



**NISHAT
CHUNIAN**
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**NISHAT (CHUNIAN) LIMITED
NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Notice is hereby given that the Extra Ordinary General Meeting of the Shareholders of Nishat (Chunian) Limited (the "Company") will be held on 16th April 2021 at 9:00 AM at Registered Office, 31-Q, Gulberg – II, Lahore to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting held on October 28, 2020
2. To elect (7) Directors of the Company, as fixed by the Board of Directors, for the next term of three years, in accordance with the provisions of Section 159 of the Companies Act 2017, in place of following retiring Directors.

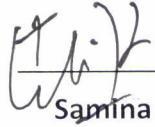
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|-------------------------|----------------------------|
| 1. Mrs. Farhat Saleem | 2. Mr. Shahzad Saleem |
| 3. Mr. Aftab Ahmad Khan | 4. Mr. Farrukh Ifzal |
| 5. Mr. Zain Shahzad | 6. Mr. Shoaib Ahmad |
| 7. Mr. Faisal Farid | 8. Mr. Muhammad Zahid Khan |

A Statement of Material Facts as required under Section 166(3) of the Companies Act, 2017 concerning the manner of selection of Independent Directors is annexed to the notice of meeting circulated to the members of the Company.

3. To transact any other business with the permission of the Chair.

By order of the Board

Lahore
Dated: March 26, 2021



Samina Aslam
Company Secretary



NOTES:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from April 10, 2021, to April 16, 2021 (both days inclusive). Transfers received in order at the office of Share Registrar, M/s. Hameed Majeed Associates (Pvt) Ltd., H.M. House 7-Bank Square, The Mall, Lahore by the close of business on April 9, 2021, will be considered in time to determine the entitlement to attend and vote at the Meeting.

2. Statement of Material Facts Under Section 166(3) Of The Companies Act, 2017

Section 166 of the Companies Act 2017 provides that a statement of material facts is annexed to the notice of the meeting called for the election of directors which shall indicate the justification for choosing the appointee for appointment as an independent director. The Company is required to have at least two or one third members of the Board, whichever is higher as independent directors on its board in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019.

The Company shall ensure that the Independent Directors will be elected in accordance with the procedures for the election of directors laid down in Section 159 of the Companies Act, 2017. Once the contestants file their consent to offer themselves for elections as an independent director, the Company shall ensure that:

- Names of these contestants are included in the data bank maintained by the Pakistan Institute of Corporate Governance (PICG) as authorized by SECP and
- These contestants meet the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017 and
- The experience, competencies, and skills of the contestants shall be assessed.

3. Participation in the Extra Ordinary General Meeting

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. Proxy Form may also be downloaded from the Company's website: www.Nishat.Net

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.

A. For Attending the Meeting:



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- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- (ii) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For Appointing Proxies:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC Numbers shall be mentioned on the form.
- (iii) Attested copies of CNIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- (iv) The proxy shall produce his / her original CNIC or original Passport at the time of the meeting.
- (v) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

8. Video Conference Facility

Pursuant to the provisions of the Companies Act, 2017, the shareholders residing in a city other than Lahore, and holding at least 10% of the total paid up share capital may demand the Company to provide the facility of video-link for participating in the meeting. The demand for video-link facility shall be received by the Share Registrar at the address given hereinabove at least 7 days prior to the date of the meeting on the Standard Form provided on the company's website: www.nishat.net

9. Change of Address

Members are requested to notify any change in their addresses immediately. Shareholders are requested to provide above mentioned information/documents to (i) respective Central Depository System (CDS) Participants and (ii) in case of physical securities to the Share Registrar of the Company.

10. Coronavirus Contingency Planning for Extra Ordinary General Meeting of Shareholders

Due to current COVID-19 situation, the Government has suspended large public gatherings at one place. Additionally, the Securities and Exchange Commission of Pakistan ("SECP") in terms of its Circular No.6 of 2021 issued on March 03, 2021 advised companies to modify their usual planning for general meetings for the safety and well-being of shareholders and the public at large. Considering the SECP's directives, the Company intends to convene this EOGM with minimal physical interaction of shareholders while ensuring compliance with the quorum requirements and requests the members to consolidate their attendance and voting at the EOGM through proxies



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Accordingly, the Company has made arrangements to ensure that all participants, including shareholders, can now participate in the EOGM proceedings via video link. Those members who are willing to attend and participate in the EOGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of Computerized National Identity Card (CNIC) at 'Shahbazhsan@nishat.net' with subject of 'Registration for EOGM' not less than 48 hours before the time of the meeting:

Name of Shareholder	CNIC No.	Folio No./CDC Account No.	Cell No.	Email Address

Members who will be registered, after necessary verification as per the above requirement, will be provided a password protected video link by the Company via email. The said link will remain open from 9:00 a.m. on the date of EOGM till the end of the meeting. Shareholders can also provide their comments and questions for the agenda items of the EOGM at the email address 'shahbazhsan@nishat.net'.

Members are therefore, encouraged to attend the EOGM through video link or by consolidating their attendance through proxies.