Notice of 33rd Annual General Meeting

Notice is hereby given that the 33rd Annual General Meeting of the shareholders of **INVEST CAPITAL INVESTMENT BANK LIMITED** will be held at **11.00 a.m** on **Monday, 27th October, 2025** at ICMA Pakistan's Auditorium, Main Campus, Gulshan-e-Iqbal, Karachi to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the Annual General Meeting of the Shareholders held on 25th October 2024.

2. To receive, consider and adopt the audited financial statements together with the Directors' and Auditors' reports thereon for the year ended 30th June 2025.

As required under section 223(6) of the Companies Act 2017, the financial statements of the Company are being uploaded on the website of the Company www.icibl.com which can be downloaded from the link and / or QR enabled code given below:

Weblink	QR Code
https://icibl.com/financial-reports/	

3. To appoint auditors and fix their remuneration for the year ending 30th June, 2026. The present auditors M/s RSM Avais Hyder Liaquat Nauman, Chartered Accountants, have retired. The management has recommended the name of M/s Avais Chartered Accountants as external auditors of the Company for the year 2025-26 who have consented for the same.

By Order of the Board

Karachi
October 04, 2025

M. Naim Ashraf
Company Secretary

NOTES:

1. **Prohibition on grant of gifts to shareholders:**
   The Securities and Exchange Commission of Pakistan, through its Circular 2 of 2018 dated February 09, 2018 has strictly prohibited companies from providing gifts or incentives in lieu of gifts (tokens / coupons / lunches / takeaway packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered as an offence and companies failing to comply may face penalties. Further, S.R.O. 452(I)/2025 dated 17th March 2025

requires that the notice of general meeting shall clearly state that no gifts will be distributed at the meeting.

2. The Members' Register will remain closed from 20th October 2025 to 27th October 2025 (both days inclusive). Transfers received in order at the office of the Share Registrar of the Company by the close of business on 18th October 2025 will be treated in time.

3. A Member entitled to attend and vote at the General Meeting of Members is entitled to appoint a proxy to attend and vote on his/her behalf.

4. The members who are willing to attend and participate at the AGM through Video-link are required to register their particulars by sending an email at naim.ashraf@icibl.com Such Members are requested to register by providing their credentials as follows with subject "Registration for ICIBL's AGM":

Name of Shareholder	No. of shares held	Folio number / CDC Acct. No.	CNIC No. with scanned copy	Mobile No.	Email ID

   Video-link and login details will be shared with only those members whose emails, containing all the required particulars are received at the given email at least 48 hours before the time of AGM.

5. **Video Conferencing Facility**
   In accordance with the provisions of the Companies Act, 2017, if the Company receives consent from the members holding in aggregate 10% or more shareholding, residing in a city other than Karachi, to participate in the meeting through video conference at 14 days prior to the date of the AGM, the Company will arrange video conference facility in that city subject to availability of such facility in that city. In this regard, a formal request must be submitted at the registered address of the Company or through email at naim.ashraf@icibl.com.

6. **Proxy**
   The instrument appointing proxy and the power of attorney or other authority, under which it is signed or a notarially certified copy of the power of attorney must be deposited at the office of Share Registrar of the Company, **M/S CorpTec Associates (Private) Limited, 503-E, Johar Town, LAHORE** at least 48 hours before the meeting.

7. **The CDC account holders** will further have to follow the under mentioned guidelines as laid down by the Securities & Exchange Commission of Pakistan:

A- For attending the meeting:

- **(i)** In case of individuals, the account holders or sub-account holders and/or the persons whose shares are in group accounts and their registration details are uploaded as per CDC Regulations shall authenticate their identity by showing their original Computerized National Identity Cards (CNICs) or original passports at the time of attending meeting.
- **(ii)** In case of corporate entities, the Board of Directors resolution/ power of attorney with specimen signatures of the nominees shall be produced (unless it has been provided earlier) at the time of the meeting.

B- For appointing proxies:

(i) In case of individuals, the account holders or sub-account holders and/or the persons whose shares are in group accounts and their registration details are uploaded as per CDC Regulations shall submit the proxy forms accordingly.

(ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

(iii) Attested copy of CNIC or the passport of the beneficial owner 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 entities, the Board of Directors resolution/ power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

8. Conversion of Physical Shares

As per Section 72 of the Companies Act, 2017, every existing company is required to replace its physical shares with book-entry form within a period not exceeding four years from the commencement of the Act. In this regard, SECP through its letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2023 has advised all the listed companies to pursue their shareholders who still hold shares in physical form, requiring them to convert their shares in book-entry form. Holding shares in book-entry form has numerous benefits including secure custody of shares, instantaneous transfer of ownership and no risk of damage, loss or forged or duplicate certificates. Therefore, shareholders having physical shares are requested to convert their shares into book-entry form by opening CDC sub account with any of the brokers or an Investor account directly with CDC. In this regard such shareholders may contact our Share Registrar also. The list of physical shareholders is available at our website www.icibl.com.

9. Members are requested to notify any change in their addresses immediately to the Share Registrar of the Company.