



**NOTICE OF EXTRAORDINARY ANNUAL GENERAL MEETING
CFA SOCIETY PAKISTAN**

Notice is hereby given that an **Extraordinary General Meeting** of the CFA Society Pakistan will be held at **6:00 pm on Monday, September 06, 2021** at Zoom Online Video Conference to transact the following business: -

ORDINARY BUSINESS

1. To confirm the minutes of the last annual general meeting held on October 28, 2020.

SPECIAL BUSINESS

2. To consider and if thought fit, to pass with or without modification(s), the following resolution as special resolution to approve alterations in the Memorandum of Association of the Company.

***“RESOLVED THAT** alterations and amendments in the existing clause / extract of clause in the Memorandum of Association of the company as per the Comparative Statement (Annexure-A) attached to the Notice of Extraordinary General Meeting, as laid before the meeting initialed by the Company Secretary and/or Chief Executive for the purpose of identification, be and are hereby approved and adopted by the members, and shall be effective subject to the approval of the Securities and Exchange Commission of Pakistan (the Commission).*

***RESOLVED FURTHER THAT** in addition to alteration proposed and approved as per comparative statement (Annexure-A), any changes in the Memorandum of Association as may be required by the Commission shall be treated as approved and adopted by the members from the date of passing of this special resolution and shall have effect accordingly.*

***“RESOLVED FURTHER THAT** the Company Secretary and/or Chief Executive be and are hereby authorized singly to fulfill all legal, corporate and procedural formalities and to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution and filings with SECP along with all requisite documents, affidavits, statements etc. for recording of the amendments of Memorandum of Association.”*

3. To consider and if thought fit, to pass with or without modification(s), the following resolution as special resolution to approve alterations in the Articles of Association of the Company.

***“RESOLVED THAT** alterations and amendments in the existing clause / extract of clause in the Articles of Association of the company as per the Comparative Statement (Annexure-B) attached to the Notice of Extraordinary General Meeting, as laid before the meeting initialed by the Company Secretary and/or Chief Executive for the purpose of identification, be and are hereby approved and adopted by the members, and shall be effective subject to the approval of the Securities and Exchange Commission of Pakistan (the Commission).*



RESOLVED FURTHER THAT in addition to alteration proposed and approved as per comparative statement (Annexure-B), any changes in the Articles of Association as may be required by the Commission shall be treated as approved and adopted by the members and the same shall have effect from the date of passing of this special resolution, and shall have effect accordingly.

“RESOLVED FURTHER THAT the Company Secretary and/or Chief Executive be and are hereby authorized singly to fulfill all legal, corporate and procedural formalities and to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution and filings with SECP along with all requisite documents, affidavits, statements etc. for recording of the amendments of Articles of Association .”

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as ordinary resolution to approve new set of Bylaws of the CFA Society Pakistan.

“RESOLVED THAT the existing Bylaws of CFA Society Pakistan be and here by substituted with a new set of Bylaws, attached as Annexure-C to the Notice of Extraordinary General Meeting, laid before the meeting initialed by the Company Secretary and/or Chief Executive for the purpose of identification, be and are hereby approved and adopted by the members.

“RESOLVED FURTHER THAT the Company Secretary and/or Chief Executive be and are hereby authorized singly to fulfill all legal, corporate and procedural formalities and to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.”

ANY OTHER BUSINESS

5. To transact any other business which maybe brought forward with the permission of the chair.

Statements of material facts related to special business agenda item number 2, 3 and 4, as required under Section 134(3) of the Companies Act, 2017 read with SRO 423 Of 2018 Dated April 03, 2018, are annexed to the notice and being sent to the members.

By the order of the Board

Rukhsana Narejo, CFA
General Secretary

Place: Karachi.
Date: August 16, 2021



Important Notes:

- 1- All Regular Members in Good Standing shall be entitled to attend and vote at the Meeting.
- 2- A member entitled to attend and vote at the Meeting may appoint another member as his/her proxy to attend and vote on his behalf. Proxies must be received at the registered office of the company not less than 48 working hours before the meeting.
- 3- In view of the recent outbreak of COVID-19 and the restriction imposed by the Government of Sindh on large public gatherings at one place, the Securities and Exchange Commission of Pakistan (SECP) has advised the companies to modify their usual planning for annual general meetings for the well-being of the Members and avoid large gatherings by provision of video link facilities. Therefore, the Members are encouraged to attend the EOGM through video-link or by consolidating their attendance through proxies.
- 4- The consent for participation through video-link may be sent to the Company at **info@cfapakistan.org**. Video link and login credentials will be shared with the Members at their given email address at least 24 working hours before the time of general meeting.
- 5- Members, who have not yet submitted copy of valid CNICs/passport are requested to send the same, at the earliest, also notify any change in their addresses immediately.
- 6- The following documents are being sent to the members with this notice of meeting.
 - *Statement of material facts under Section 134(3) of the Companies Act, 2017 read with SRO 423 Of 2018 Dated April 03, 2018, in respect of Agenda Item No. 2 of the notice together with comparative statement (Annexure-A) of alterations proposed in the Memorandum of Association of the Company.*
 - *Statement of material facts under Section 134(3) of the Companies Act, 2017 read with SRO 423 Of 2018 Dated April 03, 2018, in respect of Agenda Item No. 3 of the notice together with comparative statement (Annexure-B) of alterations proposed in the Articles of Association of the Company.*
 - *Statement of material facts under Section 134(3) of the Companies Act, 2017 read with SRO 423 Of 2018 Dated April 03, 2018, in respect of Agenda Item No. 4 of the notice together with new set of Bylaws (Annexure-C).*
 - *Proxy Form*
- 7- Existing and proposed amended versions of Memorandum of Association, Articles of Association and Bylaws of CFA Society Pakistan, are available for inspection at the registered office of the company during business hours.