


NOTICE OF TWELFTH ANNUAL GENERAL MEETING

Notice is hereby given that the **Twelfth (12th) Annual General Meeting (AGM)** of Next Capital Limited (the "Company") will be held on Wednesday, September 22, 2021 at 09:00 a.m. at the Registered Office of the Company situated at 2nd Floor, Imperial Court, Dr. Ziauddin Ahmed Road, Karachi to transact the following businesses:

ORDINARY BUSINESS

1. To confirm the minutes of the Eleventh (11th) Annual General Meeting (AGM) held on October 28, 2020.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2021 together with the Directors' Report (English and Urdu Version) and Auditor's Report thereon.
3. To approve the appointment of the Auditor for the year ending June 30, 2022 and fix their remuneration. The retiring Auditor, Messrs KPMG Taseer Hadi & Co., Chartered Accountants, being eligible, have offered themselves for re-appointment.
4. To consider and approve transmission of Annual Audited Financial Statements, Auditor's Report and Directors' Report etc. ("Annual Audited Accounts") to members through electronic & digital means CD/DVD/USB or other permissible compatible medium at their registered or notified address as allowed by the Securities and Exchange Commission of Pakistan under SRO 470(I) 2016 dated 31 May 2016 instead of transmitting in hard copy.
5. To transact any other business as may be placed before the meeting with the permission of the Chair.

Karachi.**Dated: September 01, 2021****By order of the Board****Muhammad Najam Ali
Chief Executive****NOTES**

- i. The Share Transfer Books of the Company will remain closed from September 15, 2021 to September 22, 2021 (both days inclusive).
- ii. A member entitled to attend and vote at this meeting may appoint another member as his or her proxy to attend and vote. Procedure including the guidelines as laid down in Circular No. I, Reference No. 3(5-A) Misc./ARO/LES/96 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan:
 - a. Members, proxies or nominees shall authenticate their identity by showing their original Computerized National Identity Card (CNIC) or original passport and bring their folio numbers at the time of attending the meeting.

- b. In the case of corporate entity, Board of Directors' Resolution/Power of Attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
 - c. In order to be effective, the proxy forms must be received at the office of our registrar no later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, addresses, CNIC numbers and signatures.
 - d. In the case of individuals, attested copies of CNIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - e. In the case of proxy by a corporate entity, Board of Directors' Resolution/Power of Attorney and attested copy of the CNIC or Passport of the proxy shall be submitted along with proxy form.
 - f. Beneficial owners of the physical shares and whose shares are deposited with Central Depository Company of Pakistan Limited (CDC) are requested to bring their original Computerized National Identity Card (CNIC) along with participant's I.D. number and their account/sub-account number in CDC to facilitate identification at the time of the meeting. In case of proxy, attested copies of proxy's CNIC or passport, account/subaccount and participant's I.D. numbers must be deposited along with the Form of Proxy at the registered office of the Company as per paragraph No. ii above, duly witnessed by two persons whose names, addresses and CNIC numbers must be mentioned on the proxy form and attested photocopies of CNIC or the passport of the beneficial owner. In case of proxy for corporate members, the Board of Directors' Resolution/Power of Attorney with specimen signature of the nominee shall be produced at the time of meeting (unless it has been provided earlier to the Shares Registrar).
- iii. Physical transfers and deposit request under Central Depository System received at the close of the business on September 14, 2021 by the Company's registrar will be treated as being in time for entitlement to attend, participate in and vote at the meeting.
- iv. Members are requested to submit copies of their CNICs and promptly notify any change in address by writing to the office of the registrar.
- v. In the view of prevailing pandemic COVID-19 situation and in line with the directions issued to listed companies by the Securities & Exchange Commission of Pakistan vide its circular No.4 dated February 15, 2021 and subsequent Circular No.6 of 2021 dated March 03, 2021 the company has decided to hold Annual General Meeting (AGM) through electronic means.

Special arrangements for attending the AGM through electronic means will be as under:

- a) AGM will be held through zoom application – video link facility.
- b) Shareholders interested in attending the AGM through Zoom application are hereby requested to get themselves registered with the Company Secretary office by sending an email with the subject: "Registration for Next AGM" at the earliest but not later than 05:00 pm on Monday, September 21, 2021 on email: co.secretary@nextcapital.com.pk along with the valid copy of both sides of CNIC.
- c) Shareholders are advised to mention their Name, Folio/CDC Account Number, CNIC Number, valid email address and cell number.

- d) Upon receipt of the above information from interested information, the company will send the login credentials at their email address. On the date AGM, shareholders will be able to login participate in the AGM proceedings through their smartphone/computer devices.
 - e) Shareholders can also provide their comments/suggestions for the proposed agenda items of the AGM on above email or WhatsApp: 0314-6398227
 - vi. Pursuant to Notification vide SRO.787 (1)/2014 of September 08, 2014, SECP has directed to facilitate the members of the company receiving Annual Financial Statements and Notices through electronic mail system (e-mail). We are pleased to offer this facility to our members who desire to receive Annual Financial Statements and Notices of the Company through e-mail in future. In this respect members are hereby requested to convey their consent via e-mail on a standard request form which is available at the Company website i.e. www.nextcapital.com.pk. Please ensure that your e-mail has sufficient rights and space available to receive such email which may be larger than 1 MB file in size.
- Further it is the responsibility of the member to timely update the Share Registrar of any change in the registered email address.
- vii. Members are requested to immediately notify the change, if any, in their registered address/contacts numbers to Share Registrar on the following address:

M/s. FAMCO Associates (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi Tel: + 92 21 34380103-5, 34384621-3 Fax: 3438 0106