹ دینے کیلئے بروقت تسلیم کئے جائیں گے۔

2- فنے معمولی احبال سعم مسی السیکٹرانک طور پرتشرک اور پرائسیوں کا تقسر ر (i) وہ اراکین جن کے نام 6 فرور 2024 تک مجران کے رجسٹر میں آرہ ہیں وہ EOGM میں شرکت اور ووٹ دینے کے حقدار ہیں۔ (ii) کمپنیزا کیٹ 2017 کے بیش 134 اور بیش 137 کی روسے مجران سے پہلے عاصل کی گئی تمام پراکسیز کو غیر موز امنسوخ قرار دے دیا گیا ہے اور اس مقصد کے لیے مجران کو SPL کا 8 وال EOGM کے لیے ٹی پراکسیز عاصل کر فی ہول کی جبکہ ڈائر یکٹرز کا انتخاب 13 کو کو متقد ہونا ہے۔ کے لیے مجران کو SPL کا 8 وال EOGM کے لیے ٹی پراکسیز عاصل کر فی ہول کی جبکہ ڈائر یکٹرز کا انتخاب 13 فرور 2024 کو متقد ہونا ہے۔ (iii) شیئر بولڈرز جو 8 ویں (EOGM) پر شیخ کرنے چو دیئے گئیشڈول سے مطابق تفسیلات فراہم کریں اور مور خہ 6 فرور 2024 کو کاروباری اوقات کے اختام (شام 5 ہے) تک فرورہ ای میل ایڈریس پر بھیج دیں۔

ای میل ایڈریس	سيلنبر	ى دى يارئىيىد آئى دى/ فوليونبر	CNIC/NTN No.	شيئر بولدركانام

(iv) زوم انک ان رجسٹر ڈشیئر ہولڈرز پر اکسیوں کوفر اہم کیا جائے گاجنہوں نے درخواست کردہ تمام معلومات فراہم کی ہیں شیئر ہولڈرز کی حوصلہ افزائی کی جاتی ہے کہ دہ غیر معمولی اجلاس عام کے ایجنڈ اسمٹر سے متعلق اپنے تیمر سے مشور سے مورجہ 6 فرور 2024 کو کاروباری اوقات کے اختیام (شام 5:00 کی بھی انکہ دیں۔
ان میں ایڈریس پہنے دیں۔
(V) ندکورہ میٹنگ میں شرکت کا خواہال اورووٹ دینے کا حقد ارمبر اپنی طرف سے شرکت اورووٹ دینے کے لیے پراکی مقر کر سکتا ہے کوئی بھی مختی پراکسی کے طور پر کام نہیں کر سے گا (باسوائے کارپوریش) جب تک کہ وہ شرکت کا اور ووٹ دینے کا حقد ارمبر پراکسیوں کی تقر ری کے لیے درج ذیل دینے گئے پراکسی فارم کی انگین شدہ کا بی ، گواہی اور متعلقہ معاون دیتا و براکسی کا ای میل ایڈریس کے ساتھ کیپنی سیڑری کوغیر معمولی اجلاس عام کے وقت سے کم از کم 48 گھنٹے پہلے

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(۱۷) پراکی قارم پردوافر ادکوگواہی دینا چاہیے جن کے نام، پے اور CNIC نمبر فارم پردورج ہوں گے۔
(۱۵) جہاں کمان ہور CNIC کی تصدیق شدہ کا بیاں یا پیشیفشل اور کے پاسپورٹ کے شاختی صفحات کوای میل کیے گئے پراکسی فارم کے ساتھ منسلک کیا جانا چاہیے۔
(۱۱۵) کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائر کیٹرز کی قراردا کی پاورآف اٹارٹی مع نموند دستھ کین کے پراکسی فارم کی ای میل (ساف کا کیا) کے ساتھ منسلک کیا جانا چاہیے۔
(۱۱۵) فوریکل شکل میں شیئر رکھنے والے شیئر بھولڈرز نے درخواست کی جاتی ہے کہ وہ اپنے ہے کہ تبدیلی کے بارے میں مطلع کریں، اگر کوئی ہے اور اپنے CNIC کیا کیا شیئر رجسٹر اومیر رجسٹر بیش سرومز (پرائیویٹ) کم بھیٹر ، اور اپنی پر فراہم کیا گئیر رجسٹر انکیش میں مرومز (پرائیویٹ) کم بھیٹر ، اور کی بھال کا کوئی ہولڈ نگر الکیٹر الکیٹر انکیش میں میں دور کے بیاں ہیں وہ اپنیٹر کیا دیا گئیر انکیٹر اور ووٹ دینے کا حقد ارتم بر کی دور سے مم کو اپنیٹر کیا طول عور کر کر ساتھ ان کا کا وقت ہے این کو چند کی تعدد کیا کی تقرر رک کرنے اور دوٹ دینے کے لیے اپنا پراک مقرر کر سکتا کیا گئیر کر کے لیے انسٹر و منسف اجلاس سے 48 گھنٹے پہلے کپنی کے رجسٹر ڈو آفس میں وصول ہو جا کہا چاہیے اور اس کا دھنوٹ میں انداز میں ہو سے دھول ہو جا کہا جائے گئیستان کے جاری کر دی کے اپنے انسٹر و منٹ اجلاس سے 48 گھنٹے پہلے کپنی کے رجسٹر ڈو آفس میں وصول ہو جا کہا چاہیے اور اس کا دھوٹو شدہ ہو تا کہ تور کر کر کے کیا جائے کہا کہ کا تھار کی میں دور کر میکھیو رشیز اینڈ آفٹ میں دور کی میکھوٹر کیکھینے کہا تھا کہ کے کہا کہ کے اس کی کور دید 2000 کو سیکھور کر بھینے کہیشن آف پاکستان کے جاری کر دی کھور کے کہا کہ کے کامور تھ 2000 کو سیکھور کھور کر کیکھور کر کی کہا کہ کہا کہ کہا کہا کہ کہا کہ کور تھ 2000 کو سیکھور کی کھور کی کور کے کہا کہ کور کے کور کر کر کے کیا کہا کہا کہا کہ کہا کہ کر تھ کی کور کے کور کر کر کور کیکھور کی کور کے کہا کہا کہ کور کے کور کیکھور کی کور کے کور کی کور کی کور کی کور کے کور کی کور کی کور کی کور کے کور کی کور کی کور کے کور کی کور کی کور کے کور کی کور کی کور کی کور کی کور کے کور کی کور کی کور کی کور کے کور کی کور کے کور کی کور کے کور کی کور کور کی کور کی کور کی کور کی کور کی

(x) پرکسی فارم کمپنی کی ویب سائٹ پروستیاب ہے۔

سر کارنبر 1 میں بتایا گیاہے۔

3 ويديولك كي سيولت كيلي رض امتدى

مزید یہ کہ ایس ای پی ، ایس آراونمبر 2014(۱)/1027 مورخہ 13 نومبر 2014 کی شق (ط) 1 کے تحت کمپنی اپنے ممبرز کواپئے علاقوں ہے۔
دوسرے مقامات پر جہاں عام اجلاس ہور ہا ہے میں شرکت کے لیے ان ممبران کی جغرافیا کی دوری کو مدنظر رکھتے ہوئے ویڈیولئک کی سہولت قراہم کر
سکتی ہے۔ بشرطیکہ اگر کسی میڈنگ کے مقام ہے دوسرے جغرافیا کی مقام پر رہائش پذیر ممبرز جواجما کی طور پر 10 فیصد یا اس سے زیادہ شیئر ہولڈنگ
رکھتے ہوں تاہم ان کی جانب سے اجلاس کی تاریخ ہے کم از کم 10 دن پہلے ویڈیولئک کے ذریعے میڈنگ میں شرکت کے لیے درخواست موصول
ہوجانی چاہئے ، تا کہ مینی اس شہر میں ویڈیولئک کی سہولت کا بندویست کرسکتی ہے۔ نیزیدانظام اس شہر میں اس طرح کی سہولت کی دستیا بی ہے مشروط

ہے۔ سمپنی ممبران کوویڈ یولنگ کی سہولت کے مقام کے بارے میں اجلاس عام کی تاریخ سے کم از کم 5 دن پہلے مطلع کرے گی اوراس کے ساتھ اس طرح کی '' سپولت تک رسائی حاصل کرنے کے لیے ضروری کلمل معلومات بھی دے گی۔

بول میں اور اور میں اور اور میں اور اور میں اور اور می کے حاص ہیں، برطابق رجسٹر CDC / فولیونمبر۔۔۔۔۔ویڈ بولنک کی سہولت۔۔۔۔۔میں حاصل کرنے

4- ڈائےریک درکانت اے

اسلام آیاد ہائی کورٹ کی جانب ہے 29 نومبر 2023 کوہونے والے الیکٹن آف ڈائر یکٹرز کی معطلی کے بعد کمپنی کی جس ایک بار پھر کھول دی گئی تھیں اور شیئرز کی ٹریڈ نگ ہوئی ہے، جس کے متیج میں کمپنی میں شئی میں ان کے ہیں کمپنیزا مکٹ 2017 کے سیٹن (3) 159 کے مطابق ڈائر مکٹرز کے امتخابات کے لیے کوئی بھی خض جو الیکٹن لڑنا چاہتا ہے، چاہوہ وریٹائر ہونے والا ڈائر مکٹر، ہی ہویا دیگر صورت ہوائیکٹن کے لیے اپنی نا مزدگی جھیجے گا جس پر ممبر یا نا مزدگی کرنے والے ممبران یا ان میجاز نمائندے کے دستھ اموں گے۔جو کمپنی کواس کے دجسٹرڈ آفس، جنا آ ایو نیوملیر ہائٹ، کراچی، یا گئتان میں غیر معمولی اجلاس حام کی تاریخ ہے دہ (14) دن پہلے موصول ہونا چاہیے۔

صين ذائر يشرك انتخاب مين حصد لينه دالي زاداو دخواتين ممبران كى درج ذيل معلومات كساته ها جلاس كى تاريخ سيسات دن بهليمبران كونوش بيسج كى:

• نام كساته پروفائل اوركينيكرى جس كے ليے دائر يكفر كا انتخاب ميں محر م امحر مدهد لے ربى ہيں۔

آزادڈ ائر یکٹری تقرری کے لیے امید وار کے انتخاب کی وضاحت کیپنی ممبران کودیئے جانے والے نوٹس کے ساتھ اقلیق ثیئر ہولڈر جو بورڈ کے لیے ایکشن لڑنا چاہتا ہے، اس امید وار کا اسٹیٹنٹ بشمول اس کا پروفائل منسلک کرے گی۔
 15 ۔ ڈائر یکٹ سرز کے انتخاب کے کمیٹیگر پر

لدر كينيز (كودا ف كاريوريك كونس)ر يكويشنر 2019 ك ضابط 7A ك مطابق، دائر يكثر ذكا انتخاب درج ديل كيليكر يوكيلي منعقد كياجائكا:

• آزادڈائریکٹرز

• خاتون ڈائر یکٹرز

کوئی بھی ممبر جوآ زاد ڈائر کیٹریا خاتون ڈائر کیٹر کی کیٹیگری میں انکٹن لڑنا چاہتا ہے، چاہے دہ ریٹائر مور ہاہے یا دیگر صورت موتو دہ میٹنگ کی تاریخ جس پرائیٹن مورہے ہیں سے چودہ دن پہلے کمپنی کے پاس اپنے انتخاب لڑنے کے ارادے کا ٹوٹس (ٹوٹس آف انٹینشن) اور کسی ایک کیٹیگری کا انتخاب جس میں وہ ڈائر کیٹر کا انتخاب لڑنے کا ارادہ رکھتا ہوکو فائل کرے گا۔

آزاد ڈائز یکٹری کیٹیگری کیلئے کمپنی کوموصول ہونے والے تمام نوٹسز کمپنیز ایکٹ 2017 کے پیشن 166 اور کمپنیز (آزاد ڈائز یکٹر کا انتخاب اور طریقہ کار) ریگولیشنز ، 2018 کے سے مشروط ہوں گے کوئی بھی ممبر اپنا نوٹس آف آئٹینشن جمع کرواتے وقت مندرجہ بالاکیٹیگریز میں سے کسی ایک کا انتخاب کرے گااور اسپنے نوٹس آف انٹینشن میں واضح طور پرذکر کرے گا کہ وہ کس کیٹیگری کے لیے ڈائز یکٹرز کا انتخاب کڑنا چاہتا ہے۔

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6- ڈائریکٹرشے کامیدوار
                                                          اليش كے ليے براميدواركى نامزدگى كے ساتھ ورج ذيل ديتاويزات كا بونا ضرورى ب:
    فارم 28 میں ڈائر یکٹر کے طور پر کام کرنے کے لیے امید وار کی رضامندی، جس پر امید وار کے دستخط موں گے، جیسا کہ پینز ایکٹ، 2017 میں
   مطلوب ہے لے ورکمپینز (کوڈ آف کارپوریٹ گونس) کے ضوابط، 2019 کے مطابق متعین کردہ اہلیت کے معیار پر پورااتر نے اور کمپینز ایکٹ
                                                       2017 ين اميدواركاايك لود كمينى كود اركير كطور يركام كرتے كے ليو كليتريش-
   امیدوار کی تفید نی کدوہ بیک وقت سات سے زیادہ اساد تمینیوں میں ڈائر یکٹر کے طور پرخد مات انجام نہیں دے رہا ہے، واضح کرے کماس کے/اس
                                                                              ك حديد الديمين كسب سيدرى كيدار يمرشيشا النبيل-
                                  امیدوار کی تفصیلی پروفائل کے ساتھ درست CNIC ، فولیو یا ICDC کا وَنت غیر، رابطه کی تفصیلات اور وفتر کا پیتا۔
                        ايك آزاد دائر يكثر كي صورت بين اعد كمينيز (كود آف كار يوريك كونس ريكيليشنز ،2019 كمطابق اميد دار كو دكليتريش -
   yasir@security-papers.com کھنے امرید وارمندرجہ بالاحوالے ہے کئی بھی سوال یامدد کے لیے کمپنی سیریٹری جناب یاسرعلی قریشی سے vasir@security-papers.com
                                                 ير رابط كريكتے ہيں۔مزيديركم پني كى ويب سائٹ بھى مطلوبہ معلومات كے ساتھا پ ۋيث ہے۔
                        الكيش مين حصه لينے والے ڈائر يكشرز كي حتى فهرست غير معمولي اجلاس عام كى تاريخ سے سات ون يہلے تك جاري كى جائے گ
                                                                                                 7- پوسٹل بیلنداورای دوئتگ:
  لمپنز (پوشل بیك) ریگولیشنز 2018 اور کمپنیزا یک 2017 كے پیشن 143 اور 144 كے مطابق ممبران كو پوشل بیك كي ذريعے ووٹ دينے كا
                       حق بے نیز مذکورہ ضوابط میں شامل تقاضے اور طریقہ کار کے تحت ممبران ڈاک یا الیکٹرانک موڈ کے ذریعے دوئنگ کرسکتے ہیں۔
  بمبران کومزید مطلع کیا جاتا ہے کہ مینی کو پہلے موصول ہونے والے پوشل بیلٹ اورای ووٹنگ کے نتائج کو کمپنیز ایکٹ 2017 کے سیکشن 134 اور سیکشن
   137 کے مطابق غلط/منسوخ قراروے دیا گیاہے اوراس لیے پوشل بیلٹ اورای ووٹنگ کا نیاعمل شروع کیا جائے گا۔ 13 فروری 2024 کومنعقد
                                        ہونے والے ڈائر یکٹرز کے امتخاب کے مقصد کے لیے SPL کے 8وال EOGMU کے لیے کیا جائے گا۔
                                                                                             8- الليتى شير بولدردى نساسدگى
  (1) ایک کیشن 159 کی ذیلی دفعہ(4) سے تحت جاری کردہ نوٹس کے ساتھ اقلیتی شیئر ہولڈر زامید وار کا بیان جو بورڈ کے لیے الیکش الرنا جا ہتا ہے،
                                                                              جس میں امیدواروں کا پروفائل بھی شامل ہے منسلک کرے گی۔
                                                   (ii) امیدواروں کومبران اورشیئر ہولڈنگ اسٹر کچر کے بارے میں معلومات فراہم کرے گی اور
  (iii) امیدوار (امیدواروں) کی ورخواست پراور پینی کی کوسٹ پرا یکٹ کے سیشن 159 کے ذیلی سیشن (4) کے تحت جاری کردہ نوٹس کے ساتھ
 پرائسی فارم جےامیدوار کی جانب سے پر کیا جاتا ہے اسکی ایک اضافی کا پی منسلک کرے گا۔
کمپنیزا یکٹ 2017 کے سیکٹن 166 (3) کے تحت مادی حق اُن کا بیان
ریٹائر ہونے والے ڈائز یکٹرز کی مدت کیم تمبر 2023 کوئتم ہوگئی تھی اور کمپنیزا یکٹ 2017 کے سیکٹن 161 کے مطابق ،موجودہ ڈائر یکٹرزاس وقت
                              تك اسية فرائض سرانجام دية رب جب تك كدان كي جانشين مميني كآئنده EOGM يل متخب نبيل موجات -
 سيكيورثى بيبيرزلميلة كابورد غيرمعمولي اجلاس عام جو 13 فروري 2024 كومنعقد ہوگا ميں چار (4) ڈائز يكٹروں كا انتخاب كر كے الحكے تين (3) سال كى
                              مت کے لیےدوبار تھکیل دیاجائے گاجس میں تین (3) آزاد ڈائر کیٹر زاورایک (1) خاتون ڈائر کیٹر شامل ہیں۔
 کمپنیزا یک 2017 کے کیشن (3) 166 کے مطابق مادی تھائق کا بیان ڈائر میٹرز کے انتخاب کے مقصد کے لیے بلائے گئے اجلاس عام کے نوٹس
                                          كرماته شلك بجوآزاد داركيش كطور يرتقرري كيلياميدوار ونتخب كرنے جوازى نشائد بى كرے گا۔
            لمپنیزا یک 2017 کے پیشن 159 کے تحت مذکورہ بالاشق کے مطابق ،آزاد ڈائز کیٹرز کا تخاب ڈائز کیٹرز کے انتخاب کے مل کے ذریعے کیا جائے گا۔
کپنی اس بات کویقینی بنائے گی کہ منتخب ہونے والا آزارڈائز یکٹر کمپنیزا یکٹ 2017 کے تیشن 166 کے ضوابط کے مطابق مقر کردہ معیار پر پورا تر تا
ہے اور ان کے نام پاکستان انسی ٹیوٹ آف کارپوریٹ گونس کے زیراقظام آزادڈ ائز یکٹرز کے ڈیٹا بینک پردرج ہیں۔ تمپنی آزاد ڈائز یکٹرز کا
                                                           انتخاب كرتے وقت اميدوارى متعلقة قابليت، مهارت علم اور تجرب كا جائزه لے گا۔
 امیدواروں سے درخواست کی جاتی ہے کہ وہ کمپنیزا یک 2017اور لیار کمپنیز (کوڈ آف کارپوریٹ گورنس)ریگولیشنز 2019 میں مذکورڈ ائز یکٹرز کی
                                                        تقرري/ انتخاب سے متعلقہ دفعات/مطلوبات کو پڑھیں اوراس کی فیمیل کونٹین بنائمیں۔
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