



AKD Hospitality Limited

511, Continental Trade Centre
Block 8, Clifton, Karachi.
Telephone: (92-21)35302977
Email: info@akdhospitality.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the shareholders of AKD Hospitality Limited (The "Company") will be held on **Monday, October 28, 2024** at Office No. 511, 5th floor, Continental Trade Centre, Block 8, Clifton, Karachi at **11:00 a.m.** to transact the following business:

1. To confirm the minutes of last General Meeting held on October 25, 2023.
2. To receive, consider and adopt the audited financial statements of the company for the year ended June 30, 2024 together with the Chairman's Review, Directors' and Auditors' Report thereon.
In accordance with Section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements have been uploaded on the website of the Company which can be downloaded from the following weblink and QR enabled code:

http://akdhospitality.com/Investors.aspx	
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3. To appoint auditors and fix their remuneration for the year ending June 30, 2025. The retiring auditors Riaz Ahmad & Co., Chartered Accountants, being eligible, have offered themselves for reappointment.
4. To transact any other business with the permission of the Chair.

Special Business

5. The Securities and Exchange Commission of Pakistan (SECP) through its SRO 389(1)/2023 dated March 21, 2023 has allowed listed companies to circulate annual balance sheet, profit & loss account, auditors' report and directors' report etc. ("collectively called annual report) to its members through Quick Response (QR) enabled code and web-link instead of through CD/DVD/USB, subject to the approval of shareholders in AGM. Therefore, the shareholders are requested to consider and if deemed fit approve the following resolution:

Resolved that the approval be and hereby given to allow the Company to circulate the audited financial statements along with directors' report etc. ("collectively called annual report) to its members / shareholders through Quick Response (QR) enabled code and web-link instead of through CD/DVD/USB in accordance with the SRO S.R.O. 389(1)/2023 dated March 21, 2023.

(Attached to this notice is a statement of material facts covering the above-mentioned special business, as required under section 134(3) of the Companies Act, 2017).

By Order of the Board

Karachi
October 7, 2024

Syed Haris Ahmed
Company Secretary



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NOTE:

- 1) The Share Transfer Books of the Company will remain closed from October 22, 2024 to October 28, 2024 (both days inclusive). Transfers received in order at the office of our Share Registrar M/s. C & K management Associate (Pvt) Ltd. M-13, Progressive Plaza, Plot No. 5-CL-10, Civil Lines Quarter, Beaumont Road, Karachi before the close of business on October 21, 2024 will be considered in time for determination of entitlement of shareholders to attend and vote at the meeting.
- 2) A member entitled to attend and vote at the General Meeting is entitled to appoint another member as a proxy to attend and vote on his / her behalf. In case of a corporate entity, being a member, may appoint as its proxy any of its officials or any other person, through Board Resolution / Power of Attorney.

The instrument appointing proxy must be received at the Registered Office of the Company or at the office of our Share Registrar or through email at investor.relations@akdhospitality.com not less than 48 hours before the time of the meeting. A proxy form is attached in the last portion of the Annual Report. The proxy form can also be downloaded from the Company's website: <http://akdhospitality.com/Investors.aspx>

- 3) The CDC account holders will further have to follow the under-mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:

a) For attending the meeting:

- 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 identity by showing his 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 at the time of the meeting.

b) For appointing proxies:

- i) In case of individual, the account holder or sub-account holder whose securities and their registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per 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 the 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 and an attested copy of valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the Company.

- 4) Members are requested to immediately inform the Company's Share Registrar of any change in their mailing address, Cell phone number, email address and other contact information to the company's share registrars M/s. C & K management Associate (Pvt) Ltd. M-13, Progressive Plaza, Plot No. 5-CL-10, Civil Lines Quarter, Beaumont Road, Karachi.
- 5) The members are requested to submit a copy of their Computerized National Identity Card (CNIC)/ NTN, if not already provided and immediately notify changes if any, in their addresses to our Share Registrar C & K management Associate (Private) Limited.
- 6) In order to comply with the directives of the Securities and Exchange Commission of Pakistan, including in terms of Circular No. 4 of 2021, the Company has also arranged video conference facility for those members who are interested in participating virtually in the AGM.
- 7) As per Section 244 of the Act any dividend and / or share certificate which are remained unclaimed or unpaid for a period of three years from the date these have become due and payable, the Company shall be liable to deposit those unclaimed / unpaid amounts with the Federal Government as per the directives to be issued by SECP from time to time.



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- 8) Shareholders who wish to receive the Company's Annual Report and Notice of Annual General Meeting by email or as hard copy are requested to provide the completed "Circulation of Annual Report Request Form" available on the Company's web site. <http://akdhospitality.com/Investors.aspx>
- 9) The Annual Audited Financial Statements, Annual Report and the Notice of AGM for the year ended June 30, 2024, have been placed on the Company's website, which can be accessed / downloaded from the link or above QR Code: <http://akdhospitality.com/Investors.aspx>
- 10) The shareholders, can now participate in the AGM proceedings via video link also. Those members who are willing to attend and participate in the AGM via video link are requested to register themselves by sending an email along with following particulars and valid copy of both sides of CNIC at investor.relations@akdhospitality.com with subject of 'Registration for AGM' not less than 48 hours before the time of the meeting:

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	Cell Phone No. (registered against the CNIC of member)	Email Address
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Upon receipt of the above information from the interested members, the Company will send the login credentials at their e-mail address. On the date of AGM, members will be able to login and participate in the AGM proceedings through their smartphone/computer devices. The login facility shall be opened thirty (30) minutes before the meeting time to enable the participants to join the meeting after identification/ verification process.

- 11) Deposit of physical certificate(s) in CDC Account: As per section 72 of Companies Act, 2017, every listed company shall be required to replace its physical certificates with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of the Companies Act, 2017.

Accordingly, a member having physical shares are encouraged to open a CDC sub-account with a broker or Investor Account directly with CDC to place their physical certificates into scrip less form.

- 12) The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 issued by the SECP, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of the Company will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business in its forthcoming Annual General Meeting to be held on Monday, October 28, 2024, at 11:00 A.M, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

Procedure for E-Voting:

a) Details of the e-voting facility will be shared through an e-mail with those shareholders who have their valid CNIC numbers, cell numbers and e-mail address (Registered email ID) available in the register of the shareholders of the Company by the close of business on October 21, 2024 by C & K management Associate (Private) Limited, Share Registrar of the Company.

b) E-voting lines will be available to eligible shareholders from October 25, 2024, 9:00 am and shall close on October 27, 2024 at 5:00 pm. Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

c) Members can cast their votes at any time in this period. Once the vote on a resolution is cast by a shareholder, he/she shall not be allowed to change it subsequently.



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Procedure for Voting through Postal Ballot:

The shareholders shall ensure that duly filled and signed ballot papers along with copy of valid Computerized National Identity Card (CNIC)/ copy of passport (non-resident) should reach the Chairman of the meeting through post on the Company's registered address, 511, Continental Trade Centre, Block-8, Clifton, Karachi, or e-mail at investor.relations@akdhospitality.com on or before October 27, 2024 during working hours. The signatures on the ballot paper shall match with the signature on CNIC. For the convenience of the shareholders, ballot paper is available on the Company's website at www.akdhospitality.com for the download. Ballot Paper for voting through postal ballot has been dispatched to eligible shareholders along with notice of AGM.

STATEMENT AS REQUIRED UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF THE SPECIAL BUSINESS

Agenda Item No. 5 - Approval of circulation of Annual Audited Accounts of the Company to its members/shareholders through Quick Response (QR) enables link and web link The Securities and Exchange Commission of Pakistan ("SECP") has, vide S.R.O. 389(I)/2023 dated March 21, 2023, allowed listed companies to circulate the Annual Report (including the audited financial statements, Auditors' report, Directors' report, Chairman's review report) to the members of the Company through QR enabled code and web link instead of through CD/DVD/USB.

In accordance with the aforesaid SRO, the same is subject to the approval of the members of the Company. Considering the optimum use of advancements in technology and in order to fulfil the Company's corporate social responsibility to the environment and sustainability, members' approval is being sought for the circulation of the Annual Report (including annual audited financial statements and other reports contained therein) to the members of the Company through QR enabled code and web link. This arrangement will help all members wherever they are located to access the financial statements of the Company. Additionally, it will also reduce unnecessary expenditure for making CDs. It is pertinent to mention that if any member seeks to obtain a hard copy of the Annual Report, such member(s) will be provided a printed version of the same free of cost in accordance with the aforementioned SRO. No change to that right / privileged is being proposed. None of the Directors of the Company have any personal interest in the aforesaid special business, except in their capacity as members and Directors of the Company.