



w e v a l u e l i f e

**AGP-Sec./313**

February 27, 2024

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

**Sub: NOTICE OF ANNUAL GENERAL MEETING FOR THE YEAR ENDED DECEMBER 31, 2023**

Dear Sir,

Enclosed please find a copy of the Notice of 10<sup>th</sup> Annual General Meeting to be held on March 19, 2024.

Further to our announcement of Financial Results for the year ended December 31, 2023 dated February 14, 2024, we would like to inform you that Share Transfer Book of the Company will remain closed from March 12, 2024 to March 19, 2024 (both days inclusive). Transfers received in order at the office of our Registrar namely CDC Share Registrar Services Limited situated at CDC House, 99-B, Block B, S.M.C.H.S. Main Shahrah-e-Faisal, Karachi – 74400 by the close of business on March 11, 2024 will be treated as being in time for the purposes of payment of final cash dividend to the transferees and to attend and vote at the Meeting.

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

Yours Sincerely,

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Umair Mukhtar  
Company Secretary

**AGP Limited B-23-C, S.I.T.E., Karachi-75700, Pakistan**

Tel: +9221 111 247 247, Fax: +9221 32570678 E-mail: info@agp.com.pk, URL: www.agp.com.pk N.T.N. 4281954-7

## **NOTICE OF 10<sup>TH</sup> ANNUAL GENERAL MEETING**

**NOTICE** is hereby given that the 10<sup>th</sup> Annual General Meeting (Meeting) of Shareholders of AGP Limited (the Company) will be held on Tuesday, March 19, 2024, 02.30 P.M. at Ramada Karachi Creek, Zulfiqar Street 1, DHA Phase VIII, Karachi, through in-person and video link facility to transact the following business:

### **ORDINARY BUSINESS**

1. To confirm the minutes of the 5<sup>th</sup> Extraordinary General Meeting held on July 19, 2023.
2. To consider, approve and adopt the Standalone and Consolidated Audited Financial Statements of the Company together with Directors' and Auditors' Reports thereon for the year ended December 31, 2023.
3. To appoint auditors for the year ending December 31, 2024, and fix their remuneration. The Board of Directors has recommended the appointment of M/s. Grant Thornton Anjum Rahman, Chartered Accountants as auditors of the Company in the annual general meeting to replace retiring auditors, M/s. EY Ford Rhodes, Chartered Accountants.
4. To consider and approve the payment of final dividend at the rate of PKR 2.5 per share (i.e. 25%) as recommended by the Board of Directors.
5. To transact any other business with the permission of the Chair.

### **SPECIAL BUSINESS**

6. To consider and, if deemed fit, pass, with or without modification(s), the following resolutions as ordinary resolutions to enable and authorize the Company to circulate the annual audited financial statements, to the members of the Company through QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan (SECP) vide its Notification S.R.O. 389(I)/2023 dated March 21, 2023, instead of circulating the same through CD/DVD/USB.

#### **RESOLVED THAT**

“the Company be and is hereby authorized to circulate its annual audited financial statements, to the members of the Company through QR enabled code and weblink.”

#### **FURTHER RESOLVED THAT**

“the Chief Financial Officer or Company Secretary of the Company be and are hereby singly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file necessary documents, as may be necessary or incidental for the purpose of implementing this resolution.”

7. To consider and, if deemed appropriate, pass with or without modification, the following special resolution to insert the new clauses in the Articles of Association of the Company.

#### **RESOLVED THAT**

“the Company be and is hereby accorded to amend clauses 130 of the Articles of Association as under:”

<b>Existing clause</b>	<b>Proposed Clause</b>
<p><i>Clause 130</i> - Subject to the provisions of the Act, a resolution in writing, signed by all the Directors (or in their absence their Alternate Directors) for the time being in Pakistan (not being less than the requisite quorum of Directors) or by all the members of a committee for the time being in Pakistan, as the case may be, shall be a valid and effectual as if it had been passed at a meeting of the Directors or as the case may be, of such committee, duly called and constituted in accordance with the provisions of these Articles. Such resolution may be contained in one document or in several documents in like form each signed by one or more of the Directors or members of the committee concerned. A telex message or facsimile transmission or electronic mail sent by a Director or a member of the committee shall be deemed to be a document signed by him for the purposes of this Articles.</p>	<p><i>Clause 130</i> - Subject to the provisions of the Act, a resolution in writing, signed by majority of the Directors for the time being in Pakistan (not being less than the requisite quorum of Directors) or by majority of the members of a committee for the time being in Pakistan, as the case may be, shall be a valid and effectual as if it had been passed at a meeting of the Directors or as the case may be, of such committee, duly called and constituted in accordance with the provisions of these Articles. Such resolution may be contained in one document or in several documents in like form each signed by one or more of the Directors or members of the committee concerned. A telex message or facsimile transmission or electronic mail sent by a Director or a member of the committee shall be deemed to be a document signed by him for the purposes of this Articles.</p>

**FURTHER RESOLVED THAT**

“the Chief Financial Officer or Company Secretary be and are hereby authorized to do all acts, deeds and things, take all steps and actions necessary, ancillary and incidental for altering the Articles of Association of the Company including filing of all requisite documents/statutory forms as may be required to be filed with the Registrar of the Companies and complying with all other regulatory requirements so as to effectuate the altering of the Articles of Association and implementing the aforesaid.”

**FURTHER RESOLVED THAT**

“the aforesaid alteration in the Articles of Association of the Company shall be subject to any amendment, modification, addition or deletion as may be deemed appropriate by the authorized persons or may be suggested, directed and advised by the Securities & Exchange Commission of Pakistan and / Registrar of the Companies which suggestion, direction and advise shall be deemed to be have been approved as part of the passed Special Resolution without the need of members to pass a fresh special resolution.”

8. To consider the extension or renewal of funding facilities to and from associated companies, namely OBS AGP (Private) Limited and OBS Pakistan (Private) Limited, which were renewed earlier by the shareholders in their meeting held on July 19, 2023 and, if deemed appropriate, pass with or without modification, the following resolution, as a special resolution as required under Section 199 of the Companies Act, 2017 read together with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017:

### **RESOLVED THAT**

“the Company be and is hereby authorized to renew and extend for a further period of twelve (12) months, short term funded and / or unfunded financing facilities and / or security to and from its associated companies, namely OBS AGP (Private) Limited and OBS Pakistan (Private) Limited, up to the amount of PKR 500 Million each to meet excess debt requirements and / or funding shortfalls or to otherwise assist the Company and such associated companies in meeting and fulfilling their financial obligations.”

### **FURTHER RESOLVED THAT**

“such facilities extended by the Company to its associated companies as per the preceding resolution, will initially be extended for a period of one (1) year and shall be renewable annually for each successive year, unless not renewed.”

### **FURTHER RESOLVED THAT**

“the Chief Executive officer together with Chief Financial Officer or Company Secretary of the Company be and are hereby jointly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file necessary documents, as may be necessary or incidental for the purpose of implementing this resolution.”

A Statement under section 134(3) of the Companies Act, 2017 relating to the above-mentioned special businesses mentioned in Agenda no. 6, 7 and 8 are annexed with the notice.

By Order of the Board

Karachi.  
Dated: February 27, 2024

Umair Mukhtar  
Company Secretary

### **NOTES:**

#### **1. Closure of share transfer books**

The share transfer books of the Company will remain closed from March 12, 2024, to March 19, 2024 (both days inclusive). Transfers received in order at the office of our Registrar, namely CDC Share Registrar Services Limited situated at CDC House, 99-B, Block B, S.M.C.H.S. Main Shahrah-e-Faisal, Karachi - 74400 by the close of business on March 11, 2024, will be treated as being in time for the purposes of payment of final cash dividend to the transferees and to attend and vote at the Meeting.

#### **2. Appointment of proxy holder**

A member of the Company entitled to attend and vote at the Meeting may appoint a proxy to attend and vote on his / her behalf. Proxies in order to be effective must be received at the registered office of the Company or emailed at [corp.affairs@agp.com.pk](mailto:corp.affairs@agp.com.pk) not later than forty-eight (48) hours before

the time of holding the Meeting. In calculating the aforesaid time period, no account shall be taken of any day that is not a working day. A member shall not be entitled to appoint more than one proxy. Proxy form is available at Company's website [www.agp.com.pk](http://www.agp.com.pk) and also attached at the end of the annual report.

### 3. Guidelines for CDC Account Holders

Any Individual Beneficial Owner of CDC, entitled to vote at this Meeting, must bring his/her original Computerized National Identity Card (CNIC) to prove identity, and in case of proxy, a copy of shareholder's attested CNIC must be attached with the proxy form. Representatives of corporate members should bring the Board of Directors' resolution / power of attorney with specimen signature of the nominee for such purpose.

CDC account holders shall follow the guidelines as laid down in Circular No. 1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan (SECP).

### 4. Participation in the Annual General Meeting

SECP through its Circular No. 4 of 2021 dated 15 February 2021, Circular No. 6 of 2021 dated 3 March 2021, read together with the clarification bearing number SMD/SE/2(20)/2021/117 dated 15 December 2021, has directed 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, in compliance with the directives from SECP, the Company is also providing the facility to its shareholders to attend the Meeting through video link. To avail this facility, members are requested to register their following particulars by sending an e-mail at [corp.affairs@agp.com.pk](mailto:corp.affairs@agp.com.pk).

Folio / CDC account no.	No. of shares held	Name	CNIC	Cell No.	Email address

After necessary verification, the video link and login credentials will be shared with the shareholders whose e-mails, containing all the requested particulars are received at the given e-mail address by or before the close of business hours on March 15, 2024. The shareholders are also encouraged to send their comments / suggestions related to the agenda items of the Meeting on the above-mentioned e-mail address by the close of business hours on March 15, 2024.

### 5. Notice of AGM and Annual Report

The notice of the Meeting and the Annual Report 2023 shall be uploaded on the official website [www.agp.com.pk](http://www.agp.com.pk) of the Company and posted at PUCAR.

The Annual Report 2023 shall be e-mailed to the members who have provided their valid email addresses to the Company or Registrar. Other members who wish to receive the Annual Report

2023 through email or hard copy at their registered address may send us the request at [corp.affairs@agp.com.pk](mailto:corp.affairs@agp.com.pk) as per the standard request form available at the Company's website <https://agp.com.pk/wp-content/uploads/2023/06/Standard-Request-Form.pdf>. Members are requested to intimate any change in their registered email addresses on a timely manner, to ensure effective communication by the Company.

## **6. Polling on Special Business**

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 (Regulations) amended through notification dated December 05, 2022, issued by SECP, wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

## **7. E-voting procedure**

1. Details of the e-voting facility will be shared through an email with those members of the Company whose valid CNIC Numbers, cellular phone numbers and email address are available in the register of members of the Company by the close of business on March 11, 2024.
2. The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited, being the e-voting service provider.
3. Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
4. E-voting lines will start from March 13, 2024, 09:00 a.m. and shall close on March 18, 2024, at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he/she shall not be allowed to change it subsequently.

## **8. Postal ballot**

Members may alternatively opt for voting through postal ballot. The members shall ensure that duly filled and signed ballot paper, along with copy of CNIC, should reach the Chairman of the meeting through post on the Company's registered address, AGP Limited, B-23-C, S.I.T.E., Karachi with attention to the Company Secretary, or email with subject "Voting through Postal Ballot" at [corp.affairs@agp.com.pk](mailto:corp.affairs@agp.com.pk) no later than March 18, 2024, during working hours. The signature on the ballot paper, shall match with the signature on CNIC. The postal ballot paper will be placed on the Company's website [www.agp.com.pk](http://www.agp.com.pk) at least seven (7) days before the meeting.

## **9. Scrutinizer**

In accordance with the Regulation 11 of the Regulations, the Board of the Company has appointed M/s UHY Hassan Naeem & Co, Chartered Accountants, a QCR rated audit firm, to act as the Scrutinizer of the Company for the special business to be transacted in the meeting and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

## 10. Video Conference Facility

Pursuant to Section 132(2) of the Companies Act, 2017, if the Company receives consent from members holding in aggregate ten percent (10%) or more shareholding residing at geographical location, to participate in the meeting through video conference at least seven (7) days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. The Company will intimate Members regarding venue of video conference facility at least five (5) days before the date of the Meeting along with complete information necessary to enable them to access such facility. In order to avail this facility please provide the following information to our Registrar:

*"I/We, \_\_\_\_\_ of \_\_\_\_\_ being a member of AGP Limited holder of \_\_\_\_\_ Ordinary Share(s) as per Register Folio No./ CDC Account No. \_\_\_\_\_ hereby opt for video conference facility at (Please insert name of the City).*

\_\_\_\_\_  
*Signature of member"*

## 11. Electronic payment of cash dividend

In accordance with the provisions of section 242 of the Companies Act 2017, a listed company is required to pay cash dividend only through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, the shareholders who have not yet provided their relevant information are requested to provide the same as mentioned on an E-Dividend Mandate Form available at the website of the Company to the Registrar. The CDC account holders must submit their information directly to their broker (participant) / CDC.

As per the provisions of the section 243(3) of the Companies Act, 2017 and Regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017, the Company may withhold the payment of dividend to shareholders who have not provided valid bank details and copy of CNIC or NTN.

## 12. Withholding tax on dividends

In pursuance to section 150 read with Division I of Part III of the First Schedule of the Income Tax Ordinance, 2001, the rates of deduction of income tax from dividend payments shall be 15% for a person appearing in Active Taxpayers List (ATL) and 30% for a person not appearing in ATL. However, the provisions of withholding tax at additional rate from the person not appearing in ATL are not applicable to the extent of dividend payment to non-resident persons.

In case of joint shareholders, tax will be deducted on the basis of shareholding of each shareholder as may be notified by them, in writing as follows, to our Registrar, by the close of business hours on March 11, 2024, or if no such notification is received each shareholder shall be assumed to have an equal number of shares:

Folio / CDS Account No.	Total Shares	Principal Shareholder		Joint shareholder	
		Name and CNIC No.	Shareholding Proportion (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

Withholding Tax exemption from the dividend income shall only be allowed if a copy of valid tax exemption certificate is made available to the Registrar by close of business on the first (1<sup>st</sup>) day of book closure.

### 13. Unclaimed Dividend

As per the provisions of section 244 of the Companies Act 2017, any shares issued, or dividend declared by the Company which remains unclaimed / unpaid for a period of three (3) years from the date on which it was due and payable are required to be deposited with the SECP in an account specified by the Federal Government. Shareholders whose dividend remains unclaimed till date are requested to approach the Company to claim their unclaimed / unpaid amount of dividend. In case, no claim is filed with the Company within the due time frame, the Company shall proceed to deposit the unclaimed / unpaid amount dividend or any other share with the Federal Government pursuant to section 244(2) of the Act.

### 14. Conversion of Physical Securities into Book Entry Form

In accordance with section 72 of the Companies Act, 2017, SECP through its letter dated March 26, 2021, has advised all listed companies to pursue their shareholders to replace their shares in physical form into book entry form within a period not exceeding four (4) years from the date of promulgation of the Companies Act, 2017. Consequently, all shareholders bearing physical folios / share certificates are requested to convert their shares from physical form into book entry form at the earliest. Maintaining shares in book entry form has many advantages such as safe custody of shares with the CDC, fast and convenient selling of shares, avoidance of formalities required for the issuance of duplicate shares and paper less environment which makes the process eco-friendly.



# AGP LIMITED



## POSTAL BALLOT PAPER

for voting through post for the Special Businesses at the Annual General Meeting to be held on Tuesday, March 19, 2024, at 02.30 P.M. at Ramada Karachi Creek, Zulfiqar Street 1, DHA Phase VIII, Karachi.

**Phone:** +92-21-111 247 247 **Website:** www.agp.com.pk.

Folio / CDS Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of shares Held	
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)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

### **Resolution For Agenda Item No. 6**

To consider and, if deemed fit, pass, with or without modification(s), the following resolutions as ordinary resolutions to enable and authorize the Company to circulate the annual audited financial statements, to the members of the Company through QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan (SECP) vide its Notification S.R.O. 389(I)/2023 dated March 21, 2023, instead of circulating the same through CD/DVD/USB.

#### **RESOLVED THAT**

"the Company be and is hereby authorized to circulate its annual audited financial statements, to the members of the Company through QR enabled code and weblink."

#### **FURTHER RESOLVED THAT**

"the Chief Executive, Chief Financial Officer or Company Secretary of the Company be and are hereby singly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file necessary documents, as may be necessary or incidental for the purpose of implementing this resolution."

### **Resolution For Agenda Item No. 7**

To consider and, if deemed appropriate, pass with or without modification, the following special resolution to insert the new clauses in the Articles of Association of the Company.

#### **RESOLVED THAT**

"the Company be and is hereby accorded to amend clauses 130 of the Articles of Association as under:"

#### **Existing clause**

*Clause 130* - Subject to the provisions of the Act, a resolution in writing, signed by all the Directors (or in their absence their Alternate Directors) for the time being in Pakistan (not being less than the requisite quorum of Directors) or by all the members of a committee for the time being in Pakistan, as the case may be, shall be a valid and effectual as if it had been passed at a meeting of the Directors or as the case may be, of such committee, duly called and constituted in accordance with the provisions of these Articles. Such resolution may be contained in one document or in several documents in like form each signed by one or more of the Directors or members of the committee concerned. A telex message or facsimile transmission or electronic mail sent by a Directors or a member of the committee shall be deemed to be a document signed by him for the purposes of this Articles.

#### **Proposed Clause**

*Clause 130* - Subject to the provisions of the Act, a resolution in writing, signed by majority of the Directors for the time being in Pakistan (not being less than the requisite quorum of Directors) or by majority of the members of a committee for the time being in Pakistan, as the case may be, shall be a valid and effectual as if it had been passed at a meeting of the Directors or as the case may be, of such committee, duly called and constituted in accordance with the provisions of these Articles. Such resolution may be contained in one document or in several documents in like form each signed by one or more of the Directors or members of the committee concerned. A telex message or facsimile transmission or electronic mail sent by a Directors or a member of the committee shall be deemed to be a document signed by him for the purposes of this Articles.

#### **FURTHER RESOLVED THAT**

"the Chief Financial Officer or Company Secretary be and are hereby authorized to do all acts, deeds and things, take all steps and actions necessary, ancillary and incidental for altering the Articles of Association of the Company including filing of all requisite documents/statutory forms as may be required to be filed with the Registrar of the Companies and complying with all other regulatory requirements so as to effectuate the altering of the Articles of Association and implementing the aforesaid."

**FURTHER RESOLVED THAT**

“the aforesaid alteration in the Articles of Association of the Company shall be subject to any amendment, modification, addition or deletion as may be deemed appropriate by the authorized persons or may be suggested, directed and advised by the Securities & Exchange Commission of Pakistan and / Registrar of the Companies which suggestion, direction and advise shall be deemed to have been approved as part of the passed Special Resolution without the need of members to pass a fresh special resolution.”

**Resolution For Agenda Item No. 8**

To consider the extension or renewal of funding facilities to and from associated companies, namely OBS AGP (Private) Limited and OBS Pakistan (Private) Limited, which were renewed earlier by the shareholders in their meeting held on July 19, 2023 and, if deemed appropriate, pass with or without modification, the following resolution, as a special resolution as required under Section 199 of the Companies Act, 2017 read together with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017:

**RESOLVED THAT**

“the Company be and is hereby authorized to renew and extend for a further period of twelve (12) months, short term funded and / or unfunded financing facilities and / or security to and from its associated companies, namely OBS AGP (Private) Limited and OBS Pakistan (Private) Limited, up to the amount of PKR 500 Million each to meet excess debt requirements and / or funding shortfalls or to otherwise assist the Company and such associated companies in meeting and fulfilling their financial obligations.”

**FURTHER RESOLVED THAT**

“such facilities extended by the Company to its associated companies as per the preceding resolution, will initially be extended for a period of one (1) year and shall be renewable annually for each successive year, unless not renewed.”

**FURTHER RESOLVED THAT**

“the Chief Executive officer together with Chief Financial Officer or Company Secretary of the Company be and are hereby jointly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file necessary documents, as may be necessary or incidental for the purpose of implementing this resolution.”

**Instructions For Poll**

1. Please indicate your vote by ticking (√) the relevant box.

2. In case if both the boxes are marked as (√), your poll shall be treated as **“Rejected”**.

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

Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
<b>Resolution For Agenda Item No. 6</b>		
<b>Resolution For Agenda Item No. 7</b>		
<b>Resolution For Agenda Item No. 8</b>		

**Notes / procedures for submission of duly filled-in Ballot Paper:**

- Dully filled ballot paper should be sent to the Chairman at B-23-C, S.I.T.E, Karachi, with attention to the Company Secretary, or e-mail at **corp.affairs@agp.com.pk**
- Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the Chairman within business hours by or before **Monday March 18, 2024**. Any postal Ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport, (In case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
- In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution, / Power of Attorney, / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.
- Ballot Paper form has also been placed on the website of the Company at: **www.agp.com.pk**. Members may download the Ballot paper from the website or use an original/photocopy published in newspapers.

Date: \_\_\_\_\_

\_\_\_\_\_  
**Shareholder / Proxy holder Signature/Authorized Signatory**

(In case of corporate entity, please affix company stamp)

## **STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017**

### **AGENDA ITEM NO. 6**

SECP has allowed listed companies, through its SRO No. 389(I)/2023 dated March 21, 2023, to circulate the annual audited financial statements, to the members of the Company through QR-enabled code and weblink (instead of CD/DVD/USB), subject to approval of shareholders in the annual general meeting.

Where an email address has been provided by the shareholder, the Company shall circulate annual audited financial statements to the member through email.

A shareholder may request the Company to provide a hard copy of the annual audited financial statements, and the same shall be provided at the shareholder's registered address free of cost, upon receipt of a duly completed request form, as available on the Company's website, <https://agp.com.pk/wp-content/uploads/2023/06/Standard-Request-Form.pdf>.

None of the Directors have any interest in the above-mentioned special business.

### **AGENDA ITEM NO. 7**

Clause 130 of the Articles of Association of the Company is altered in order to bring it at par with the changes introduced vide the Companies (Amendment) Act, 2021 dated December 1, 2021.

The aforesaid above alteration to the Articles of Association of the Company is being proposed to smooth out the procedural requirement so that affairs of the Company may be conducted expeditiously to ultimately benefit the shareholders of the Company.

The proposed alteration in the Articles of Association of the Company is in line with the applicable provisions of the law and regulatory framework.

None of the Directors have any interest in the above-mentioned special business.

### **AGENDA ITEM NO. 8**

The Shareholders in their meeting held on July 19, 2023, had approved the extension or renewal of funding facilities / security up to PKR 500 million to and from each of its associated companies, namely OBS AGP (Private) Limited (OBS AGP) and OBS Pakistan (Private) Limited (OBS PK) for a period of one (1) year and the same is being proposed for renewal for a further period of one (1) year. Each financing facility will be provided on an arm's length basis and will carry a markup rate which is not lower than the average borrowing cost of the Company. The extension or utilization of funding facilities will ensure that short-term funds are readily available for the Company and associated companies and will help them to manage their working capital requirements efficiently.

These short-term facilities have been utilized during the year by one of the subsidiaries, OBS Pakistan (Private) Limited. There is no balance outstanding at the end of the year. Interest rate was duly charged on the facility and recorded in the accounts.

These short-term facilities are being renewed as earlier approved by the shareholders.

**UPDATE UNDER THE COMPANIES (INVESTMENT IN ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKINGS) REGULATIONS, 2017**

<b>SR. NO.</b>	<b>DESCRIPTION</b>	<b>INFORMATION REQUIRED</b>		
3 (a)	Disclosures for all types of investments			
(A)	Regarding Associated Company or Associated Undertakings:			
(i)	Name of the associated company or associated undertakings	OBS AGP (Private) Limited (OBS AGP) OBS Pakistan (Private) Limited (OBS PK)		
(ii)	Basis of relationship	Subsidiaries		
(iii)	Earnings per share for the last three years	<b>Years</b>	<b>OBS AGP</b>	<b>OBS PK</b>
		2021	PKR 28.23	Not Applicable
		2022	PKR 38.52	
		2023	PKR 51.11	PKR 11.05
(iv)	Break-up value per share, based on latest audited financial statements	<b>OBS AGP</b>	<b>OBS PK</b>	
		As at Dec 31, 2023 PKR 197.85	As at Dec 31, 2023 PKR 58.86	
(v)	Financial position including main items of statement of financial position and profit and loss account on the basis of its latest financial statements.	Main items of the financial statements (audited) of OBS AGP and OBS Pakistan for the year ended Dec 31, 2023, are given below. The figures are PKR in million.		
		<b>Items</b>	<b>OBS AGP</b>	<b>OBS PK</b>
		Total Assets	5,383	9,670
		Total Liabilities	3,404	7,080
		Total Equity	1,979	2,590
		Net Sales	5,057	1,673
		Gross Profit	2,783	1,103
		Profit Before Tax	772	248
	Profit After Tax	511	230	
(vi)	In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations.	Not Applicable		
(B)	General Disclosures			
(i)	Maximum amount of investment to be made	Short term funded and / or unfunded financing facilities, up to PKR 500 million each.		

(ii)	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	Provision of short-term finance facilities will meet the operational and cash flow requirements of the Company and its associated companies.	
(iii)	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds	The Company will facilitate the associated companies by using its own excess credit lines.	
	(I) Justification for investment through borrowings	The associated companies will pay a markup rate which is not lower than the average borrowing cost of the Company.	
	(II) Details of collateral, guarantees provided and assets pledged for obtaining such funds	The Company secures its overdraft lines by providing a joint hypothecation charge on pari passu basis over its current assets.	
	(III) Cost benefit analysis	The Company will charge the associated companies a rate which will add to its profitability.	
(iv)	Salient features of the agreement(s), if any with associated company or associated undertaking with regards to the proposed investment	Each financing facility will be provided on an arm's length basis.	
(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	<p><b>OBS AGP</b>  Aitken, sponsor and parent of the AGP, holds twenty-eight percent (28%) shareholding in OBS AGP. Mr. Tariq Moinuddin Khan, sponsor and Chairman of AGP, is the ultimate beneficial owner of Aitken. The following Directors of AGP are also on the Board of Directors of OBS AGP:</p> <ul style="list-style-type: none"> <li>• Mr. Kamran Nishat</li> <li>• Mr. Muhammad Kamran Nasir</li> <li>• Mr. Muhammad Kamran Mirza</li> </ul> <p>Mr. Muhammad Kamran Nasir (indirectly) and Mr. Muhammad Kamran Mirza, hold three and a half percent (3.5%) each, shareholding in OBS AGP.</p>	<p><b>OBS PK</b>  Aitken, sponsor and parent of AGP, holds two and seventy-three hundredths' percent (2.73%) shareholding in OBS PK against the provision of collateral, from its own sources, to secure the financing of up to PKR 3.6 billion raised by OBS PK. Mr. Tariq Moinuddin Khan, sponsor and Chairman of AGP, is the ultimate beneficial owner of Aitken. The following Directors of AGP are also on the Board of Directors of OBS PK:</p> <ul style="list-style-type: none"> <li>• Mr. Muhammad Kamran Nasir</li> <li>• Mr. Mahmud Yar Hiraj</li> <li>• Mr. Muhammad Kamran Mirza</li> </ul>

		Mr. Kamran Nishat, Director of AGP, is the CEO of Muller & Phipps (M&P), and M&P is the authorized distributor of OBS AGP.	Mr. Muhammad Kamran Nasir and Mr. Muhammad Kamran Mirza, Directors of AGP, hold two and seventy-three hundredths' percent (2.73%) each, shareholding in OBS PK. Mr. Kamran Nishat, Director of AGP, is the CEO of Muller & Phipps (M&P), and M&P is the authorized distributor of OBS PK.
(vi)	In case any investment in associated company or undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write-offs	<b>OBS AGP</b> The facility has never been utilized / availed.	<b>OBS PK</b> A total amount of PKR 2,810 million has been extended in portions, not exceeding PKR 500 million at any point in time and received along with markup during the year ended December 31, 2023.
		There is no impairment or write-offs in any of these facilities.	
(vii)	Any other important details necessary for the members to understand the transaction	Not Applicable	
(c)	In case of investments in the form of	loans, advances and guarantees, following disclosures in addition to those provided under clause (a) of sub-regulation (1) of regulation 3 shall be made	
(i)	Category-wise amount of investment	Short term funded and / or unfunded financing facilities, up to PKR 500 million each.	
(ii)	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah compliant products and rate of return for unfunded facilities, as the case may be, for the relevant period	Average borrowing of the Company is as follows: <ul style="list-style-type: none"> <li>under conventional arrangements, ranges from 1-3 months KIBOR + 0.3% - 1.25% per annum payable quarterly;</li> <li>under Islamic arrangements, ranges from 1-3 months KIBOR + 0.5% -1% per annum payable quarterly.</li> </ul>	
(iii)	Rate of interest, markup, profit, fees, or commission etc. to be charged by investing company	It shall not be less than the borrowing cost of the Company or KIBOR for the relevant period, whichever is higher.	

(iv)	Particulars of collateral or security to be obtained in relation to the proposed investment	No security is required to be obtained. The Company and its associated companies are confident that any financing arrangement will be repaid timely.
(v)	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable
(vi)	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	The short term funded and / or unfunded financing facilities are for a period of one (1) year and renewable annually for each successive year, unless not renewed. Repayment will be made on the availability of the funds, and at a rate which shall not be less than the borrowing cost of the Company or KIBOR for the relevant period, if higher.

Except to the extent as mentioned in B(v) above, the Board of Directors of the Company have no direct or indirect interest in this Special Business, except and to the extent of their respective shareholding in the Company.

The annual audited financial statements of OBS AGP and OBS PK for the year ended December 31, 2023, shall be made available for inspection of the members in the meeting.





# کمپنیز ایکٹ، ۲۰۱۷ کے سیکشن (۳) ۱۳۴ کے تحت بیان

## ایجنڈا نمبر 6

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے اپنے ایس آر او - ۲۰۲۳/۱ (۱) ۳۸۹ مورخہ ۲۱ مارچ ۲۰۲۳ء کے ذریعے لسٹڈ کمپنیوں کو اجازت دی ہے کہ وہ اپنے اراکین کو سالانہ آڈٹ شدہ مالیاتی گوشوارے کو CD/DVD/USB کے بجائے QR فعال کوڈ اور ویب لنک کے ذریعے بھیجیں، جو کہ سالانہ عام اجلاس میں شیئرز ہولڈرز کی منظوری سے مشروط ہے۔

جہاں شیئرز ہولڈرز کی طرف سے ای میل ایڈریس فراہم کیا گیا ہو، کمپنی ای میل کے ذریعے ممبر کو سالانہ آڈٹ شدہ مالیاتی بیانات بھیجے گی۔

ایک شیئرز ہولڈر کمپنی سے سالانہ آڈٹ شدہ مالیاتی گوشواروں کی ہارڈ کاپی فراہم کرنے کی درخواست کر سکتا ہے، اور اسے شیئرز ہولڈر کے رجسٹرڈ ایڈریس پر، مناسب طریقے سے مکمل درخواست فارم کی وصولی پر، جیسا کہ کمپنی کی ویب سائٹ پر دستیاب ہے مفت فراہم کی جائیگی

<https://agp.com.pk/wp-content/uploads/2023/06/Standard-Request-Form.pdf>

کسی بھی ڈائریکٹر کو مذکورہ بالا خصوصی کاروبار میں کوئی دلچسپی نہیں ہے۔

## ایجنڈا نمبر 7

کمپنی کے آرٹیکلز آف ایسوسی ایشن کی شق 130 کو یکم دسمبر ۲۰۲۱ء (ترمیمی) ایکٹ، 2021 کے ذریعے متعارف کرائی گئی تبدیلیوں کے برابر لانے کے لیے تبدیل کیا گیا ہے۔

کمپنی کے آرٹیکلز آف ایسوسی ایشن میں مذکورہ بالا تبدیلی کو طریقہ کار کی ضرورت کو ہموار کرنے کے لیے تجویز کیا جا رہا ہے تاکہ کمپنی کے معاملات کو تیزی سے چلایا جاسکے اور کمپنی کے شیئرز ہولڈرز کو فائدہ پہنچایا جاسکے۔

کمپنی کے آرٹیکلز آف ایسوسی ایشن میں مجوزہ تبدیلی قانون اور ریگولیشن فریم ورک کے قابل اطلاق شقوں کے مطابق ہے۔

کسی بھی ڈائریکٹر کو مذکورہ بالا خصوصی کاروبار میں کوئی دلچسپی نہیں ہے۔

## ایجنڈا نمبر 8

حصص یافتگان نے ۱۹ جولائی ۲۰۲۳ کو منعقدہ اپنی میٹنگ میں، OBS AGP (پرائیویٹ) لمیٹڈ (OBS AGP) اور OBS پاکستان (پرائیویٹ) لمیٹڈ (OBS PK) کے لیے 500 ملین روپے تک فنڈنگ کی سہولیات/سیکیورٹی میں ایک (1) سال کی مدت کے لیے توسیع یا تجدید کی منظوری دی تھی اور اسی کو مزید ایک (1) سال کی مدت کے لیے تجدید کرنے کی تجویز ہے۔

ہر فنڈنگ کی سہولت غیر جانبدارانہ کاروبار کی بنیاد پر فراہم کی جائے گی اور اس میں مارک اپ کی شرح ہوگی جو کمپنی کی اوسط قرض لینے کی لاگت سے کم نہیں ہوگی۔ فنڈنگ کی سہولیات میں توسیع یا استعمال اس بات کو یقینی بنائے گا کہ کمپنی اور اس سے وابستہ کمپنیوں کے لیے قلیل مدتی فنڈز آسانی سے دستیاب ہوں اور ان کو اپنے ورکنگ کپچل کی ضروریات کو مؤثر طریقے سے سنبھالنے میں مدد ملے گی۔

ان قلیل مدتی سہولیات کو سال کے دوران ایک ذیلی ادارے، OBS پاکستان (پرائیویٹ) لمیٹڈ نے استعمال کیا ہے۔ سال کے آخر میں کوئی بقایا رقم نہیں ہے۔ سود کی شرح سہولت پر مناسب طور پر وصول کی گئی اور کارڈنٹس میں درج کی گئی۔

ان قلیل مدتی سہولیات کی تجدید کی جارہی ہے جیسا کہ پہلے شیئرز ہولڈرز نے منظور کیا تھا۔

دی کمپنیز (وابستہ کمپنیوں یا ایسوسی ایٹڈ انڈر ٹیکنگزم میں سرمایہ کاری) ریگولیشنز، 2017 کے تحت نئی معلومات

درکار معلومات			تفصیل	سیریل نمبر
			ہر قسم کی سرمایہ کاری کے لیے انکشافات	۳ (a)
			ایسوسی ایٹڈ کمپنی یا ایسوسی ایٹڈ انڈر ٹیکنگزم کے بارے میں:	(A)
OBS AGP (پرائیویٹ) لمیٹڈ (OBS AGP) OBS پاکستان (پرائیویٹ) لمیٹڈ (OBS PK)			متعلقہ کمپنی یا اس سے وابستہ اداروں کا نام	(i)
ما تحت ادارے			تعلق کی بنیاد	(ii)
OBS PK	OBS AGP	سال	پچھلے تین سالوں کی فی شیئر آمدنی	(iii)
	28.23 روپے	۲۰۲۱		
	38.52 روپے	۲۰۲۲		
11.05	51.11 روپے	۲۰۲۳		
OBS PK جیسا کہ ۳۱ دسمبر ۲۰۲۳ کو ہے۔ 58.86 روپے	OBS AGP جیسا کہ ۳۱ دسمبر ۲۰۲۳ کو ہے۔ 197.85 روپے		تازہ ترین آڈٹ شدہ مالیاتی گوشواروں کی بنیاد پر فی حصص کی بریک اپ ویلیو	(iv)
			تازہ ترین آڈٹ شدہ مالیاتی گوشواروں کی بنیاد پر فی حصص کی بریک اپ ویلیو	(v)
31 دسمبر 2023 کو ختم ہونے والے سال کے لیے OBS AGP اور OBS پاکستان کے مالیاتی بیانات (آڈٹ شدہ) کی اہم چیزیں ذیل میں دی گئی ہیں۔ اعداد و شمار ملین روپے میں ہیں۔			مالی پوزیشن بشمول مالیاتی پوزیشن کے بیان کے اہم آئٹمز اور اس کے تازہ ترین مالی بیانات کی بنیاد پر منافع اور نقصان کے اکاؤنٹ	
OBS PK	OBS AGP	آئٹمز		
9,670	5,383	مجموعی اثاثے		
7,080	3,404	کل واجبات		
2,590	1,979	کل ایکویٹی		
1,673	5,057	خالص فروخت		
1,103	2,783	کل منافع		
248	772	منافع قبل از محصول		
230	511	منافع بعد از ٹیکس		
قابل اطلاق نہیں۔			متعلقہ کمپنی یا اس سے وابستہ انڈر ٹیکنگ کے پروجیکٹ کے سلسلے میں سرمایہ کاری کی صورت میں جس نے کام شروع نہیں کیا ہے۔	(vi)
			عمومی انکشافات	(B)
قلیل مدتی فنڈ ڈاؤر یا غیر فنڈڈ فنڈنگ سہولیات، 500 ملین روپے تک۔			سرمایہ کاری کی زیادہ سے زیادہ رقم جو کی جانی ہے۔	(i)
قلیل مدتی مالیاتی سہولیات کی فراہمی کمپنی اور اس سے وابستہ کمپنیوں کی آپریشنل اور کیش فلو کی ضروریات کو پورا کرے گی۔			مقصد، سرمایہ کاری کرنے والی کمپنی اور اس کے اراکین کو اس طرح کی سرمایہ کاری اور سرمایہ کاری کی مدت سے حاصل ہونے والے فوائد	(ii)

(iii)	سرمایہ کاری کے لیے استعمال کیے جانے والے فنڈز کے ذرائع اور جہاں قرضے لیے گئے فنڈز کا استعمال کرتے ہوئے سرمایہ کاری کا ارادہ ہے	کمپنی اپنی اضافی کریڈٹ لائنوں کا استعمال کر کے متعلقہ کمپنیوں کو سہولت فراہم کرے گی۔
(I)	ادھار کے ذریعے سرمایہ کاری کا جواز	متعلقہ کمپنیاں مارک اپ کی شرح ادا کریں گی جو کمپنی کی اوسط قرض لینے کی لاگت سے کم نہیں ہے
(II)	ایسے فنڈز کے حصول کے لیے ضمانت کی تفصیلات، فراہم کردہ ضمانتیں اور گروئی رکھے گئے اثاثے	کمپنی اپنے موجودہ اثاثوں پر pari passu کی بنیاد پر مشترکہ ہائپوٹھیکیشن چارج فراہم کر کے اپنی اور ڈرافٹ لائنوں کو محفوظ کرتی ہے۔
(III)	لاگت کے فائدہ کا تجزیہ	کمپنی متعلقہ کمپنیوں سے شرح (ریٹ) وصول کرے گی جس سے اس کے منافع میں اضافہ ہوگا۔
(iv)	معاهدے کی نمایاں خصوصیات، اگر کوئی متعلقہ کمپنی کے ساتھ یا مجوزہ سرمایہ کاری کے حوالے سے منسلک انڈر رائٹنگ کے ساتھ ہو۔	ہر فنڈنگ کی سہولت غیر جانبدارانہ کاروبار کی بنیاد پر فراہم کی جائے گی۔
(v)	متعلقہ کمپنی یا متعلقہ انڈر رائٹنگ یا زیر غور لین دین میں ڈائریکٹرز، کفیل، اکثریتی شیئر ہولڈرز اور ان کے رشتہ داروں کا براہ راست یا بالواسطہ مفاد، اگر کوئی ہو	<p><b>او بی ایس اے جی پی</b>  AGP کے اسپانسر اور سرپرست  کے پاس OBS AGP میں اٹھائیس فیصد (28%) شیئر ہولڈنگ ہے۔  اے جی پی کے اسپانسر اور چیئر مین جناب طارق معین الدین خان اینگن کے حتمی فائدہ مند مالک ہیں۔</p> <p><b>او بی ایس پی کے</b>  AGP کے اسپانسر اور سرپرست  کے پاس OBS PK میں اٹھائیس فیصد (2.73%) شیئر ہولڈنگ ہے، اپنے ذرائع سے، 3.6 بلین روپے تک کی فنڈنگ کو محفوظ بنانے کے لیے، ضمانت کی فراہمی کے خلاف۔  اے جی پی کے اسپانسر اور چیئر مین جناب طارق معین الدین خان اینگن کے حتمی فائدہ مند مالک ہیں۔</p> <p><b>او بی ایس پی کے</b>  AGP کے درج ذیل ڈائریکٹرز  OBS کے بورڈ آف ڈائریکٹرز میں بھی ہیں:  • مسٹر کامران نشاط  • جناب محمد کامران ناصر  • جناب محمد کامران مرزا  • جناب محمد کامران ناصر (بالواسطہ طور پر) اور  • جناب محمد کامران مرزا، او بی ایس اے جی پی میں ساڑھے تین فیصد (3.5%) حصہ دار ہیں۔  AGP کے ڈائریکٹر جناب کامران نشاط،  Phipps Muller &amp; (M&amp;P) کے سی ای او ہیں، اور AGP M&amp;P OBS کے مجاز تقسیم کار ہیں۔</p> <p><b>او بی ایس پی کے</b>  2,810 ملین روپے کی کل رقم حصوں میں بڑھادی گئی ہے، جو کہ کسی بھی وقت 500 ملین روپے سے زیادہ نہیں ہے اور 31 دسمبر 2023 کو ختم ہونے والے سال کے دوران مارک اپ کے ساتھ موصول ہوئی ہے۔</p> <p><b>او بی ایس پی کے</b>  اس سہولت کو کبھی استعمال نہیں کیا گیا ہے</p> <p><b>او بی ایس پی کے</b>  2,810 ملین روپے کی کل رقم حصوں میں بڑھادی گئی ہے، جو کہ کسی بھی وقت 500 ملین روپے سے زیادہ نہیں ہے اور 31 دسمبر 2023 کو ختم ہونے والے سال کے دوران مارک اپ کے ساتھ موصول ہوئی ہے۔</p>
(vi)	اگر متعلقہ کمپنی یا انڈر رائٹنگ میں کوئی سرمایہ کاری پہلے ہی کی جا چکی ہے تو، اس طرح کی سرمایہ کاری کی کارکردگی کا جائزہ بشمول کسی بھی خرابی یا تجدیف کی مکمل معلومات/ جواز	ان میں سے کسی بھی سہولت میں کوئی خرابی یا تجدیف نہیں ہے۔

(vii)	لیمن دین کو سمجھنے کے لیے ممبران کے لیے ضروری کوئی اور اہم تفصیلات	قابل اطلاق نہیں۔
(c)	قرضوں، ایڈوانسز اور ضمانتوں کی شکل میں سرمایہ کاری کی صورت میں، ضابطہ 3 کے ذیلی ضابطہ (1) کی شق (a) کے تحت فراہم کردہ انکشافات کے علاوہ درج ذیل انکشافات کیے جائیں گے۔	
(i)	کمپنی سرمایہ کاری کی رقم	قلیل مدتی فنڈ ڈاور/ یا غیر فنڈ ڈ فنانسنگ سہولیات 500 ملین روپے تک۔
(ii)	سرمایہ کاری کرنے والی کمپنی کی قرض لینے کی اوسط لاگت، متعلقہ مدت کے لیے کراچی انٹربینک آفر ڈریٹ (KIBOR)، شریعت کے مطابق مصنوعات کے لیے منافع کی شرح اور غیر فنڈ ڈ سہولیات کے لیے شرح منافع، جیسا کہ معاملہ ہو، متعلقہ مدت کے لیے۔	کمپنی کا اوسط قرضہ درج ذیل ہے: روایتی انتظامات کے تحت، 1-3 ماہ KIBOR + 0.3% - 1.25% سالانہ قابل ادائیگی سرمایہ؛ اسلامی انتظامات کے تحت، 1-3 ماہ KIBOR + 0.5% - 1% سالانہ قابل ادائیگی سرمایہ تک۔
(iii)	سود کی شرح، مارک اپ، منافع فیس، یا کمیشن وغیرہ سرمایہ کاری کرنے والی کمپنی کے ذریعہ وصول کی جائے گی۔	یہ متعلقہ مدت کے لیے کمپنی یا KIBOR کی قرض لینے کی لاگت سے کم نہیں ہوگی، جو بھی زیادہ ہو۔
(iv)	مجوزہ سرمایہ کاری کے سلسلے میں کو لیٹرل یا سیکیورٹی کی تفصیلات حاصل کی جائیں۔	سیکیورٹی حاصل کرنے کی ضرورت نہیں ہے۔ کمپنی اور اس سے وابستہ کمپنیاں پر اعتماد ہیں کہ کسی بھی مالیاتی انتظامات کی بروقت ادائیگی کی جائے گی۔
(v)	اگر سرمایہ کاری میں تبادلوں کی خصوصیت ہوتی ہے یعنی یہ سیکیورٹیز میں بدلنے کے قابل ہے، تو یہ حقیقت شرائط و ضوابط بشمول تبادلوں کے فارمولے، حالات جن میں تبدیلی ہو سکتی ہے اور وہ وقت جب تبدیلی قابل عمل ہو سکتی ہے۔	قابل اطلاق نہیں۔
(vi)	قرض کی ادائیگی کا شیڈول اور شرائط و ضوابط یا قرض یا پیشگی متعلقہ کمپنی یا اس سے وابستہ انڈر ٹیکنگ کو دیے جائیں۔	قلیل مدتی فنڈ ڈ اور/ یا غیر فنڈ ڈ فنانسنگ سہولیات ایک (1) سال کی مدت کے لیے ہیں اور ہر ایک سال کے لیے سالانہ قابل تجدید ہیں، جب تک کہ تجدید نہ کی جائے۔ ادائیگی فنڈ زکی دستیابی پر کی جائے گی، اور اس شرح پر جو متعلقہ مدت کے لیے کمپنی یا KIBOR کی قرض لینے کی لاگت سے کم نہیں ہوگی، اگر زیادہ ہو۔

اس حد کے علاوہ جس کا اوپر B (v) میں ذکر کیا گیا ہے، کمپنی کے بورڈ آف ڈائریکٹرز کو اس خصوصی کاروبار میں کوئی براہ راست یا بالواسطہ دلچسپی نہیں ہے، سوائے اس کے کہ کمپنی میں ان کے متعلقہ شیئر ہولڈنگ کی حد تک۔

۳۱ دسمبر ۲۰۲۳ کو ختم ہونے والے سال کے لیے OBS AGP اور OBS PK کے سالانہ آڈٹ شدہ مالیاتی گوشواروں کو میٹنگ میں ممبران کے معائنے کے لیے دستیاب کرایا جائے گا۔