

Siddiqsons Tin Plate Ltd.



NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that Extra Ordinary General Meeting of M/s. Siddiqsons Tin Plate Limited will be held on Friday, December 29, 2023 at 11:00 a.m. at Ocean Mall & Tower, 4th Floor, G-3, Block-9, Scheme-5, Clifton, Karachi to transact the following business:

AGENDA

- To confirm the minutes of the 28th Annual General Meeting held on October 26, 2023.
- To elect seven (7) Directors as fixed by the board of directors under section 159(1) of the Companies Act, 2017 for the period of three (3) years. The following retiring Directors shall be eligible to offer themselves for re-election.

1. Mr. Tariq Rafi	2. Mr. Ibrahim Shamsi	3. Ms. Alia Sajjad	4. Mr. Munir Qureshi
5. Mr. Abdul Wahab	6. Mr. M. Naeem ul Hasnain Mirza	7. Mr. Ashraf Mahmood Wathra	
- To transact any other business with the permission of the Chair.

Karachi.

Dated: December 08, 2023

By order of the Board
Syed Khalid Shafiq
(Company Secretary)

NOTES:

BOOK CLOSURE

The shares transfer books of the Company will remain close from 22-12-2023 to 29-12-2023 (both days inclusive). Transfers received at the Share Registrar of the Company, M/s. THK Associates (Pvt) Limited, 1st Floor, 40-C, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi at the close of business on December 21, 2023 will be considered in time to be eligible for attending and voting at the meeting.

ELIGIBILITY CRITERIA FOR CANDIDATES CONTESTING THE ELECTION OF DIRECTOR

A member desirous to contest the election of director shall file the following with the Company Secretary at its registered office, located at the 27th Floor, Ocean Mall & Tower, 4th Floor, G-3, Block-9, Scheme-5, Clifton, Karachi not later than 14 days before the day of the EOGM:

- Notice of his/her intention to offer himself/herself for election as a Director under Section 159(3) of the Companies Act, 2017, selecting any one category stated below in which he/she intends to contest, as per new amendments by the SECP in Regulation 7A of the Listed Companies (Code of Corporate Governance) Regulations, 2019 through S.R.O. 906 (I) of 2023 dated 07-07-2023:

- Independent Director
- Female Director
- Other Director

- Consent to act as director on signed Form-28 under Section 167 of the Companies Act, 2017 along with copy of CNIC, NTN, or Passport along with the declaration that:

- He / She is not ineligible to become a Director of the Company in terms of Sections 153 & 177 of the Act as well as any other applicable laws, rules and regulations.
 - He / She is not serving as a Director or nominated, including as an alternate Director, in more than seven listed companies simultaneously as required in the relevant regulations.
 - He / She is a registered taxpayer and has not been convicted by any court of competent jurisdiction as a defaulter in the payment of any loan to a banking company, development financial institution, or a non-banking financial institution and neither he/she nor his / her spouse are engaged in the business of stock brokerage.
 - He / She is aware of the duties and powers of directors under the Companies Act, 2017, Listed Companies (Code of Corporate Governance) Regulations, 2019 and PSX Regulations.
 - He / she is not ineligible to become Director of a listed company under Section 153 of the Companies Act 2017 or any other law.
- A detailed profile along with official address (for placement on the Company's website) as required under SECP's SRO 1196 (1)/ 2019 dated October 03, 2019.

- For Independent Directors:

- A declaration of independence in terms of requirements of Section 186 of the Companies Act 2017, read with Regulation 6(3) of the Code of Corporate Governance (CCG).
- An undertaking on non-judicial stamp paper that he /she meets the requirements of Regulation 4 (1) of the Companies (Manner and Election of Independent Director) Regulations, 2018.
- His / her Folio No. / CDC Investor Account No. / CDC Participation ID No. / Sub-Account No.
- Attested copies of valid CNIC/Passport and National Tax Number (NTN)

- A member entitled to attend and vote a Meeting is entitled to appoint another member as a proxy to attend, speak and vote on his/her behalf. A corporation being a member may appoint as its proxy any of its official or any other person whether a member of the company or otherwise.

The final list of contesting directors will be circulated not later than Seven (7) days before the date of the EOGM in terms of Section 159(4) of the Companies Act, 2017. Further, the website of the Company will also be updated with the required information.

If the number of persons who offer themselves to be elected is more than the number of Directors fixed under Section 159(1) of the Companies Act, 2017, then the Company shall provide members with the option of e-voting or voting by postal ballot in accordance with the provisions of Companies (Postal Ballot) Regulations, 2018.

Members can exercise their right to demand a poll subject to meeting requirements of Section 143 to Section 145 of the Companies Act, 2017 and applicable clauses of the Companies (Postal Ballot) Regulations, 2018.

ATTENDANCE

A member entitled to attend and vote a Meeting is entitled to appoint another member as a proxy to attend, speak and vote on his/her behalf. A corporation being a member may appoint as its proxy any of its official or any other person whether a member of the company or otherwise.

An instrument of proxy and a Power of Attorney or other authority (if any) under which it is signed, or notarized copy of such Power of Attorney must be valid and deposited at the Share Registrar of the Company not less than 48 hours before the time of the Meeting.

Those shareholders whose shares are deposited with Central Depository Company of Pakistan Limited (CDC) are requested to bring their original Computerized National Identity Card (CNIC) along with participant's ID number and their account/sub-account numbers in CDC to facilitate identification at the time of Extraordinary General Meeting. In case of Proxy, attested copies of proxy's CNIC or passport, Account and Participation's I.D numbers must be deposited alongwith the Form of Proxy with Share Registrar of the Company as per paragraph No.1 above. In case of Proxy for corporate members, the Board of Directors' Resolution/Power of Attorney with specimen signature of the nominee shall be produced at the meeting (unless it has been provided earlier to the Share Registrar). Attested copies of CNIC of the beneficial owners and the proxy shall be furnished with the proxy form. The proxy shall produce his / her original CNIC at the time of meeting.

VIDEO CONFERENCE FACILITY

Shareholders interested in attending the meeting through video conferencing facility are requested to email the following information with the subject "Registration for Siddiqsons Tin Plate Limited EOGM 2023" along with valid copy of both sides of Computerized National Identity Card (CNIC) to secretariat@siddiqsonstemplate.com and secretariat@thk.com.pk. Video link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at least 48 hours before the time of EOGM.

If sent through courier, the demand for video-link facility shall be received by the Share Registrar at the address given hereinabove at least seven (7) days prior to the date of the meeting on the Standard Form provided in the annual report and also available on the company's website.

Registration to attend the Extraordinary General Meeting through Video Conferencing Facility

- Folio No. / CDC Investors A/c No. / Sub-A/c No.:
- Name of Shareholder:
- Cell Phone Number:
- Email Address:
- No. of Shares held at the 1st day of the Book Closure to establish the right to attend EOGM.

Shareholders can also provide their comments and questions for the agenda items of the AGM at the following email addresses: secretariat@siddiqsonstemplate.com and secretariat@thk.com.pk

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

Section 166(3) of the Companies Act 2017 requires that a statement of material facts is annexed to the notice of the general meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent director. Being a listed company, Siddiqsons Tin Plate Limited is required to have at least two (2) or one-third members, whichever is higher, on the Board as independent directors in accordance with the Listed Companies (Code of Corporate Governance), 2019. Accordingly, the Company shall ensure that the required number of independent directors are elected in accordance with the provisions of the Companies Act 2017.

Friday, 08 December, 2023

Business Recorder, Karachi

Business Recorder

Friday, 8 December 2023