

JSIL/PSX/2023/1704  
March 21, 2023

**The General Manager**  
Pakistan Stock Exchange Limited  
Stock Exchange Building,  
Stock Exchange Road,  
Karachi

Subject: **Notice of Annual General Meeting**

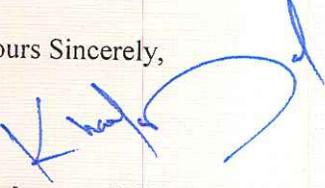
Dear Sir,

This is in reference to our letter No. JSIL/PSX/2023/1703 dated March 20, 2023.

Please find enclosed herewith copies of the Notice of Annual General Meeting of JS Investments Limited ("the Company" or "JSIL") to be held on Wednesday, April 12, 2023 at Karachi, also published in "The News" (in English) and "Daily Jung" (in Urdu) newspapers (Karachi, Lahore and Islamabad editions) today i.e., March 21, 2023.

You may inform the TREC Holders of the Exchange, accordingly,

Yours Sincerely,

  
**Muhammad Khawar Iqbal**  
COO & Company Secretary

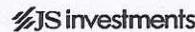
Encl: As above

C.c:

- 1. The Director**  
Asset Management Companies Wing  
Specialized Companies Division  
Securities & Exchange Commission of Pakistan,  
5th Floor NIC Building, 63-Jinnah Avenue,  
Blue Area, Islamabad
- 2. The Director**  
Enforcement Division  
Securities & Exchange Commission of Pakistan,  
NIC Building, 63-Jinnah Avenue,  
Blue Area, Islamabad

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**NOTICE OF ANNUAL GENERAL MEETING**



Notice is hereby given that the Twenty-Eighth (28th) Annual General Meeting of the members of JS Investments Limited, (the "Company") will be held at 10:30 am, on Wednesday, April 12, 2023, at 15th Floor, The Centre, Saddar, Saddar, Karachi, by physical presence, as well as via Zoom video-conferencing, to transact the following business:

**ORDINARY BUSINESS:**

- To receive, consider and adopt the audited financial statements of the Company for the year ended December 31, 2022, together with the Directors' and Auditors' reports thereon and Chairman's Review Report.
- To appoint Auditors of the Company and fix their remuneration. The members are hereby notified that the Audit Committee and the Board of Directors have recommended the re-appointment of retiring auditors, Messrs PwC Taxer H&B Co., Chartered Accountants, who being eligible, offer themselves for re-appointment.

**Special Business:**

- To ratify and approve balances and the transactions carried out by the Company and the Collective Investment Schemes (Funds) under its management in the ordinary course of business on an arm's length basis with JS Bank Limited (Related Party) as and during the financial year ended December 31, 2022, under the authority of the special resolution passed by the members in the last annual general meeting held on April 11, 2022.
- To authorize the Chief Executive Officer of the Company to approve all transactions carried out or to be carried out with Related Parties in the ordinary course of business on an arm's length basis till the next Annual General Meeting.

Attached to this Notice is a statement of material facts in relation to the aforesaid special business, as required under Section 134(3) of the Companies Act, 2017. The said statement also contains the text of the special resolutions to be passed in this regard. The notice of the meeting as well as the statement has also been placed on the Company's website [www.jsi.com](http://www.jsi.com) by order of the Board.

Karachi: March 21, 2023

Muhammad Khawar Iqbal  
COO & Company Secretary

**Notes:**

- The Company, in accordance with Section 233(7) of the Companies Act 2017, has placed the Audited Financial Statements for the year ended December 31, 2022, along with the Auditors' and Directors' Reports thereon and Chairman's Review Report on its website [www.jsi.com](http://www.jsi.com).
- The Share Transfer Books of the Company shall remain closed from April 6, 2023, to April 12, 2023 (both days inclusive) for determining the shareholders entitled to attend and vote at the General Meeting.
- Physical transfers and deposit requests under Central Depository System received at the close of business on April 5, 2023 by the Company's Registrar i.e. CDC Share Registrar Services Limited, CDC House, 9F-8, Block 'B', S.M.C.H.S., Main Shaheed-Faisal Karachi will be treated in time for the purpose of attending and voting at the meeting.
- A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

**A. PARTICIPATION IN THE 28TH ANNUAL GENERAL MEETING (AGM) PROCEEDINGS VIA VIDEO LINK**

- In the light of the clarification issued by the Securities and Exchange Commission of Pakistan for ensuring the participation of members in a general meeting through electronic means as a regular feature the Company has also provided the facility for attending the meeting via video link to its shareholders.
- In this regard, the shareholders who are interested to participate in the meeting through the video link are requested to email the following information with the subject "Registration for the AGM of JSI" at the email address "shareholders@jsi.com". Zoom link will be shared with only those shareholders from whom all required particulars are received at the given email address not less than 48 hours before the time of holding the AGM. The shareholders can also provide their comments and questions relating to agenda items of the AGM on email at [shareholders@jsi.com](mailto:shareholders@jsi.com).

S. No.	Name	Folio/CDS Account Number	CNIC No.	Mobile Number	Email Address
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- The members who intend to attend and participate physically in the AGM of the Company will be allowed to participate keeping in view of the COVID-19 related SOP issued by the Provincial and Federal Governments. The Company will follow the best practices and comply with the instructions of the Government and SECP to ensure protective measures are in place for the well-being of its members.
- In the case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations shall submit the proxy form by showing their original CNIC or original Passport along with Participant ID number and the account number at the time of attending the Meeting.
- In the case of a corporate entity, the Board's resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

**B. FOR APPOINTING PROXIES**

- In the case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations shall submit the proxy form as per the above requirements.
- The proxy form shall be witnessed by two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form.
- Attested copies of the Computerized National Identity Card (CNIC) or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
- The proxy shall produce his original CNIC or original passport at the time of the meeting.
- In the case of a corporate entity, the Board's resolution/power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

**C. APPLICABILITY OF POSTAL BALLOT REGULATIONS**

**Procedure for E-Voting**

- In accordance with the Companies (Postal Ballot) Regulations 2018, for the purpose of approval of any special agenda item at the AGM, members will be allowed to exercise their vote through postal ballot i.e. by post or e-voting, in the manner and subject to conditions contained in the Companies (Postal Ballot) Regulations, 2018.
- The e-voting facility will be shared through an e-mail with those members of the Bank who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Bank by the close of business on April 5, 2023.
- The web address, login details, and password, will be communicated to members via email. The security code will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- Members shall cast vote online at any time from April 6, 2023, 00:00 am to April 11, 2023, voting shall close on April 11, 2023, at 5:00 pm. Once the vote on the resolution is cast by a member, he/she shall not be allowed to change it subsequently.

**Procedure for Voting Through Postal Ballot**

- Pursuant to Companies (Postal Ballot) Regulations 2018 ("Regulations, 2018"), for the purpose of election of directors and for any other agenda item 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, in accordance with the requirements and procedure contained in the aforesaid Regulations.
- The members shall ensure that the duly filled and signed ballot paper, along with a copy of the Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through the post at the Company's registered address, 19th floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi, or email at [chairman@jsi.com](mailto:chairman@jsi.com) one day before the AGM on April 11, 2023, during working hours. The signature on the ballot paper shall match with signature on the CNIC.
- Shareholders are requested to notify immediately of any change in their address to the Company's share registrar.
- Computerized National Identity Card (CNIC) Shareholders are requested to provide immediately if not already provided, a copy of their valid CNIC to the Company's independent Share Registrar i.e. CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shaheed-Faisal, Karachi. A legible scanned copy of the same can also be forwarded at [shareholders@jsi.com](mailto:shareholders@jsi.com) along with the following number and updated address for correspondence.

- Payment of cash dividend through electronic mode: The provisions of Section 242 of the Companies Act, 2017 provide that any cash dividend declared by a listed company must be paid through electronic mode directly into the bank account designated by the entitled shareholder. Accordingly, the shareholders of the Company are requested to provide an electronic dividend mandate on E-Dividend Form available on the Company's website ([www.jsi.com](http://www.jsi.com)) enabling the Company to credit their future cash dividends, if any, directly to their designated bank accounts.
- Unclaimed Dividend and Bonus Shares: Shareholders, who for any reason, could not claim their dividend or bonus shares or did not collect their physical share if any, are advised to contact our Share Registrar M/s CDC Share Registrar Services Limited, to collect/enquire about their unclaimed dividend or pending shares, if any.

In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends and shares outstanding for a period of 3 years or more from the date due and payable shall be deposited to the credit of the Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

- Electronic Transmission of Annual Financial Statements and Notices (Optional): In pursuance of the directions given by the Securities and Exchange Commission of Pakistan (SECP) under S.R.O 787 (ii) 2014, the SECP has allowed companies to circulate annual Audited Financial Statements, along with the Notice of Annual General Meeting (Notad) to its members through e-mail subject to compliance with the conditions outlined in the referred SRO of SECP.

The transmission of Annual Audited Financial Statements with Notice to members through e-mail shall be considered in compliance with the relevant requirements of Sections 223 and 233 of the Companies Act 2017, subject to certain conditions, prescribed in the said notification.

For the convenience of its Shareholders, the Company has placed a Standard Request Form on the Company's website ([www.jsi.com](http://www.jsi.com)), so that the members may use it to communicate their e-mail address and consent for electronic transmission of Annual Audited Financial Statements and Notice thereon. Please ensure that your e-mail account has sufficient rights and space available to receive such an email that may be greater than 1 MB in size.

- SECP through its SRO 407(I) 2016, dated May 31, 2016, and Section 223 (6) has allowed companies to circulate the annual balance sheet, profit and loss account, Auditors' Report, and Directors' Report, etc. ("Annual Audited Accounts") to its members through digital recording devices, such as CD/DVD/USB at their registered addresses. In view of the above, the Company has sent its Annual Report, 2022 to its shareholders in the form of CD (Digital Disc). Any member requiring a printed copy of the Annual Report, 2022 may send a request using a Standard Request Form placed on Company's website.

**STATEMENT OF MATERIAL FACTS CONCERNING SPECIAL BUSINESS PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2017**

This statement sets out the material facts concerning the Special Business proposed to be transacted at the annual general meeting. Agenda Item No. 3 of the Notice - Ratification/ Approval of Transactions carried out with related parties during the year ended December 31, 2022.

The Company and Funds under its management carried out transactions as detailed in the below resolution with JS Bank Limited in the ordinary course of business on an arm's length basis and under the authority of the special resolution of the members as approved by them during the last annual general meeting held on April 11, 2022. All such transactions and balances appearing in the balance sheet are presented before the Board of Directors for their review and consideration on the recommendation of the Audit Committee on a quarterly basis pursuant to Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulations of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

However, since the majority of the Company's Directors were considered interested in the transactions carried out with JS Bank Limited as mentioned in the below resolution, therefore, these transactions conducted by the Company and Funds under its management with JS Bank Limited during the calendar year ended December 31, 2022, are being placed before the shareholders for their consideration and approval. These transactions with the related party are entered in the ordinary course of business on an arm's length basis and have been duly cleared by the Audit Committee of JSI.

The following resolution is proposed to be passed as Special Resolution with or without any modification

**\*Resolved that following transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited during the financial year ended December 31, 2022, be and are hereby ratified, approved and confirmed.**

Entity	Rent paid	Rent receivable	Bank balances	Return of bank deposits	Amount paid under Refinancing Scheme for Salaries & Wages, markup, and bank charges	Other receivables
JS Investments Limited	2,853,114	2,409,149	14,737,077	1,890,784	40,657,337	1,465,064
Fund			Bank Balance/TDR	Markup Income	Markup receivable	
UNIT TRUST OF PAKISTAN			206,795,087	2,630,709	975,817	
JS ISLAMIC FUND			2,718,683	-	-	
JS INCOME FUND			7,391,515	1,544,206	-	
JS LARGE CAP FUND			39,888,336	2,116,020	-	
JS FUND OF FUNDS			2,815,813	662,782	31,297	
JS GROWTH FUND			171,672,720	10,140,662	1,667,678	
JS-PENSION SAVINGS FUND-EQUITY SUB-FUND			77,856	68,893	-	
JS-PENSION SAVINGS FUND-MONEY MARKET SUB-FUND			61	61	-	
JS CASH FUND			6,200,000	633,655	174,515	
JS ISLAMIC INCOME FUND			2,248,604	-	-	
JS ISLAMIC HYBRID FUND OF FUNDS-MULTANASIB			10,000	-	-	
JS MOMENTUM FACTOR- EXCHANGE TRADED FUND			1,654,245	149,074	31,046	
JS MICROFINANCE SECTOR FUND			2,657,759	616,773	70,448	
JS Rental REIT			24,162,013	21,257	-	
Total:			468,292,692	18,584,092	2,890,801	

Agenda Item No. 4 of the Notice - Authorization to the Chief Executive Officer for the approval of transactions carried out and to be carried out with JS Bank Limited (related party) till the next Annual General Meeting.

The Company and funds under its management shall continue to carry out transactions with JS Bank Limited in the ordinary course of business on an arm's length basis till the next Annual General Meeting. Such transactions shall be 'routine' in nature and shall not involve any material or special deals or arrangements.

As a majority of the Directors of JSI are considered interested in these transactions, therefore, these transactions with JS Bank Limited (as a related party) have to be approved by the shareholders in terms of Sections 208 of the Companies Act, 2017, Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

In order to ensure smooth business operations, the shareholders may authorize the Chief Executive Officer to approve routine transactions to be carried out. In the ordinary course of business on arm's length basis with related parties as mentioned in the following special resolutions (with or without modification) till next Annual General Meeting. However, these transactions shall be placed before the shareholders in the next AGM for their approval/ratification. Such a proposal has been cleared by the Audit Committee of JSI.

\*Resolved that the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited in the ordinary course of business on arm's length basis till the next Annual General Meeting.

Resolved further that these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification/approval.

**The Interest of Directors:**

The majority of the Directors are employees of JSBL and are interested to the extent of their shareholding in the Company

**BALLOT PAPER FOR VOTING THROUGH POST**

For Poll at the Annual General Meeting to be held on April 12, 2023 at 10:30 am at 15th floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi (Designated email address at which the duly filled in ballot paper may be sent: [Chairman@jsi.com](mailto:Chairman@jsi.com))

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio number	
CNIC Number (copy to be attached)	
Additional Information and enclosures (in case of representative of body corporate, corporation and Federal Government)	
Name of Authorized Signatory:	
CNIC/Passport No. (in case of foreigner)	
of authorized signatory - (copy to be attached)	

We hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolutions by placing tick (✓) mark in the appropriate box below:

S. No.	Nature Resolved that and Description of resolutions	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)														
01.	<b>To consider, and if deemed appropriate, to pass the following resolutions as Special Resolutions, with or without modifications</b> <b>Resolved that following transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited during the financial year ended December 31, 2022, be and are hereby ratified, approved and confirmed.</b>																
	<table border="1"> <thead> <tr> <th>Entity</th> <th>Rent paid</th> <th>Rent receivable</th> <th>Bank balances</th> <th>Return of bank deposits</th> <th>Amount paid under Refinancing Scheme for Salaries &amp; Wages, markup, and bank charges</th> <th>Other receivables</th> </tr> </thead> <tbody> <tr> <td>JS Investments Limited</td> <td>2,853,114</td> <td>2,409,149</td> <td>14,737,077</td> <td>1,890,784</td> <td>40,657,337</td> <td>1,465,064</td> </tr> </tbody> </table>	Entity	Rent paid	Rent receivable	Bank balances	Return of bank deposits	Amount paid under Refinancing Scheme for Salaries & Wages, markup, and bank charges	Other receivables	JS Investments Limited	2,853,114	2,409,149	14,737,077	1,890,784	40,657,337	1,465,064		
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JS Rental REIT	24,162,013	21,257	-

\*Resolved that the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited in the ordinary course of business on arm's length basis till the next Annual General Meeting.

Resolved further that these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification/approval.

**NOTES:**

- Duly filled postal ballot should be sent to the Chairman of JSI at 19th Floor The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi (Email: [Chairman@jsi.com](mailto:Chairman@jsi.com)).
- Copy of CNIC/Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach the Chairman of JSI, within business hours by or before April 11, 2023. Any postal ballot received after this date, will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC/Passport No. (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
- The Postal Ballot paper is also available for download from the website of JSI at [www.jsi.com](http://www.jsi.com). Shareholder may download the ballot paper from website or use the same ballot paper published in newspapers.

Signature of shareholder(s)/Authorized Signatory  
(In case of corporate entity, please affix company stamp)  
Place: \_\_\_\_\_  
Date: \_\_\_\_\_



## NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty-Eighth (28th) Annual General Meeting of the members of JS Investments Limited, (the "Company") will be held at 10:30 a.m. on Wednesday, April 12, 2023, at 15th Floor, The Centre, Saddar, Karachi, by physical presence, as well as via Zoom video-conferencing, to transact the following business:

### Ordinary Business:

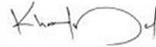
1. To receive, consider and adopt the audited financial statements of the Company for the year ended December 31, 2022, together with the Directors' and Auditors' reports thereon and Chairman's Review Report.
2. To appoint Auditors of the Company and fix their remuneration. The members are hereby notified that the Audit Committee and the Board of Directors have recommended the re-appointment of retiring auditors, Messrs KPMG Taseer Hadi & Co., Chartered Accountants, who being eligible, offer themselves for re-appointment.

### Special Business:

3. To ratify and approve balances and the transactions carried out by the Company and the Collective Investment Schemes (Funds) under its management in the ordinary course of business on an arm's length basis with JS Bank Limited (Related Party) as at and during the financial year ended December 31, 2022, under the authority of the special resolution passed by the members in the last annual general meeting held on April 11, 2022.
4. To authorize the Chief Executive of the Company to approve all transactions carried out or to be carried out with Related Parties in the ordinary course of business on an arm's length basis till the next Annual General Meeting.

Attached to this Notice is a statement of material facts in relation to the aforesaid special business, as required under Section 134(3) of the Companies Act, 2017. The said statement also contains the text of the special resolutions to be passed in this regard. The notice of the meeting as well as the statement has also been placed on the Company's website [www.jsil.com](http://www.jsil.com)

By Order of the Board



**Muhammad Khawar Iqbal**  
COO & Company Secretary

Karachi: March 21, 2023

### Notes:

1. The Company, in accordance with Section 223(7) of the Companies Act 2017, has placed the Audited Financial Statements for the year ended December 31, 2022, along with the Auditors' and Directors' Reports thereon and Chairman's Review Report on its website [www.jsil.com](http://www.jsil.com)
2. The Share Transfer Books of the Company shall remain closed from April 6, 2023, to April 12, 2023 (both days inclusive) for determining of shareholders for attending and voting at the General Meeting.
3. Physical transfers and deposit requests under Central Depository System received at the close of business on April 5, 2023 by the Company's Registrar i.e. CDC Share Registrar Services Limited, CDC House, 99 – B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal Karachi will be treated in time for the purpose of attending and voting at the meeting.
4. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.

## NOTICE OF ANNUAL GENERAL MEETING

5. Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

### A. PARTICIPATION IN THE 28TH ANNUAL GENERAL MEETING (AGM) PROCEEDINGS VIA VIDEO LINK

- a) In the light of the clarification issued by the Securities and Exchange Commission of Pakistan for ensuring the participation of members in a general meeting through electronic means as a regular feature the Company has also provided the facility for attending the meeting via video link to its shareholders.
- b) In this regard, the shareholders who are interested to participate in the meeting through the video link are requested to email the following information with the subject "Registration for the AGM of JSIL" at the email address "shareholders@jsil.com". Zoom link will be shared with only those shareholders from whom all required particulars are received at the given email address not less than 48 hours before the time of holding the AGM. The shareholders can also provide their comments and questions relating to agenda items of the AGM on email at [shareholders@jsil.com](mailto:shareholders@jsil.com)

Sr. NO.	Name	Folio/CDS Account Number	CNIC No.	Mobile Number	Email Address

- c) The members who intend to attend and participate physically in the AGM of the Company will be allowed to participate keeping in view of the COVID-19-related SOPs issued by the Provincial and/or Federal Government. The Company will follow the best practices and comply with the instructions of the Government and SECP to ensure protective measures are in place for the well-being of its members.
- d) In the case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the Meeting.
- e) In the case of a corporate entity, the Board's resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

### B. FOR APPOINTING PROXIES

- a) In the case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations shall submit the proxy form as per the above requirements.
- b) The proxy form shall be witnessed by two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form.
- c) Attested copies of the Computerized National Identity Card (CNIC) or the passport of beneficial owners and the proxy shall be furnished with the proxy form
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- e) In the case of a corporate entity, the Board's resolution/power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company

# NOTICE OF ANNUAL GENERAL MEETING

## C. APPLICABILITY OF POSTAL BALLOT REGULATIONS

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- Details of the e-voting facility will be shared through an e-mail with those members of the Bank who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Bank by the close of business on April 5, 2023
- The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- Members shall cast vote online at any time from April 08, 2023, 9:00 am to April 11, 2023. Voting shall close on April 11 2023, at 5:00 pm. Once the vote on the resolution is cast by a Member, he/she shall not be allowed to change it subsequently.

### Procedure for Voting Through Postal Ballot

- Pursuant to Companies (Postal Ballot) Regulations 2018 ("Regulations, 2018"), for the purpose of election of directors and for any other agenda item 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, in accordance with the requirements and procedure contained in the aforesaid Regulations.
  - The members shall ensure that the duly filled and signed ballot paper, along with a copy of the Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through the post at the Company's registered address, 19th floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Karachi, or email at chairman@jsil.com one day before the AGM on April 11, 2023, during working hours. The signature on the Ballot Paper shall match with signature on the CNIC.
  - Shareholders are requested to notify immediately of any change in their address to the
6. Computerized National Identity Card ("CNIC") Shareholders are requested to provide immediately if not already provided, a copy of their valid CNIC to the Company's Independent Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S, Main Shahra-e-Faisal, Karachi. A legible scanned copy of the same can also be forwarded at shareholders@jsil.com along with the folio number and updated address for correspondence.
7. Payment of cash dividend through electronic mode: The provisions of Section 242 of the Companies Act, 2017 provide that any cash dividend declared by a listed company must be paid through electronic mode directly into the bank account designated by the entitled shareholder. Accordingly, the shareholders of the Company are requested to provide an electronic dividend mandate on E-Dividend Form available on the Company's website (www.jsil.com) enabling the Company to credit their future cash dividends, if any, directly to their designated bank accounts.

# NOTICE OF ANNUAL GENERAL MEETING

8. Unclaimed Dividend and Bonus Shares: Shareholders, who for any reason, could not claim their dividend or bonus shares or did not collect their physical share, if any, are advised to contact our Share Registrar M/s CDC Share Registrar Services Limited, to collect/enquire about their unclaimed dividend or pending shares, if any.

In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends and shares outstanding for a period of 3 years or more from the date due and payable shall be deposited to the credit of the Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

9. Electronic Transmission of Annual Financial Statements and Notices (Optional): In pursuance of the directions given by the Securities and Exchange Commission of Pakistan (SECP) under S.R.O 787 (I)/2014, the SECP has allowed companies to circulate annual Audited Financial Statements, along with the notice of Annual General Meeting (Notice) to its members through e-mail subject to compliance with the conditions outlined in the referred SRO of SECP.

The transmission of Annual Audited Financial Statements with Notice to members through e-mail shall be considered in compliance with the relevant requirements of Sections 223 and 233 of the Companies Act 2017, subject to certain conditions, prescribed in the said notification.

For the convenience of its Shareholders, the Company has placed a Standard Request Form on the Company's website (www.jsil.com), so that the members may use it to communicate their e-mail address and consent for electronic transmission of Annual Audited Financial Statement and Notice thereon. Please ensure that your email account has sufficient rights and space available to receive such an email that may be greater than 1 MB in size.

10. SECP through its SRO 407(I)/2016, dated May 31, 2016, and Section 223 (6) has allowed companies to circulate the annual balance sheet, profit, and loss account, Auditors' Report, and Directors' Report, etc. ("Annual Audited Accounts") to its members through digital recording devices such as CD/DVD/USB at their registered addresses. In view of the above, the Company has sent its Annual Report, 2022 to its shareholders in the form of CD (Digital Disc). Any member requiring a printed copy of the Annual Report, 2022 may send a request using a Standard Request Form placed on Company's website.

## STATEMENT OF MATERIAL FACTS CONCERNING SPECIAL BUSINESS PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business proposed to be transacted at the annual general meeting.

Agenda Item No. 3 of the Notice – Ratification / Approval of Transactions carried out with related parties during the year ended December 31, 2022.

The Company and Funds under its management carried out transactions as detailed in the below resolution with JS Bank Limited in the ordinary course of business on an ann's length basis and under the authority of the special resolution of the members as approved by them during the last annual general meeting held on April 11, 2022. / such transactions and balances appearing in the balance sheet are presented before the Board of Directors for their review and consideration on the recommendation of the Audit Committee on a quarterly basis pursuant Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

## NOTICE OF ANNUAL GENERAL MEETING

However, since the majority of the Company's Directors were considered interested in the transactions carried out with JS Bank Limited as mentioned in the below resolution, therefore, these transactions conducted by the Company and Funds under its management with JS Bank Limited during the calendar year ended December 31, 2022, are being placed before the shareholders for their consideration and approval. These transactions with the related party are entered in the ordinary course of business on an arm's length basis and have been duly cleared by the Audit Committee of JSIL.

The following resolution is proposed to be passed as Special Resolution with or without any modification

"Resolved that following transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited during the financial year ended December 31, 2022, be and are hereby ratified, approved and confirmed.

Entity	Rent paid	Rent receivable	Bank balances	Return of bank deposits	Amount paid under Refinancing Scheme for Salaries & Wages, markup, and bank charges	Other receivables
JS Investments Limited	2,853,114	2,409,149	14,737,077	1,890,784	40,657,337	1,465,064

Fund	Bank Balance/TDR	Mark up income	Mark up receivable
UNIT TRUST OF PAKISTAN	206,795,087	2,630,709	975,817
JS ISLAMIC FUND	2,718,683	-	-
JS INCOME FUND	7,391,515	1,544,206	-
JS LARGE CAP. FUND	39,888,336	2,116,020	-
JS FUND OF FUNDS	2,815,813	662,782	31,297
JS GROWTH FUND	171,672,720	10,140,662	1,607,678
JS-PENSION SAVINGS FUND-EQUITY SUB-FUND	77,856	68,893	-
JS PENSION SAVINGS FUND-MONEY MARKET SUB-FUND	61	61	-
JS CASH FUND	6,200,000	633,655	174,515
JS ISLAMIC INCOME FUND	2,248,604	-	-
JS ISLAMIC HYBRID FUND OF FUNDS-MUTANASIB	10,000	-	-
JS MOMENTUM FACTOR- EXCHANGE TRADED FUND	1,654,245	149,074	31,046
JS MICROFINANCE SECTOR FUND	2,657,759	616,773	70,448
JS RENTAI REIT	24,162,013	21,257	-
<b>Total:</b>	<b>468,292,692</b>	<b>18,584,092</b>	<b>2,890,801</b>

## NOTICE OF ANNUAL GENERAL MEETING

**Agenda Item No. 4 of the Notice – Authorization to the Chief Executive Officer for the approval of transactions carried out and to be carried out with JS Bank Limited (related party) till the next Annual General Meeting.**

The Company and funds under its management shall continue to carry out transactions with JS Bank Limited in the ordinary course of business on an arm's length basis till the next Annual General Meeting. Such transactions shall be 'routine' in nature and shall not involve any material or special deals or arrangements.

As our majority of the Directors of JSIL are considered interested in these transactions, therefore, these transactions with JS Bank Limited (as a related party) have to be approved by the shareholders in terms of Section 208 of the Companies Act, 2017, Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

In order to ensure smooth business operations, the shareholders may authorize the Chief Executive Officer to approve routine transactions to be carried out in the ordinary course of business on arm's length basis with related parties as mentioned in the following special resolutions (with or without modifications) till next Annual General Meeting. However, these transactions shall be placed before the shareholders in the next AGM for their approval/ratification. Such a proposal has been cleared by the Audit Committee of JSIL.

"Resolved that the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited in the ordinary course of business on arm's length basis till the next Annual General Meeting.

Resolved further that these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification/approval."

### The Interest of Directors:

The majority of the Directors are employees of JSBL and are interested to the extent of their shareholding in the Company.



9- سالانہ مالیاتی گوشواروں اور نوٹس کے لئے الیکٹرانک ترمیم (اختیاری)

سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کی 2014 (I) / SRO787 کے ذریعے دی گئی ہدایات کے مطابق SECP نے کمپنیوں کو مذکورہ SRO میں دی گئی شرائط کی تکمیل سے شروع سالانہ اجلاس عام کے نوٹس کے ساتھ سالانہ آڈٹ شدہ مالیاتی گوشواروں کی اپنے ممبرز کو بذریعہ الیکٹرانک ترمیم کی اجازت دی ہے۔

ممبرز کو نوٹس کے ساتھ سالانہ آڈٹ شدہ مالیاتی گوشواروں کی بذریعہ الیکٹرانک ترمیم مذکورہ نوٹس میں تجویز کی گئی مخصوص شرائط سے شروع سالانہ آڈٹ کے سیکشن 223 اور 233 کی متعلقہ شرائط کی تکمیل بھی جائے گی۔

اپنے ممبرز کی مہولت کے لئے کمپنی نے اسٹیشنرز درخواست فارم کمپنی کی ویب سائٹ (www.jsil.com) پر فراہم کر دیا ہے، تاکہ ممبرز اپنے الیکٹرانک نوٹس سے آگاہ کریں اور نوٹس اور سالانہ آڈٹ شدہ مالیاتی گوشواروں کی الیکٹرانک ترمیم پر مشامندی کا پتہ کر سکیں۔ براہ کرم اس بات کو یقینی بنائیں کہ آپ کے الیکٹرانک نوٹس میں اس طرح کے الیکٹرانک نوٹس کے لئے کافی حقوق اور جگہ دستیاب ہے جو سائز میں 1 MB سے زیادہ ہو سکتی ہے۔

10- سیکیورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) نے 2016 (I) / SRO 40 بتاریخ 31 مئی 2016 اور سیکشن 6 (223) کے ذریعہ کمپنیوں کو اپنے ممبران کے رجسٹرڈ چین پر ڈیجیٹل ریکارڈز ڈیولپمنٹ کے ذریعے سالانہ بیلنس شیٹ، منافع اور نقصان کا اکاؤنٹ، آڈیٹرز کی رپورٹ اور ڈائریکٹرز کی رپورٹ وغیرہ (سالانہ آڈٹ اکاؤنٹ) کو تسلیم کرنے کی اجازت دی ہے۔ مذکورہ بالا کے پیش نظر، کمپنی نے اپنے شیئر ہولڈرز کو ذی (ڈیجیٹل ڈسک) کی شکل میں اپنی سالانہ رپورٹ 2022 ارسال کر دی ہے۔ سالانہ رپورٹ 2022 کی طباعت شدہ کاپی کا تقاضا کرنے والا کوئی بھی ممبر کمپنی کی ویب سائٹ پر موجود اسٹیشنرز ریگولیشن (Standard Request) فارم کا استعمال کر کے درخواست بھیج سکتا ہے۔

☆ ویب ایڈریس، الگ ان کی تفصیلات اور پاس ورڈ، الیکٹرانک ترمیم کے ذریعہ ممبران کو مطلع کریں جائیں گی۔ سی ڈی سی شیئر رجسٹر اور سرورز لینڈ (ای سرورز فراہم کنندہ ہونے کے لئے) کے ویب پورٹل سے ایس ایم اےس کے ذریعہ ممبران کو سیکورٹیز اینڈ ایکسچینج کمیشن سے آگاہ کیا جائے گا۔

☆ اسی دوپہ کے ذریعے ووٹ ڈالنے کا ارادہ رکھنے والے ممبران کی شناخت الیکٹرانک ڈیجیٹل الگ ان کے لئے یقینی بنانے کے ذریعے تصدیق کی جائے گی۔

☆ ممبران 8 اپریل 2023، صبح 9:00 بجے سے 11 اپریل 2023 تک کسی بھی وقت آن لائن ووٹ ڈالیں گے۔ دوپہ 11 اپریل 2023 کو شام 5 بجے ختم ہوگی۔

☆ آپ بارڈ کی ممبر کی طرف سے قرارداد پر ووٹ ڈال دیا جاتا ہے تو اسے بعد میں تبدیل کرنے کی اجازت نہیں دی جائے گی۔

پوسٹل بلٹ کے ذریعے دوپہ کا طریقہ کار

☆ کمپنیز (پوسٹل بلٹ) ریگولیشنز 2018 ("ریگولیشنز، 2018") کے مطابق، ڈائریکٹرز کے انتخاب کے مقصد کے لئے اور کمپنیز ایکٹ 2017 کے سیکشن 143-144 کے تقاضوں سے شروع کسی بھی دوسرے ایجنڈا آئٹم کے لئے ممبران کو مندرجہ بالا اسلوب میں شمولیت ضروریات اور طریقہ کار کے مطابق پوسٹل بلٹ کے ذریعے اپنے حق رائے دہی کا استعمال کرنے کی اجازت ہوگی۔

☆ ممبران اس بات کو یقینی بنائیں گے کہ کمپنیز اینڈ ڈیجیٹل شناختی کارڈ (CNIC) کی کاپی کے ساتھ باقاعدہ طور پر پھر انہیں اور رجسٹرڈ شدہ بلٹ بھیجی گئی ہے۔ رجسٹرڈ ایڈریس، ایسیوس، منزل، دی پوسٹل نمبر SB - 5 28، عبداللہ ہارون روڈ، کراچی پوسٹ کے ذریعہ کمپنیز میں اطلاع تک پہنچ جائے گی 11 اپریل 2023 کو نوٹس والی سالانہ عام انتخابات سے ایک دن قبل کام کے اوقات کے دوران jsil@jsil.com پر الیکٹرانک ترمیم کے ذریعے اجلاس کی کمپنیز میں تک پہنچ جائے۔ بلٹ بھیج کر رجسٹرڈ شناختی کارڈ پر رجسٹرڈ سے متعلق ہوں گے۔

☆ شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے پتے میں ہونے والی کسی بھی تبدیلی کے بارے میں کمپنی کے شیئر رجسٹر اور نوٹس پر مطلع کریں۔

6- کمپنیز اینڈ ڈیجیٹل شناختی کارڈ ("CNIC")

شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ کمپنی کے خود مختار رجسٹرڈ ایڈریس پر پاکستان لینڈ، سی ڈی سی ہاؤس، 99-B، بلاک بی، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی کو اپنے کمپنیز اینڈ ڈیجیٹل شناختی کارڈ کی نقل فراہم کریں۔ اسکی واضح اسکرین لنٹس میں ڈیجیٹل اور خط و کتابت کے لئے موجود پتے کے ساتھ shareholders@jsil.com پر بھی بھیجی جا سکتی ہے۔

7- الیکٹرانک موڈ کے ذریعے کمپنیز ڈیجیٹل شناختی کارڈ

کمپنیز ایکٹ 2017 کے سیکشن 242 کی شرائط اس بات کا ثبوت دیتا ہے کہ کمپنی کی طرف سے اعلان کردہ کسی بھی کمپنیز ڈیجیٹل شناختی کارڈ اور اسٹاک ہولڈرز کی طرف سے نامزد کردہ بینک اکاؤنٹ کے الیکٹرانک موڈ کے ذریعے ادائیگی کی جا سکتی ہے۔ چنانچہ کمپنی کے شیئر ہولڈرز سے درخواست ہے کہ وہ الیکٹرانک ڈیجیٹل شناختی کارڈ کو e-dividend فارم پر فراہم کریں جو کمپنی کی ویب سائٹ (www.jsil.com) پر دستیاب ہے، جو کمپنی کو اس قابل بنائیں کہ وہ اپنے سٹاک ہولڈرز کو براہ راست اپنے نامزد بینک اکاؤنٹس میں کرڈٹ کر دے۔

8- غیر معمولی شدہ ڈیجیٹل شناختی کارڈ اور نوٹس شیئر

شیئر ہولڈرز (جو کسی وجہ کی بنا پر) اپنے ڈیجیٹل شناختی کارڈ یا نوٹس شیئر یا اپنے فزیکل شناختی کارڈ کا دعوئی نہیں کر سکتے ہیں (گھبراہٹ کوئی ہے) تو ان کو یہ مشورہ دیا جاتا ہے کہ وہ شیئر رجسٹرڈ ایڈریس پر نوٹس ڈیجیٹل شناختی کارڈ فراہم کریں اور ان سے اپنے غیر معمولی شدہ ڈیجیٹل شناختی کارڈ اور نوٹس شیئر ڈیجیٹل شناختی کارڈ کو حاصل معلوم کریں۔

کمپنیز ایکٹ 2017 کے سیکشن 244 سے مطابقت رکھتے ہوئے مقررہ طریقہ کار کے مکمل ہونے کے بعد، اس طرح کے تمام ڈیجیٹل شناختی کارڈ اور نوٹس 3 سال یا وہاں سے زیادہ مدت کے غیر معمولی شدہ ڈیجیٹل شناختی کارڈ میں ادائیگی و فنانس حکومت کے کرڈٹ میں جمع کی جائے اور شیئر ڈیجیٹل شناختی کارڈ (SECP) کو بھیجی جائے۔

کمپنیز ایکٹ 2017 کے سیکشن (3) 134 کی پیروی میں خصوصی کاروبار سے متعلق مادی حقائق کا اظہار

اس اظہار میں خصوصی کاروبار سے متعلق مادی حقائق بیان کئے گئے جن کے بارے میں سالانہ اجلاس عام میں کارروائی تجویز کی گئی ہے۔  
نوس کا ایجنڈا 2017 نمبر 3 - متعلقہ پارٹیز کے درمیان سالانہ 31 دسمبر 2022 کے دوران کی گئی فراز یکشر کی توثیق منظوری دینا۔

جیسا کہ مندرجہ ذیل ذراقت قرارداد میں بیان ہے کہ کمپنی اور اس کے زیر انتظام فنڈز نے بے ایس بیگ لیٹنڈ کے ساتھ فراز یکشر انجام دیں جو 11 اپریل 2022 کو منظور شدہ گڈ گورننس اجلاس عام کے دوران ممبران سے منظور شدہ ان کی خصوصی قرارداد کی اٹھارنی کے تحت عمومی کاروبار کی کورس کے تحت ایک خاص حدود میں رہنے ہوئے کی گئیں۔ لیٹنڈ (کوڈ آف کارپوریٹ گورننس) ریگولیشنز، 2019 کی شق 15 اور کمپنیز (ریٹینڈ پارٹی فراز یکشر اینڈ سٹینڈنگ آف ریٹینڈ ریکارڈز) ریگولیشنز 2018 کی ریگولیشن 5 کے تحت یہ مادی بنیاد پر ایسے تمام فراز یکشر اور سٹینڈنگ ریٹینڈ سٹیشن کی تاریخ پر موجود ہوں گے وہ ڈاؤن کھینچی کی تجویز اور جزیے کے بعد نظر ثانی کے لئے ہورڈ آف ڈائریکٹرز کو پیش کیے جائیں گے۔

4 مئی، جیسا کہ کمپنی کے ڈائریکٹرز کی اکثریت کو ذریعہ ذیل قرارداد کے مطابق بے ایس بیگ لیٹنڈ کے ساتھ لین دین کے امور میں دلچسپی کو زور دیا گیا۔ لہذا کمپنی اور اس کے زیر انتظام فنڈز کے بے ایس بیگ لیٹنڈ کے ساتھ کلینڈر سالانہ 31 دسمبر 2022 کے دوران کئے گئے لین دین کو شیئر ہولڈرز کے سامنے غور کرنے اور منظوری کیلئے پیش کیا جائے گا۔ متعلقہ پارٹی کے ساتھ لین دین عمومی کاروبار کی کورس کے مطابق JSIL کی آؤٹ کھینچی کی اجازت کے بعد ممبران کو اجازت میں کیا جا رہا ہے۔

مندرجہ ذیل قرارداد کو ترمیم یا پالیسی ترمیم کے ایک خصوصی قرارداد کے طور پر منظور کرنے کی تجویز دی ہے:

"طے پایا کہ کمپنی اور اس کے زیر انتظام فنڈز کے تحت مادی سالانہ 31 دسمبر 2022 کے دوران بے ایس بیگ لیٹنڈ کے ساتھ لین دین فراز یکشر عمومی کاروبار کی کورس کے مطابق کی گئیں ان کی توثیق، منظوری اور تصدیق کی جاتی ہے۔"

پیشگی	اداشدہ کرایہ	وصول شدہ کرایہ	بیگ پیٹرس	بیگ ڈپازٹ پر منافع	تختہ اور اجروں کی مادی ٹرانسنگ	دیگر قابل وصول
بے ایس بیگ لیٹنڈ	2,853,114	2,409,149	14,737,077	1,890,784	40,657,337	1,465,064

فنز/پیشگی	بیگ پیٹرس TDR	مارک اپ آمدنی	مارک اپ وصول شدہ
یونٹ ٹرسٹ آف پاکستان	206,795,087	2,630,709	975,817
بے ایس اسلاک فنڈ	2,718,683	-	-
بے ایس آف فنڈ	7,391,515	1,544,206	-
بے ایس لاریج کچھل فنڈ بے ایس کیش فنڈ	39,888,336	2,116,020	-
بے ایس فنڈ آف فنڈز	2,815,813	662,782	31,297
بے ایس ٹرفٹھ فنڈ	171,672,720	10,140,662	1,607,678
بے ایس پینشن سپونڈنڈ فنڈ - اکیٹیو پی - فنڈ	77,856	68,893	-
بے ایس پینشن سپونڈنڈ فنڈ - مٹی مارکیٹ - فنڈ	61	61	-
بے ایس کیش فنڈ	6,200,000	633,655	174,515
بے ایس اسلاک آف فنڈ	2,248,604	-	-
بے ایس اسلاک باہر ڈفنڈ آف فنڈز - سب	10,000	-	-

بے ایس پیٹرس کچھل پیٹرس ٹرفٹھ	1,654,245	149,074	31,046
بے ایس بائیکرونی ٹریڈ فنڈ	2,657,759	616,773	70,448
بے ایس ریٹیل آئی ٹی فنڈ	24,162,013	21,257	-
کل	468,292,692	18,584,092	2,890,801

نوس کا ایجنڈا 2017 نمبر 4 - چیف ایگزیکٹو آفیسر کو اگلے سالانہ اجلاس عام تک بے ایس بیگ لیٹنڈ (متعلقہ پارٹی) کے ساتھ کئے گئے اور کے جانے والے فراز یکشر کی منظوری دینے کا اختیار دینا۔

کمپنی اور اس کے زیر انتظام فنڈز کو اگلے سالانہ اجلاس عام تک بے ایس بیگ لیٹنڈ کے ساتھ کاروبار کے عمومی طریقہ کار کے مطابق محتاط انداز سے انجام دینا جاری رکھیں گے۔ یہ فراز یکشر معمولات کے مطابق ہیں جن میں کوئی مادی یا خصوصی سود سے یا انتظامات شامل نہیں۔

جیسا کہ ہمارے JSIL کے ڈائریکٹرز کی اکثریت نے ان لین دین میں دلچسپی رکھنے کو زور دیا ہے۔ لہذا متعلقہ پارٹیز کے ساتھ ان فراز یکشر کو کمپنیز ایکٹ 2017 کے سیکشن 208، سٹڈ کمپنیز (کوڈ آف کارپوریٹ گورننس) ریگولیشنز 2019 کی شق 15 اور کمپنیز (ریٹینڈ پارٹی فراز یکشر اینڈ سٹینڈنگ آف ریٹینڈ ریکارڈز) ریگولیشنز 2018 کی ریگولیشن 5 کے تحت شیئر ہولڈرز سے منظور کرانا ہوگا۔

کاروباری عمل کو روکنے کے ساتھ جاری رکھنے کیلئے شیئر ہولڈرز چیف ایگزیکٹو کو متعلقہ پارٹیز کے کاروبار کو اگلے سالانہ اجلاس عام تک محفوظ طریقے سے انجام دینے کی منظوری کا مجاز قرار دے سکتے ہیں، جیسا کہ ذریعہ ذیل قرارداد (ترمیم کے ساتھ یا ترمیم) میں موجود ہے۔ تاہم ان فراز یکشر کو اگلی ایسی ہی ایم شیئر ہولڈرز کے سامنے ان کی منظوری اور تصدیق کیلئے پیش کیا ہوگا۔ اس تجویز پر آؤٹ کھینچی نے اجازت دے رکھی ہے۔

"طے پایا کہ کمپنی کے چیف ایگزیکٹو آفیسر کو بے ایس بیگ لیٹنڈ کے ساتھ سالانہ اجلاس عام تک کاروبار کے عمومی طریقہ کار کے مطابق محتاط طور پر ہونے والی فراز یکشر کی منظوری کا اختیار دینا۔"

مزید طے پایا کہ فراز یکشر بعض یا دیگر ان کے سامنے توثیق کی منظوری کے لیے اگلے سالانہ اجلاس عام میں رکھے جائیں گے۔"

ڈائریکٹرز کی دلچسپی

ڈائریکٹرز کی اکثریت بے ایس بیگ لیٹنڈ کے ملازمین ہیں اور کمپنی میں اپنی شیئر ہولڈنگ کی حد تک دلچسپی رکھتے ہیں۔