



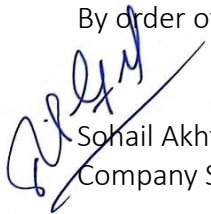
NOTICE OF SECOND (2ND) EXTRAORDINARY GENERAL MEETING (EOGM)

NOTICE is hereby given that Second (2nd) Extraordinary General Meeting of Pakistan Aluminium Beverage Cans Limited shall be held at the Best Western Hotel Faisalabad City, Pearl City Towers, Sargodha Road, Faisalabad, on Friday, May 23, 2025, at 11:00 am **simultaneously** through video conferencing facility to transact the following business:

ORDINARY BUSINESS

1. To elect seven (07) directors of the Company as fixed by the Board, in accordance with Section 159(1) of the Companies Act, 2017 for a term of three years commencing from Tuesday, May 23, 2025. The names of the retiring directors are as follows:
 - a. Simon Michael Gwyn Jennings
 - b. Azam Sakrani
 - c. Asad Shahid Soorty
 - d. Zain Ashraf Mukaty
 - e. Saleem Parekh
 - f. Hamida Salim Mukaty
 - g. Irfan Zakaria
2. To transact any other business with the permission of the Chair.

By order of the Board


Sohail Akhtar Gogal
Company Secretary

Faisalabad
Dated: May 2, 2025

NOTES:

1. Closure of Share Transfer Books

The register of members will remain closed from May15, 2025 to May 23,2025 (both days inclusive). Shareholders whose names appear in the Register of Members on May 14, 2025 will be entitled to attend the Extraordinary General Meeting (EOGM). Transfers received in order at the office of our Share Registrars, THK Associates (Pvt.) Ltd., Plot No. 32-C, Jami Commercial Street 2, D.H.A Phase VII, Karachi, 75500 by the close of business on May 14, 2025 will be treated in time for the purpose of attending the-EOGM.

2. Election of Directors

- A. Pursuant to Section 159(1) of the Companies Act, 2017, the Board of Directors has fixed the number of Directors as seven (07), to be elected in the EOGM of the Company for a period of three (03) years.
- B. Every candidate for the election must be a member of the company except for the person representing a member who is a non-natural person.
- C. Any person who seeks to contest the election for the office of director shall, whether he is a retiring director or otherwise, may file a notice of intention the with the Company at its registered office, no later than fourteen (14) days before the date of meeting:
- D. The following documents are required to be submitted by the Candidate to contest the election of directors:
 - i. Notice of his/her intention to offer himself /herself for election of directors in terms of Section 159(3) of the Companies Act, 2017. The candidate should also confirm that:
 - i. He/she is not ineligible to become a director of the Company under any applicable laws and regulations.
 - ii. Consent to act as director on appendix to Form 9 in the Companies Regulation 2024, under Section 167 of the Companies Act 2017.
 - iii. A detailed profile along with office address, email and cell phone number for placement onto the Company's website as required SECP's SRO 1196 (1) 2019 dated October 03, 2019
 - iv. Details of office & directorship held in other companies.
 - v. An attested copy of Computerized National Identity Card (CNIC) / Passport and National Tax Number.
 - vi. A declaration on stamp paper that:
 - a) He/she is not ineligible to become a director of the Company under Section 153 of the Act, nay applicable laws and regulations.
 - b) He/she is not serving as a director of more than seven listed companies simultaneously including as an alternate director.
 - c) He/she is not defaulter in repayment of loan to a financial institution.
 - d) He/she is well aware of his/her duties and powers under the applicable laws, Memorandum & Articles of Association of the Company and listing regulations of Stock Exchange.
 - e) As per Section 153(i) of the Act, a director is required to be a member of the Company. The candidate is required to advise his/her Folio/CDC subaccount and Participant ID number.

3. Candidate's Awareness with Laws & Regulations

The candidates are requested to read the relevant provisions / requirements relating to the Election of Directors, as stipulated in the Companies Act 2017, and the Listed Companies (Code of Corporate Governance) Regulations 2019, the other applicable laws and regulations and ensure the compliance with the same in letter and spirit.

4. Independent Director (s)

Pursuant to the requirements of the section 166(3) of the Companies Act 2017, independent directors will be elected through the process of election of directors in terms of section 159 of the Companies Act, 2017 and they shall meet the criteria laid down under section 166 (2) of the Act. The candidates intending to serve as Independent Director (s) will be elected through the process of election of directors in terms of Section 159 of the Companies Act 2017 and they shall meet the criteria laid down in Section 166 of the Companies Act 2017. The Candidates intending to serve on the board as of directors as an independent director shall file with the company declaration on stamp paper under Regulation 6(3) of the Listed Companies (Code of Corporate Governance) Regulations 2019 that he/she qualifies criteria of independence notified under Section 166 of the Companies Act 2017 and The Companies (Manner and Selection of Independent Directors) Regulations 2018.

5. For Appointing Proxies

A member eligible to attend and vote at this meeting is entitled to appoint another member as his/her proxy to attend and vote instead of his/her and shall produce his/her original Computerized National Identity Card (CNIC) or passport at the time of meeting. Proxies in order to be effective must be received at the registered office of the company not later than forty-eight (48) hours before the time of holding the meeting.

6. 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.

7. Representation of Corporate Shareholders

The corporate shareholders shall nominate someone to represent them at the EOGM. The nominations, in order to be effective must be received by the company not later than forty-eight (48) hours before time of holding the meeting. Representatives of the corporate members should bring the, Board Resolution / Power of Attorney with specimen signatures (unless it had been provided earlier) along with the proxy from the company.

8. CNIC and NTN Certificates (s)

All shareholders of the company who holds shares in scrip-less form from CDC are requested to submit/send valid copies of CNIC and NTN Certificate(s) directly to their CDC participants (brokers) / CDC Investor Account Services. Physical shareholders who had not yet submitted the valid copies of CNIC and NTN Certificate(s) are requested to send the copies of the same to the company's Shares Registrar.

9. Participation through video link

The shareholders interested in attending the General Meeting through video link facility ("Zoom" which can be downloaded from Google Play or Apple App Store) are requested to get themselves registered with the Company Secretary office at least two working days before the holding of the time of the EOGM at corpoarte@pkbevcan.com or through share registrar of the company M/s. THK Associates (Pvt.) Ltd., Plot No. 32-C, Jami Commercial Street 2, D.H.A Phase VII, Karachi, 75500 by providing the following details:

Name of Shareholders	CNIC No.	Folio / CDC	Cell No.	Email Address

10. Virtual Participation

Pursuant to the provisions of Companies Act, 2017; members residing in a city and collectively holding at least 10% of the total paid up capital may demand the Company to provide the facility of Video-link for participating in a meeting. In this regard please fill the following and submit to registered address of the Company at least 10 days before holding of the meeting.

I/we _____ of _____ being a member of Pakistan Aluminium Beverage Cans Limited holder of _____ Ordinary Share(s) as per Registered Folio No. _____ opt for video conference facility at _____.

Signature of member

The video conferencing facility will be provided only if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a city, to participate in the meeting through video conference at least 10 days prior to date of meeting. The Company will arrange video conference facility in that city subject to availability of such facility in that city.

11. Changes in Address

All CDC Shareholders are requested to immediately notify change in address, if any, directly to their CDC Participants (brokers) / CDC Investor Account Services. Physical Shareholders are requested to immediately notify change in address, if any, to the Company's Shareholders registrar, at the following address:

M/s THK Associates (Pvt.) Ltd.
Plot No. 32-C, Jami Commercial Street # 2, D.H.A., Phase VII,
Tel: 111-000-322
sfc@thk.com.pk

12. Submission of CNIC – (Mandatory)

With reference to the notification of Securities and Exchange Commission of Pakistan (SECP), SRO 779(I)/2011, dated August 18, 2011, the members/shareholders who have not yet submitted

photocopy of their valid Computerized National Identity Card (CNIC) to the company are requested to send the same at the earliest directly to the Company's Share Registrar, M/s THK Associates (Pvt.) Limited.

13. Requirement of Companies (Postal Ballot) Regulation 2018

Pursuant to Companies (Postal Ballot) Regulations 2018, for the purpose of election of Directors, members will be allowed to exercise their right of vote through postal ballot, that is voting by post or through any electronic mode in accordance with requirements and procedure contained in the aforesaid regulations.

14. Gifts at the Meeting

As per SRO 452 (I)/2025 no gifts will be distributed at the meeting

15. Appointment of Scrutinizer

Under Regulation 11 of the Ballot-Regulations, the Board of the Company has appointed M/s Riaz Ahmad and Company, Chartered Accountants, (a QCR-rated audit firm) to act as the Scrutinizer of the Company for the business of election of directors to be transacted in the meeting and to undertake other responsibilities as defined in Regulation 11A of the Ballot-Regulations.

16. Conversion of Physical Shares into Book-Entry Form:

In reference to Section 72(2) of the Act, all shareholders holding physical shares are requested to get converted their shares into book entry form at the earliest. This would facilitate shareholders in many ways including safe custody of shares, avoidance of formalities required for issuance of duplicate shares, etc. For the conversion of physical shares into book entry form, the shareholders may contact their Brokers, CDC Participants or CDC Investor Account Service.

17. Statutory Code of Conduct at General Meetings:

Section 215 of the Act and Regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018, state the Code of Conduct of Shareholders, as follows: Shareholders are not permitted to exert influence or approach the management directly for decisions which may lead to creation of hurdles in the smooth functioning of management. The law states that Shareholders shall not bring material that may cause threat to participants or premises where the general meeting is being held, confine themselves to the agenda items covered in the notice of the general meeting and shall not conduct themselves in a manner to disclose any political affiliation. Additionally, the Company is not permitted to distribute gifts in any form to its shareholders in its meetings as per Section 185 of the Act. Shareholders are further advised to take note of meeting etiquettes as prescribed in the Guidelines for Professional Conduct in General Meetings (the "Guide") issued by SECP.

18. Placement of EOGM Notice on the website

The notice of EOGM has been placed on Company's website: www.pkbevcan.com

Statement of Material Facts under section 166(3) of the Companies Act in respect of Election of Directors

The term of the office of present Directors of the Company will expire on May 22, 2025. In terms of Section 159 of the Companies Act 2017 ("Act"), the directors have vised the numbers of directors as seven (07) to be elected in the extraordinary general meeting for a period of three years.

An independent directors(s) wil be elected through the process of election of directors in terms of section 159 of the Act and they shall meet the criteria laid down under section 166(2) of the Act and the Companies (Manner and Selection of Independent Directors) Regulations 2018, according to the following additional documents that are to be submitted by candidates intending to serve as independent director(s).

- a) Declaration by an independent director(s) under clause 6(3) of the Listed Companies Code of Corporate Governance Regulations 2019 that he/she qualifies criteria of independence notified under Section 166 of the Companies Act 2017, and
- b) Undertaking on non-judicial stamp paper that he/she meet the requirement of sub-regulations (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations 2018.

The present directors are interested to the extent that they are eligible for re-election as Directors of the Company.