

Media Times Limited

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting ("EOGM") of the Shareholders of Media Times Limited ("the Company") will be held on Friday, 23 June 2023 at 11:00 a.m. at the Registered Office of the Company, First Capital House, 96-B/1, Lower Ground Floor, M.M. Alam Road, Gulberg-III, Lahore, to transact the following business:

1. To approve the minutes of Annual General Meeting held on 28 October 2022;
2. To elect 07 (seven) Directors as fixed by the Board of Directors in pursuant to section 159 of the Companies Act, 2017, for the term of next three years commencing from 29 June 2023. The following are the retiring Directors:
 1. Mrs. Aamna Taseer
 2. Mr. Shahbaz Ali Taseer
 3. Mr. Shehryar Ali Taseer
 4. Miss. Shehribano Taseer
 5. Miss. Rema Husain Qureshi
 6. Miss. Ayesha Tammy Haq
 7. Mr. Muhammad Mikail Khan

By order of the Board

Shahzad Jawahar
Company Secretary

Lahore
02 June 2023



Notes:-

- 1) The Members Register will remain closed from 16 June 2023 to 23 June 2023 (both days inclusive). Transfers received at Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore, the Registrar and Shares Transfer Office of the Company, by the close of business on 15 June, 2023 will be treated in time for the purpose of EOGM.
- 2) Any member who seeks to contest the election to the office of Directors shall, whether he is retiring Director or otherwise, file with the Company's Registered Office, First Capital House, 96-B/1, Lower Ground Floor, M.M. Alam Road, Gulberg-III, Lahore, not later than 14 days before the date of the meeting at which elections are to be held, a notice of his intention to offer himself for election as a Director. Declaration in accordance with the Listing Regulations, detailed profile, attested copy of CNIC and NTN certificate, consent on Form -28 to act as Director under section 167 of the Companies Act, 2017 is also to be filed. Undertaking by Independent Director on non-Judicial stamp paper that he/she meet the requirement of sub-regulation (1) of Regulation 04 of the Companies (Manner & Selection of Independent Directors) Regulations, 2018.
- 3) A member eligible to attend and vote at the meeting may appoint another member as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company not later than 48 hours before the time for holding the meeting.
- 4) In order to be valid, an instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be deposited at the Company's Registered Office, First Capital House, 96-B/1, Lower Ground Floor, M.M. Alam Road, Gulberg-III, Lahore, not less than 48 hours before the time of the meeting.
- 5) Pursuant to Companies (Postal Ballot) Regulations, 2018, for the purpose of election of directors and for any other agenda item classified as Special Business subject to the requirements of Section 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right of vote through postal ballot, that is voting by Post or E-Voting, in accordance with the requirements and procedure contained in the aforesaid Regulations.

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- 6) Pursuant to the provisions of the Companies Act, 2017, the shareholders residing in a city and holding at least 10% of the total paid up share capital may demand the Company to provide the facility of video-link for participating in the meeting.

The demand for video-link facility shall be received by the Share Registrar of the Company or directly to the Company at the email address given herein blow at least 7 (seven) days prior to the date of the meeting on the Standard Form which can be downloaded from the company's website: www.pacepakistan.com

Further, in compliance with Circular 04, of 2021 dated 15.02.2021, the shareholders of the Company can opt to attend the meeting through Video/Webex/Zoom or other electronic means. The shareholders whose names appear in the Books of the Company by the close of business on 15 June 2023 and who are interested in attending EOGM through Video Link/Zoom are hereby requested to get themselves, registered with the Company Secretary Office by providing the following details at least 48 hours before the meeting;

Email: jawahar@pacepakistan.com, sajjadahmad@pacepakistan.com,

WhatsApp Number 0302 8440935, 0303-4444800,

Shareholders are requested to fill the particulars as per the blow table:

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	No. of Shares held	Cell No.	Email address

Upon receipt of the above information from interested shareholders, the Company will send the login details / password at their email addresses. On the EOGM day, shareholders will be able to login and participate in the EOGM proceedings through their smartphones or computer devices from any convenient location.

The members can also send their comments/suggestions related to the agenda items of the meeting on the above mentioned email and Whats App number .The login facility will be opened 10 minutes before the meeting time to enable the participants to join the meeting.

- 7) Address of Independent Share Registrar of the Company: Name : Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore, (042) 35839182
- 8) The Notice of Extraordinary General Meeting has been placed on the Company's website: www.pacepakistan.com
- 9) a) Individual beneficial owners of CDC entitled to attend and vote at the meeting must bring his/her participant ID and account/sub-account number along with original CNIC or passport to authenticate his/her identity. In case of Corporate entity, resolution of the Board of Directors/Power of attorney with specimen signatures of nominees shall be produced (unless provided earlier) at the time of meeting.
- b) For appointing of proxies, the individual beneficial owners of CDC shall submit the proxy form as per above requirement along with participant ID and account/sub-account number together with attested copy of their CNIC or Passport. The proxy form shall be witnessed by two witnesses with their names, addresses and CNIC numbers. The proxy shall produce his/her original CNIC or Passport at the time of meeting. In case of Corporate entity, resolution of the Board of Director/Power of attorney along with specimen signatures shall be submitted (unless submitted earlier) along with the proxy form.
- 10) Members are requested to notify any change in their registered address immediately;

STATEMENT OF MATERIAL FACTS U/S 166(3) OF THE COMPANIES ACT, 2017

Section 166 of the Companies Act 2017 provides that a statement of material facts is annexed to the notice of the general meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent director. The Company is required to have at least two independent directors on its Board in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019. Accordingly, it will be ensured that the independent directors to be elected will meet the criteria set out for independence under Section 166 of the Companies Act, 2017, and their names are listed on the data bank of independent directors maintained by Pakistan Institute of Corporate Governance duly authorized by SECP. Further, their selection will be made due to their respective competencies, skill, knowledge and experience. The existing Director(s) are interested to the extent that they are eligible for re-election as Directors of the Company.

MEDIA TIMES LIMITED

FORM OF PROXY

The Company Secretary
Media Times Limited
First Capital House
96-B/1, Lower Ground Floor, M.M. Alam Road
Gulberg-III, Lahore

Folio No./CDC A/c No.: _____	
Shares Held: _____	

I/We _____ S/o _____ D/o _____ W/o _____
_____ CNIC _____ being the member(s) of
Media Times Limited hereby appoint Mr./Mrs./Ms./ _____ S/o _____ D/o _____ W/o _____
_____ CNIC _____ or failing him / her Mr. / Mrs. Miss
_____ S/o _____ D/o _____ W/o _____ CNIC _____
_____ as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary
General meeting of the Company to be held on 23 June 2023 at 11:00 a.m. and at any adjournment thereof.

Signed under my/our hands on this _____ day of _____, 2023

Affix Revenue Stamp of
Rupees Fifty

Signature of member
(Signature should agree with the specimen signature registered with the Company)

Signed in the presence of:

Signature of Witness 1
Name: _____
CNIC No. _____

Signature of Witness 2
Name: _____
CNIC No. _____

Notes

1. A member eligible to attend and vote at the meeting may appoint another member as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company at the Registered Office not later than 48 hours before the time for holding the meeting.
2. In order to be valid, an instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney, must be deposited at the Registered Office of the Company, First Capital House, 96-B/1, Lower Ground Floor, M.M. Alam Road, Gulberg-III, Lahore, not less than 48 hours before the time of the meeting.
 - a) Individual beneficial owners of CDC entitled to attend and vote at the meeting must bring his/her participant ID and account/sub-account number along with original CNIC or passport to authenticate his/her identity. In case of Corporate entity, resolution of the Board of Directors/Power of attorney with specimen of nominees shall be produced (unless provided earlier) at the time of meeting.
 - b) For appointing of proxies, the individual beneficial owners of CDC shall submit the proxy form as per above requirement along with participant ID and account/sub-account number together with attested copy of their CNIC or Passport. The proxy form shall be witnessed by two witnesses with their names, addresses and CNIC numbers. The proxy shall produce his/her original CNIC or Passport at the time of meeting. In case of Corporate entity, resolution of the Board of Directors/Power of attorney along with specimen signatures shall be submitted (unless submitted earlier) along with the proxy form.