



NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of **MCB-Arif Habib Savings and Investments Limited** will be held on Monday, February 06, 2017 at 03:00 p.m. at Beach Luxury Hotel, Moulvi Tameezuddin Khan Road, Karachi – Pakistan to transact the following business:

Ordinary Business:

1. To confirm the minutes of the last Annual General Meeting held on October 24, 2016.
2. To elect seven (7) Directors of the Company as fixed by the Board of Directors in accordance with Section 178(1) of the Companies Ordinance, 1984 for a period of three years, commencing from February 07, 2017. The retiring Directors are Mian Mohammad Mansha, Mr. Nasim Beg, Syed Salman Ali Shah, Mr. Haroun Rashid, Mr. Ahmed Jahangir, Mr. Samad A. Habib and Mirza Mahmood Ahmad.
3. To transact any other business with the permission of the Chair.

By Order of the Board

January 06, 2017
Karachi.

Abdul Basit
Company Secretary

Notes:

1. Any person who seeks to contest the election of Directors shall file with the Company at its registered office, 24th Floor, Centrepoint, Off Shaheed-e-Millat Expressway, KPT Interchange, Karachi, not later than 14 days before the said meeting his/her intention to offer himself/herself for the election of the Directors in terms of Section 178(3) of the Companies Ordinance, 1984 together with:
 - a) Consent to act as director in Form 28, duly completed, as required under Section 184(1) of the Companies Ordinance, 1984;
 - b) Detailed profile along with office address to be placed on the Company's website seven days prior to the date of election in terms of SECP's SRO 634(I)2014 of July 10, 2014; and
 - c) Declaration in respect of being compliant with the requirements of the Code of Corporate Governance 2012 and the eligibility criteria as set out in the Companies

Ordinance, 1984 to act as director of the listed companies.

- d) Annexure-A and Annexure-B of Schedule-IX (Fit & Proper Criteria) of the NBFC & Notified Entities Regulation 2008 for seeking approval from Securities and Exchange Commission of Pakistan under these regulations.
2. The Share Transfer Books of the Company will remain closed from Tuesday, January 31, 2017 to Monday, February 06, 2017 (both days inclusive). Transfers received in order at the office of our Share Registrar M/s. Central Depository Company of Pakistan Limited, CDC House, Block B, SMCHS, Main Shahrah-e-Faisal, Karachi – 74400, by the close of business (5:00 p.m) on Monday, January 30, 2017, will be considered in time for the determination of the entitlement of the shareholders to attend and vote at the meeting.
 3. A member entitled to attend, speak and vote at the Extraordinary General Meeting is entitled to appoint another person as his/her proxy to attend, speak and vote for his/her behalf. A proxy need not be a member of the Company. A proxy shall also have the right to demand and join in demanding a poll and vote on a poll.
 4. The instrument appointing proxy, together with the power of attorney or other authority under which it is signed, as the case may be, or a notarially certified copy of the power or authority, must be deposited at the Registered Office of the Company at least 48 hours before the time of the meeting. Form of Proxy is enclosed.
 5. Beneficial owners of the physical shares and the shares registered in the name of Central Depository Company of Pakistan Ltd. (CDC) and / or their proxies are required to produce their **original Computerized National Identity Card (CNIC) or Passport for identification purpose at the time of attending the meeting.**
 6. Further, the CDC Account Holders will have to follow the guidelines as laid down in Circular 1, dated January 26, 2000, issued by the Securities & Exchange Commission of Pakistan. These guidelines have however been incorporated in the Notice being sent to the shareholders.
 7. Members are requested to notify any change in their addresses immediately to the Share Registrar M/s. Central Depository Company of Pakistan Limited.