



Notice of the Tenth Annual General Meeting

Notice is hereby given that the Tenth Annual General Meeting of the Company will be held on Thursday March 29, 2018 at 11am at the Registered Office of the Company located at 12th Floor, Centrepoint, Off Shaheed-E-Millat Expressway, Adjacent KPT Interchange, Karachi, to transact the following business:

Ordinary Business

1. To confirm the Minutes of the Extra Ordinary General Meeting held on April 28, 2017.
2. To receive and adopt the Directors' Report and Annual Audited Financial Statements for the year ended December 31, 2017.
3. To appoint auditors for the year 2018 and to fix their remuneration. Retiring auditors M/S E&Y, being eligible, has given his willingness to continue as auditors of the company for the year 2018.
4. To elect Directors of the Company for a three year term. The Board of Directors in the meeting held on March 02, 2017, fixed the number of Directors at seven (7). The term of the office of the following seven (8) Directors will expire on April 18, 2017.

1. Mr. Jameel Yusuf	5. Mr. Yousuf Zohaib Ali
2. Mr. Muhammad Ali Jameel	6. Mr. Saad Nissar
3. Mr. Waqar Ahmed Malik	7. Mr. Farrukh Shauket Ansari
4. Mr. Muhammad Riaz	8. Mr. Ali Asgher

The appointment of directors is subject to the regulatory approval from Security and Exchange Commission of Pakistan in compliance of Sound and Prudent Management Regulations, 2012.

Members who wish to contest election should notify Company Secretary of his intention atleast fourteen days before the AGM.

Any other business

5. To consider any other business with the permission of chairman.

By Order of the Board

Danish Qazi
Company Secretary

Karachi: March 07, 2018



Notes:

1. Share Transfer Books will be closed from March 22, 2018 to March 29, 2018 (both days inclusive) when no transfer of shares will be accepted for registration. Transfers in good order, received at the office of Company's Share Registrar M/s THK Associates (Private) Limited, 1st Floor, 40-C, Block-6, P.E.C.H.S, KARACHI- 75400 by the close of the business on March 21, 2018 will be treated in time for the purpose of payment of Final Dividend to the transferees.
2. All Members/Shareholders (whether holding Preference or Ordinary Shares) are entitled to attend and vote at the meeting. A Member may appoint a proxy who need not be a Member of the Company.
3. **For Appointing Proxies:**
 - i. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form. Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - ii. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature and attested copy of valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company
 - iii. Duly completed instrument of proxy, and the other authority under which it is signed, or a notarially certified copy thereof, must be lodged with the Company Secretary at the Company's Registered Office at least 48 hours before the time of the Meeting.

4. For Attending the Meeting:

The Individuals (Member/Proxy), shall authenticate his / her identity by showing his her original valid Computerized National Identity Card (CNIC) or original passport at the time of attending the Meeting.

5. Election of Directors:

The number of Directors to be elected at the Annual General Meeting has been fixed by the Board of Directors, at Seven (07) at its meeting held on February 19, 2018. Any person (including a retiring director) who seeks to contest election for directorship of the Company shall file with the Company at its registered office:

- i) A Notice of his/her intention to offer himself for election 14 days before the date of the above said Annual General Meeting, in terms of Section 178(3) of the Companies Ordinance 1984;

- ii) Document as required under the Insurance Companies (Sound and Prudent Management) Regulations 2012
- iii) Form 28 (consent to Act as Director) prescribed under the Companies Ordinance 1984;
- iv) Detailed profile along with office / residential address
- v) Declaration in respect of the eligibility criteria as set out in the Companies Act 2017 to act as director of the Company; and
- vi) Attested copy of valid CNIC and NTN

6. Procedure for Election of Directors:

According to the Company's Articles of Association and the Companies Ordinance 1984, the following procedure is to be followed for nomination and election of Directors:

1. The election of seven (7) Directors will be for a term of three year, commencing from March 29, 2018.
2. The Directors shall be elected from persons who offer themselves for election and are not ineligible as per the criteria given in the Companies Act 2017.
3. Any person wishing to stand for election (including a retiring Director) is required to file with the Company (not later than 14 days before the election date), a notice of his intention to stand for election, along with duly completed and signed Form 28 giving his consent to act as Director of the Company if elected, and certify that he is not ineligible to become a Director.
4. A person may withdraw his candidature any time before the election is held.
5. If the number of candidates equals the number of vacancies, no voting will take place and all the candidates will be deemed to have been elected.
6. In case of voting, a Member shall have votes equal to the number of shares held by him multiplied by seven (i.e. the number of Directors to be elected).
7. A Member may cast vote/s in favour of a single candidate or for as many of the candidates and in such proportion as the Member may choose.
8. The person receiving the highest number of votes will be declared elected, followed by the next highest, and so on, till all the vacancies are filled.