



SAUDI PAK LEASING COMPANY LIMITED

NOTICE OF EXTRA ORDINARY MEETING OF SAUDI PAK LEASING COMPANY LIMITED (SPLC).

Notice is hereby given that an Extra Ordinary General Meeting (EOGM) of Saudi Pak Leasing Company Limited is called u/Sec 133(2) of the Companies Act, 2017 and will be held on 24th April, 2024 at 11a.m. at Oak Hall, Hotel Crown Plaza, Islamabad to transact the following pending business of last AGM (33AGM held on 26.10.23) for the respective year.

A. Ordinary Business:

1. To confirm the minutes of 32nd Annual General Meeting (AGM) held on 26th October, 2022.
2. To confirm the minutes of 33rd Annual General Meeting (AGM) held on 26th October, 2023.
3. To appoint M/s. UHY Hassan Naeem & Co, Chartered Accountants (UHY International Independent Member) as External Auditors for the year 2023-2024 and fix their remuneration as recommended by Board of Directors.

B. Special Business:

4. To approve the changes proposed in the Memorandum and Article of Association of the Company (SPLC) and its onward submission to the Registrar of Companies, SECP and following two special resolution be passed accordingly.

Special Resolution No.1

Resolved that the Object Clause i.e. clause III of the Memorandum of Association of the Company, be and are hereby altered so as to replace it with the following, subject to approval of the Securities & Exchange Commission of Pakistan (SECP), and Mr. Niaz Ahmed Khan, Chief Executive or Mr. Muhammad Imtiaz Al, Company Secretary of the Company be and is hereby authorized to take all necessary steps for this purpose:

- (i) The principal line of business of the company shall be to carry on the business of rendering consultancy services to government, donors, international institutions, individuals, firms, companies, bodies, trusts, non-government organizations, associations; and to provide consultancy and advisory services in the area of

strategic planning, project management, institutional development, capacity building and other ancillary services.

- (ii) Except for the businesses mentioned in sub-clause (iii) hereunder, the company may engage in all the lawful businesses and shall be authorized to take all necessary steps and actions in connection therewith and ancillary thereto.
- (iii) Notwithstanding anything contained in the foregoing sub-clauses of this clause nothing contained herein shall be construed as empowering the Company to undertake or indulge, directly or indirectly in the business of a Banking Company, Non-banking Finance Company (Asset Management Services, Leasing, Investment Finance Services, Investment Advisory Services, REIT management Services, Housing Finance Services, Private Equity and Venture Capital Fund Management Services, Discounting Services, Pension Fund Scheme Business, Micro Financing), Corporate Restructuring Company, Insurance Business, Modaraba management company, Stock Brokerage business, forex, Clearing House, Securities and Futures Advisor, Commodity Exchange, managing agency, business of providing the services of security guards or any other business subject to license and restricted under any law for the time being in force or as may be specified by the Commission.
- (iv) It is hereby undertaken that the company shall not:
 - (a) engage in any of the business mentioned in sub-clause (iii) above or any unlawful operation;
 - (b) launch multi-level marketing (MLM), Pyramid and Ponzi Schemes, or other related activities/businesses or any lottery business;
 - (c) engage in any of the permissible business unless the requisite approval, permission, consent or license is obtained from competent authority as may be required under any law for the time being in force.”



Special Resolution No.2

Further Resolved that pursuant to the change in the Object Clause i.e. clause III of the Memorandum of Association, as aforesaid and in order to meet the requirements of section 26 of the Companies Act, 2017, the name of the company be and is hereby changed from “Saudi Pak Leasing Company Limited” to “ Synergy Consultancy Company Limited”; and clause I of the Memorandum of Association of the company be and hereby amended accordingly, subject to approval of Registrar, Securities & Exchange Commission of Pakistan and Mr. Niaz Ahmed Khan, Chief Executive or Mr. Muhammad Imtiaz Ali, Company Secretary of the Company be and is hereby authorized to take all necessary steps for this purpose. The revised clause I of the Memorandum of Association of the company shall be as under:

- I. The name of the Company is "SYNERGYCONSULTANCY COMPANY LIMITED."

Note:

The documents of material facts regarding above special resolution is being sent to all members along with the Notice and will be available for inspection on the day of meeting viz-a-viz; posted on PUCCAR (PSX) and Company’s (SPLC) websites

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

By Order of the Board

**Muhammad Imtiaz Ali
Company Secretary**

Karachi. April 04.04 2024.

Notes:

- i) The Share Transfer Books of the Company will remain closed from April 18, 2024 to April 24, 2024 (both days inclusive).
- ii) A member entitled to attend and vote at the Extra Ordinary General Meeting (EOGM) may appoint another as a Proxy to attend and vote instead of him/her save that a company being a member of this Company may appoint as proxy or as its representative under Section 138 of the Companies Act., 2017, any person though not a member of the Company, and the person so appointed shall be entitled to exercise the same powers on behalf of the Company which he represents, as if he was an individual member of the Company.
- iii) Members and proxies shall produce his /her original CNIC or Passport at the time of the meeting.
- iv) Attested copies of CNIC or the Passport of the beneficial owners and of the proxy shall be furnished with the proxy form.
- v) In case of a corporate entity, the Board of Directors' resolution /power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted along with proxy form to the Company.
- vii) The instrument appointing a proxy shall be lodged with the Company Secretary not less than 48 hours before the time fixed for the Meeting. The proxy form shall be witnessed by two persons whose names, address and CNIC number shall be mentioned on the form.
- viii) A member shall not be entitled to appoint more than one proxy. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
- ix) To meet the requirement of Section 72 of the Companies Act, 2017 the Shareholders having physical shareholding are encouraged to open CDC Sub-account with any of the brokers or Investment Account directly with CDC to place their physical shares into scrip less form as the trading of physical shares is not permitted as existing regulations of the Pakistan Stock Exchange (PSX).
- x) Members are requested to promptly notify any change in their address and contact details to the Registrar of the Company (CDC) to update their record.