

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 37th Annual General Meeting of the Shareholders of **Hallmark Company Limited** (Formerly Hallmark Insurance Company Limited) will be held on, Thursday October 26, 2017 at 07:00 P.M. at Office # 1005, Uni Centre, 10th Floor, I.I. Chundrigar Road, Karachi to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the 36th Annual General Meeting held on April 29, 2017.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the transitional period of six months/ (special year) ended on June 30, 2017 together with the Directors' and Auditors' Reports thereon.
3. To appoint Auditors for the year 2018 and fix their remuneration. The retiring Auditors, M/s. S.M. Suhail & Co., Chartered Accountants are eligible, provided their consent and the Directors have recommended for their reappointment.

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass, with or without modification, the following as special resolutions:
 - a) for the merger of **Lakhwani Securities (SMC-Private) Limited** with and into the **Hallmark Company Limited** as per the merger scheme, along with all ancillary matters thereto, in accordance with the provision of the Law, as approved by the Board of Directors of the Company.
 - b) for appointment of Mr. Muhammad Furrukh Bashir (being the continuing Director), also as the Chief Financial Officer of the Company.

The special resolutions to be passed are as under:

- i) "RESOLVED THAT the scheme of merger put before the meeting for merger of Lakhwani Securities (SMC-Private) Limited with and into the Hallmark Company Limited be and is hereby approved and adopted, in terms of the provisions of the Companies Act, 2017.
- ii) "FURTHER RESOLVED that Mr. Naveed Hamid, being the Chief Executive Officer and Director of Hallmark Company Limited, and Mr. S. Muhammad Imran being the Director of Hallmark Company Limited; and the Director of Lakhwani Securities (SMC Private) Limited) be and are hereby authorized to take all such steps as may be necessary or incidental for the purpose of implementation of the aforesaid merger scheme in its present/modified form. They are also authorized to make any changes in the merger scheme for completion of merger of the above two companies.
- iii) "FURTHER RESOLVED THAT Mr. Muhammad Furrukh Bashir, being the Director of the Company is hereby also appointed to act as the Chief Financial Officer of the Company at remuneration to be decided by the Board of Directors of the Company.

- iv) "FURTHER RESOLVED THAT that due to promulgation of the Companies Act, necessary change to be made in the Memorandum and Articles of the Company and in all other document where ever is applicable to be made, as required in this regard.
 - v) "FURTHER RESOLVED THAT Chief Executive or Secretary of the Company be and are hereby authorized to do or cause to be done any and all acts, deeds and things that may be necessary or expedient to complete any or all the corporate and legal formalities to give effect to the above resolutions".
5. Statement under section 134 of the Companies Act, 2017 in the above matters pertaining to item No. 4 is annexed.
6. To transact any other business with the permission of the Chairman.

By Order of the Board



Company Secretary

Karachi: October 05, 2017