

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that pursuant to the Order of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 525 of 2024, in Petition bearing J. C. M. No. 8 of 2024, an Extraordinary General Meeting of EFG Hermes Pakistan Limited (the "**Company**") shall be held at, and conducted from, Pearl Hall, Regent Plaza Hotel, Main Shakra-e-Faisal, Karachi-75510, on Thursday, March 28, 2024 at 3:00p.m., including through video link facility, to transact the following business:

1. Special Business

Pursuant to the Order of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 525 of 2024, in Petition bearing J. C. M. No. 8 of 2024, to consider and, if thought fit, to pass, with or without modification, the following resolution for, *inter alia*, the merger, by way of amalgamation, of the entire undertaking of Intermarket Securities Limited with and into the Company, along with all ancillary matters thereto, in accordance with the Scheme of Arrangement dated February 29, 2024, as approved by the Board of Directors of the Company on February 28, 2024.

The resolution to be passed by the requisite majority of members of the Company under Sections 279 and 282 of the Companies Act, 2017 is as under:

*"RESOLVED THAT the Scheme of Arrangement dated February 29, 2024, prepared under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017, for, inter alia, the merger, by way of amalgamation, of the entire undertaking of Intermarket Securities Limited with and into EFG Hermes Pakistan Limited (the "**Company**"), along with all ancillary matters thereto including, but not limited to, the change in the name of the Company, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required, or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017."*

2. Other Business

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

Copies of the (a) Statement of Material Facts under Section 134(3) of the Companies Act, 2017 concerning the Special Business; (b) Statement under Section 281 of the Companies Act, 2017; (c) Scheme of Arrangement; and (d) Swap Computation Letter dated February 28, 2024, issued by Yousuf Adil, Chartered Accountants, are being circulated to the members along with this notice of the Extraordinary General Meeting.

By the Order of the Board

Mr. Shahid Kamal
Company Secretary

Karachi: March 7, 2024

Notes:

1. The Share Transfer Books of the Company will remain closed for the period from March 21, 2024 to March 28, 2024 (both days inclusive) to determine entitlement for attending this meeting.
2. Transfers received in order at the office of Company's share Registrar F.D. Registrar Services (Private) Limited¹ 17th Floor, Saima Trade Tower A, I.I. Chundrigar Road Karachi, Pakistan ("Registrar") at the close of business on March 20, 2024 the last working day before the start of book closure date will be considered in time to attend and vote at the meeting.
3. A member of the Company entitled to attend and vote at this meeting, may appoint another person as his/her proxy to attend and vote instead of him/her; moreover, for the purpose of E-Voting another person may also be appointed and act as proxy. Proxies, in order to be effective, must be received at the registered office of the Company not less than 48 hours before the time for holding the meeting.
4. CDC shareholders entitled to attend and vote at the meeting must bring his/her participant ID and account/sub-account number along with original CNIC or original passport to authenticate his/her identity. In case of corporate entity, resolution of board of directors/power of attorney with specimen signature of the nominee shall be produced (unless provided earlier) at the time of the meeting.
5. For appointing the proxy; CDC shareholders shall submit the proxy form as per above requirements together with attested copy of CNIC or passport of the beneficial owner and proxy. In case of corporate entity, the board of directors' resolution/power of attorney, along with the specimen signature of the nominee, shall be submitted along with the proxy form to the Company.
6. The proxy form shall be witnessed by two witnesses with their names, addresses, and CNIC numbers. The proxy shall produce his/her original CNIC or original passport at the time of meeting.
7. Members are requested to notify/submit the following information/documents, in case of book entry securities in CDS to their respective participants and in case of physical shares to the Registrar of the Company by quoting their folio numbers and name of the Company at the above mentioned address, if not earlier notified/submitted:
 - a. change in their addresses, if any.
 - b. members, who have not yet submitted attested photocopy of their valid CNIC are requested to submit the same along with folio numbers at earliest, directly to the Company's share Registrar F.D. Registrar Services (Private) Limited².
8. The Securities and Exchange Commission of Pakistan, through its Circular No. 4 dated February 15, 2021, has directed the listed companies to ensure the participation of members in general meetings through electronic means as a regular feature in addition to holding physical meetings.

Registered Office: Office no. 904, floor, Emerald Tower, Plot no. G-19, Block 5, Clifton, Karachi, Pakistan. T +92 21 35141100/01/02/03/04 F +92 21 35141109

Branch Office: Room # 319, Siddique Trade Centre, 72-Main Boulevard, Gulberg, Lahore, Pakistan. T +92 42 35787732/36 F +92 42 35787737

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- a. Accordingly, members who want to attend the meeting via video link/webinar must send their particulars (full name, copy of CNIC, Folio number, cell number, registered email address) through email at companysecretary@efg-hermes.com at least 48 hours before the time of the meeting.
 - b. After verification of the said particulars, a video link/ user ID & password will be sent through email to connect the meeting. It is clarified that members attending this meeting by availing above facility shall only vote through postal ballot (if required) in accordance with the relevant requirements.
 - c. Further, members can give their comments on the agenda item of the meeting at the above email address of the company secretary or on zoom chat room during meeting.
9. Procedure for E-Voting:
- a. Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the Register of members of the Company by the close of business on March 20, 2024.
 - b. 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 Digital Custodian Company Limited² (being the e-voting service provider).
 - c. Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
 - d. E-Voting lines will start from March 25, 2024, 9:00 am and shall close on March 27, 2024 at 5:00 pm. 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.
10. Procedure for Voting through Postal Ballot:
- a. Members opting for voting through postal ballot shall ensure that duly filled and signed ballot papers along with copy of valid Computerized National Identity Card (CNIC) / copy of passport (non-resident) should reach the Chairperson of the meeting through post on the Company's registered address: Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block 5, Clifton, Karachi, or e-mail at companysecretary@efg-hermes.com on or before March 27, 2024 during working hours. The signatures on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.
 - b. Please note that in case of any dispute in voting including the casting of more than one vote, the Chairperson of the Meeting shall be the deciding authority.
 - c. For convenience of the members ballot paper is annexed to this notice and is also available for download on Company's website www.efghermespakistan.com
11. For any query/information, members may contact the Company at email companysecretary@efg-hermes.com and/or the Share Registrar of the Company at above
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mentioned address. Members may also visit the website of the Company www.efghermespakistan.com for notices/information.

12. Copies of the Memorandum and Articles of Association of the Company, Statement under Section 134(3) of the Companies Act, 2017 in respect of the material facts of the special business, Statement under Section 281 of the Companies Act, 2017, Scheme of Arrangement dated February 29, 2024, Swap Computation Letter dated February 28, 2024 issued by Yousuf Adil, Chartered Accountants, special audited financial statements of the Company for the period ended September 30, 2023, and any other information relevant to the special business in respect of the Company shall be available upon request, and for inspection, by any person entitled to attend the Extraordinary General Meeting from the registered office of the Company, located at Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block 5, Clifton, Karachi, free of cost during normal office hours, from the date of this notice till the conclusion of the Extraordinary General Meeting. The said information shall also be placed for inspection of members of the Company during the Extraordinary General Meeting.
13. The notice of the Extraordinary General Meeting along with the statements, the Scheme of Arrangement and the special audited financial statements of the Company for the period ended September 30, 2023, have also been placed on the website of the Company.

Statement under Section 134(3) of the Companies Act, 2017 concerning the Special Business to be transacted at the Extraordinary General Meeting of EFG Hermes Pakistan Limited

Subject to the sanction of the High Court of Sindh at Karachi, under the Scheme of Arrangement dated February 29, 2024 (the "Scheme of Arrangement"), the entire undertaking of Intermarket Securities Limited ("IMS") shall be merged, by way of amalgamation, with and into EFG Hermes Pakistan Limited (the "Company") (the "Amalgamation") by transfer to and vesting in the Company all the assets, properties, investments, rights, liabilities, quotas, benefits, powers, contracts, bank accounts, authorizations, obligations etc. comprised in IMS, with effect from the start of business on July 1, 2024 or at such other date stated by the Court (the "Effective Date"), against the issuance of shares by the Company to the shareholders of IMS.

The proposed Amalgamation, along with all ancillary and related matters thereto, shall be effective by way of the Scheme of Arrangement, in accordance with the provisions of Sections 279 to 283 and 285(8) of the Companies Act, 2017. The Scheme of Arrangement has been filed with the High Court of Sindh at Karachi vide Petition bearing J. C. M. No. 8 of 2024. Furthermore, in accordance with the directions of the High Court of Sindh, notice of the said petition has been / shall be provided to the registrar, Securities and Exchange Commission of Pakistan.

A copy of the Scheme of Arrangement is available for inspection to any person entitled to attend the Extraordinary General Meeting, at the registered office of the Company, situated at Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block 5, Clifton, Karachi, free of cost during normal office hours. Copies of the same may also be obtained upon request by such persons from the registered office of the Company free of cost during normal office hours. Furthermore, in accordance with the provisions of Section 282(2) of the Companies Act, 2017, a copy of the Scheme of Arrangement has been enclosed with the notice of the meeting circulated to the members of the Company.

The objects and benefits of the arrangements are also provided in detail in the Scheme of Arrangement.

The details pertaining to the consideration for the Amalgamation, including the ordinary shares to be issued by the Company along with the swap ratio are stipulated in the Scheme of Arrangement. In accordance with the same, the Company shall allot and issue an aggregate of 108,735,374 ordinary shares, having a face value of PKR 10/- (Pak Rupees Ten) each, to the shareholders of IMS existing on the Record Date (as detailed in the Scheme of Arrangement), on the basis of a swap ratio of approximately 2.16 shares of the Company for every 1 (one) share of IMS held by each shareholder of IMS. The aforementioned consideration, including the swap ratio, has been determined and approved by the Board of Directors of the respective companies on the basis of the calculations and range of valuations as stated in the Swap Computation Letter dated February 28, 2024, issued by Yousuf Adil, Chartered Accountants (attached as Annexure C to the Scheme of Arrangement), based, *inter alia*, on the average of the net asset value (NAV) per share of the companies based on the audited financial statements of the respective companies for the period ended September 30, 2023, and average of NAV and the weighted average market price per share of the Company during September 2023. The said Swap Computation Letter has also been approved by the Board of Directors of each company.

Furthermore, pursuant to the sanction of the Scheme of Arrangement, and in accordance with the provisions thereof:

- (i) The authorized share capital of the Company shall stand automatically increased from PKR 1,000,000,000/- (Pak Rupees One Billion), divided into 100,000,000 (One Hundred Million)

ordinary shares of PKR 10/- (Pak Rupees Ten) each, to PKR 2,000,000,000/- (Pak Rupees Two Billion), divided into 200,000,000 (Two Hundred Million) ordinary shares of PKR 10/- (Pak Rupees Ten) each, by merger of the existing authorized share capital of the Company and IMS. The Memorandum and Articles of Association of the Company shall stand amended in terms of the Scheme of Arrangement in this respect.

- (ii) The name of the Company shall stand changed / altered from "EFG Hermes Pakistan Limited" to "Intermarket Securities Limited", and the Memorandum and Articles of Association of the Company shall accordingly stand amended to, *inter alia*, reflect the change in the name of the Company.

The proposed change of name of the Company in terms of the Scheme of Arrangement is in line with the business intended to be carried out by the Company upon the effectuation of the Amalgamation.

Approval of the Scheme of Arrangement by the members of the Company shall include and constitute approval for all matters thereunder, including by way of special resolution.

The directors of the Company are interested in the Scheme of Arrangement to the extent of their directorships and direct and indirect shareholdings in the Company (to the extent applicable). The effect of the Scheme of Arrangement on the interests of these directors does not differ from its effect on the like interests of other members, except as stated herein or under the Scheme of Arrangement.

Subject to the sanction of the Scheme of Arrangement, the directors of the Company shall cease to hold office as directors of the Company, and the vacancies arising from such cessation shall be filled by the directors of IMS in the manner detailed in the Scheme of Arrangement.

In view of the above, the Board of Directors of the Company has approved and recommended the Scheme of Arrangement, along with the arrangements stipulated thereunder which have been described above.

Statement under Section 281 of the Companies Act, 2017 concerning the Special Business

The statement setting forth the terms of the Scheme of Arrangement and explanation of its effects, including the interests of the directors of the Company and the effect of those interests and other ancillary information may be obtained upon request by any person entitled to attend the Extraordinary General Meeting from the registered office of the Company situated at Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block 5, Clifton, Karachi, free of cost during normal office hours.

The aforesaid statement is also enclosed along with this notice of the Extraordinary General Meeting.

STATEMENT⁴ UNDER SECTION 281(1)(A) OF THE COMPANIES ACT, 2017, ACCOMPANYING THE NOTICES TO THE MEMBERS AND SECURED CREDITORS OF EFG HERMES PAKISTAN LIMITED

Pursuant to the Order passed by the High Court of Sindh at Karachi in Civil Miscellaneous Application No. 525 of 2024, in Petition bearing J. C. M. No. 8 of 2024, under Sections 279 to 283 and 285(8) of the Companies Act, 2017, the Court has directed, *inter alia*, that separate meetings of the members and secured creditors of EFG Hermes Pakistan Limited (the "**Company**") be convened for seeking approval with respect to the Scheme of Arrangement dated February 29, 2024, pertaining, *inter alia*, to the merger, by way of amalgamation, of the entire undertaking of Intermarket Securities Limited ("**IMS**") with and into the Company, by transfer to and vesting in the Company all the assets, properties, rights, investments, liabilities, quotas, benefits, bank accounts, powers, contracts, authorizations, obligations etc. comprised in IMS (the "**Amalgamation**"), along with all ancillary matters thereto, as approved by the Board of Directors of the Company on February 28, 2024 (the "**Scheme of Arrangement**").

A copy of the Scheme of Arrangement (along with its annexures) may be obtained from the registered office of the Company, situated at Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block 5, Clifton, Karachi, free of cost during normal business hours. Furthermore, a copy of the Scheme of Arrangement has been enclosed with the notice of the meeting circulated to the members of the Company.

The notices issued and published to the members of the Company are for the purpose of convening a meeting of the members of the Company, as directed by the Court, for the purpose of passing, *inter alia*, the following resolution for obtaining approval in respect of the Scheme of Arrangement and the Amalgamation contemplated thereunder, along with ancillary matters:

***"RESOLVED THAT** the Scheme of Arrangement dated February 29, 2024, prepared under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017, for, *inter alia*, the merger, by way of amalgamation, of the entire undertaking of Intermarket Securities Limited with and into EFG Hermes Pakistan Limited (the "**Company**"), along with all ancillary matters thereto including, but not limited to, the change in the name of the Company, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required, or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017."*

As required under section 279(2) of the Companies Act, 2017, the above resolution is required to be passed at the meeting of the members convened pursuant to the Order of the Court, by a majority representing three-fourths in value of the issued shares held by the members of the Company, present in person or by proxy, and voting at the Extraordinary General Meeting. The sanctioning of the Scheme of Arrangement and the making of other appropriate orders in connection therewith will be considered by the Court after the Scheme of Arrangement is approved as aforesaid.

In the manner prayed in terms of the application filed with the Court, the Court has appointed Mr. Syed Raza Haider Jafri or in his absence, any other director of the Company, to act as Chairman of the meeting of the members and has directed the Chairman to report the results thereof to the Court.

The notices issued / to be issued to the secured creditors of the Company is for the purpose of convening a meeting of the secured creditors of the Company, as directed by the Court, for the purpose of obtaining their approval in respect of the Scheme of Arrangement and the Amalgamation contemplated thereunder. With respect to the secured creditors of the Company, under section 279(2) of the Companies Act, 2017, the Scheme of Arrangement is required to be approved by three-fourths of the creditors (in value) present and voting at the meeting of the secured creditors (through their authorized representatives).

In the manner prayed in terms of the application filed with the Court, the Court has appointed Mr. Syed Umar Farooque Yousuf to act as Chairman of the meeting of the secured creditors, and has directed the Chairman to report the results thereof to the Court.

The Scheme of Arrangement is subject to the sanction of the Court and may be sanctioned in its present form or with any modification thereof or addition thereto as the Court may approve and the Scheme, with such modification or addition if any, is also subject to any conditions which the Court may impose. The respective Boards of Directors of the Company and IMS have the power (in the manner specified under the Scheme of Arrangement) to consent on behalf of all concerned to any modifications of, or additions to, the Scheme of Arrangement, or to any conditions which the Court may think fit to impose. Furthermore, the Company and IMS shall also take steps to obtain the necessary regulatory / third party approvals, as may be required under the applicable laws.

The principal object of the Scheme of Arrangement is, *inter alia*, to effect the Amalgamation, as further detailed in the Scheme of Arrangement, with effect from the start of business on July 1, 2024, or at such other date stated by the Court (the "Effective Date"), by transfer to and vesting in the Company the entire business and undertaking of IMS, including all the assets, properties, investments, rights, liabilities, benefits, powers, bank accounts, quotas, contracts, authorizations, obligations etc. of every description of IMS, subsisting immediately preceding the Effective Date, without any further act or deed or documents being required to be carried out, executed, registered or filed in respect of such transfer, vesting, and / or assumption, in the manner stipulated under the Scheme of Arrangement. Thereafter, IMS shall be dissolved without winding up in the manner prescribed under the Scheme of Arrangement, while the Company shall continue as a going concern under the name "Intermarket Securities Limited".

The details pertaining to the consideration for the Amalgamation, including the ordinary shares to be issued by the Company along with the swap ratio are stipulated in the Scheme of Arrangement. In accordance with the same, the Company shall allot and issue an aggregate of 108,735,374 ordinary shares, having a face value of PKR 10/- (Pak Rupees Ten) each, to the shareholders of IMS existing on the Record Date (as detailed in the Scheme of Arrangement), based on a swap ratio of approximately 2.16 shares of the Company for every 1 (one) share of IMS held by each shareholder of IMS. The aforementioned consideration, including the swap ratio, has been determined and approved by the Board of Directors of the respective companies on the basis of the calculations and range of valuations as stated in the Swap Computation Letter dated February 28, 2024, issued by Yousuf Adil, Chartered Accountants (attached as Annexure C to the Scheme of Arrangement), based, *inter alia*, on the average of the net asset value (NAV) per share of the companies based on the audited financial statements of the respective companies for the period ended September 30, 2023, and average of NAV and the weighted average market price per share of the Company during September 2023. The said Swap Computation Letter has also been approved by the Board of Directors of each company.

All information / particulars with respect to the Amalgamation and the arrangement in respect thereof, including all ancillary matters thereto, are provided in detail in the Scheme of Arrangement, including, details of the companies, and the objects and benefits of the entire arrangement. Approval

Registered Office: Office no. 904, floor, Emerald Tower, Plot no. G-19, Block-5, Clifton, Karachi, Pakistan. T +92 21 35141100/01/02/03/04 F +92 21 35141109

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of the Scheme of Arrangement by the members of the Company shall also constitute approval by way of special resolution from the members of the Company with respect to all matters prescribed under the Scheme of Arrangement, including the following:


- (i) An increase in the authorized share capital of the Company to PKR 2,000,000,000/- (Pak Rupees Two Billion), divided into 200,000,000 (Two Hundred Million) ordinary shares of PKR 10/- (Pak Rupees Ten) each, by merger of the existing authorized share capital of the Company and IMS, along with the consequential amendments to the Memorandum and Articles of Association of the Company.
- (ii) The name of the Company shall stand changed / altered from "EFG Hermes Pakistan Limited" to "Intermarket Securities Limited", and the Memorandum and Articles of Association of the Company shall accordingly stand amended to, *inter alia*, reflect the change in the name of the Company.

The proposed change of name of the Company in terms of the Scheme of Arrangement is in line with the business intended to be carried out by the Company upon the effectuation of the Amalgamation.

The special audited financial statements of the Company for the period ended September 30, 2023 are available on the Company's website.

The Scheme of Arrangement has been filed with the High Court of Sindh at Karachi vide Petition bearing J. C. M. No. 8 of 2024. Furthermore, in accordance with the directions of the High Court, notice of the said petition has been / shall be provided to the registrar, Securities and Exchange Commission of Pakistan.

The respective directors of the Company and IMS are interested in the Scheme of Arrangement to the extent of their directorships and (direct and indirect) shareholdings in the respective companies (to the extent applicable). The effect of the Scheme of Arrangement on the interests of these directors does not differ from its effect on the like interests of other members, except as stated herein or under the Scheme of Arrangement. Furthermore, subject to the sanction of the Scheme of Arrangement, the directors of the Company shall cease to hold office as directors of the Company, and the vacancies arising from such cessation shall be filled by the directors of IMS in the manner detailed in the Scheme of Arrangement.



Mr. Shahid Kamal
Company Secretary
EFG HERMES PAKISTAN LIMITED

Karachi
Dated: March 07, 2024

EFG HERMES PAKISTAN LIMITED
BALLOT PAPER FOR VOTING THROUGH POST

Registered Office: Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block-5, Clifton, Karachi, Pakistan.
 Ph: (+92 21) 35141100-04; Fax: (+92 21) 35141109. Website: www.efghermespakistan.com

For voting through post for the Special Businesses to be transacted at the Extraordinary General Meeting of EFG Hermes to be held on Thursday, March 28, 2024 at 3 p.m. at Pearl Hall, Regent Plaza Main Shakra-e-Faisal, Karachi-75510

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: ChairmanEFGHPakistan@EFG-HERMES.com

Folio / CDS Account Number	
Name of shareholder/joint shareholders	
Name of Proxy Holder	
Registered Address	
Number of shares held	
CNIC/Passport Number (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 Number (copy to be attached)	

1. Please indicate your Vote by ticking (4) the relevant box.
2. In case both the boxes are marked as (4), your ballot paper shall be treated as "Rejected".

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

Sr. No.	Description of Special Resolutions	No. of ordinary shares for which votes cast	I / We assent to the Resolutions (FOR)	I / We dissent to the Resolutions (AGAINST)
	<p>Pursuant to the Order of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 525 of 2024, in Petition bearing J. C. M. No. 8 of 2024, to consider and, if thought fit, to pass, with or without modification, the following resolution for, inter alia, the merger, by way of amalgamation, of the entire undertaking of Intermarket Securities Limited with and into the Company, along with all ancillary matters thereto, in accordance with the Scheme of Arrangement dated February 29, 2024, as approved by the Board of Directors of the Company on February 28, 2024.</p> <p>The resolution to be passed by the requisite majority of members of the Company under Sections 279 and 282 of the Companies Act, 2017 is as under:</p> <p><i>"RESOLVED THAT the Scheme of Arrangement dated February 29, 2024, prepared under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017, for, inter alia, the merger, by way of amalgamation, of the entire undertaking of Intermarket Securities Limited with and into EFG Hermes Pakistan Limited (the "Company"), along with all ancillary matters thereto including, but not limited to, the change in the name of the Company, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required, or conditions</i></p>			

	<i>imposed by the High Court of Sindh at Karachi, subject to sanction by the High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017.”</i>			
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Signature of shareholder(s)/ Proxy Holder/Authorized Signatory

Place:

Date:

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

1. Dully filled postal ballot should be sent to the Chairman of the meeting, EFG Hermes Pakistan Limited, Office No. 904, 9th Floor, Emerald Tower, Plot No. G-19, Block-5, Clifton, Karachi, Pakistan or Email: ChairmanEFGHPakistan@EFG-HERMES.com
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach Chairman of the meeting on or before March 27, 2024 during working hours. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. In case of representative of body corporate, corporation and Federal Government, postal ballot must be accompanied with copy of CNIC/Passport of authorized person, 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 case of foreign body corporate etc. all documents must be attested from the counsel general of Pakistan having jurisdiction over the member.
7. Ballot Paper has also been placed at the website of the Company www.efghermespakistan.com. Members may download the ballot paper from the website or use original/photocopy published in newspapers.