

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 41th Annual General Meeting of "Bela Automotives Limited" will be held on Monday, October 28, 2023, at 11:00 a.m. at Plot No. 1 & 3. Mouza Pathra, Hub Chowki, Balouchistan to transact the following business:

1. To read and confirm the minutes of the 40th Annual General Meeting held on October 28, 2023.
2. To receive consider approve and adopt the Audited Financial Statements of the Company for the year ended 30th June 2024, together with the Chairman Review, Director's and Auditor's Report thereon.
3. To elect seven (7) Directors of the Company as fixed by the Board for a term of three years commencing from October, 29th 2024 in accordance with the provision of section 159 of the Company Act, 2017. Names of the present Directors retiring and eligible to file nomination are as under.
(1) Abdul Mateen Allahwala (2) Omer Mateen Allahwala (3) Anwar Iqbal (4) Fazal Kafeel (5) Farnaz Anwar (6) Khilat Kafeel (7) Sufain Zahid
4. To appoint Auditors of the year 2024-2025 and fix their remuneration.
5. To transact any other business with the permission of the Chair.
(Attached to this notice is a statement of material acts as required under section 166(3) of the Company Act, 2017)

By order of the Board



Omer Mateen Allahwala

Director and Company Secretary

Karachi: 07-10-2024

Notes:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend instead of him / her.
2. Proxies must be deposited with the Company not later than 48 hours before the time of holding the meeting, with (i) Name of Member; (ii) CNIC / NTN No.; (iii) Folio No. / CDC IAS No.; (iv) Cell No.; and (v) Email Address.
3. Share Transfer Book of the Company will remain closed from October 21, 2024 to October 28, 2024 (Both days inclusive)
4. Shareholders are requested to notify immediately, any change in their registered address to the Registered Office of the Company or emailed at belaautomotives@gmail.com
5. The members and their proxies who intends to attend the AGM through video-link must register their particulars by sending an email at belaautomotives@gmail.com The members registering to connect through video-link facility are required to mention their name, folio number and number of shares held in their name in the email with subject 'Registration for Bela AGM along with valid copy of their CNIC/Passport. Video link and login credentials will be shared with the members whose emails, containing all the required particulars, are received at the given email address at least 48 (forty eight) hours before the time of AGM.

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 amended through Notification vide SRO 2192(1)/2022 dated December 05, 2022 The SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses



1. classified as special business and in case of election of directors. Accordingly, members of Bela Automotives Limited will be allowed to exercise their right to vote through e-voting facility or voting by post for the election of directors in its forthcoming Annual General Meeting to be held on Monday October 28th 2024, at 11:00 a.m., in accordance with the requirements and subject to the conditions contained in the aforesaid Regulation.
2. Detail of E-Voting facility will be shared through e-mail with those members of the company who have valid cell numbers/e-mail addresses available in the Register of Members of the Company maintained by the Company's Shares Registrar M/s Jawaffs Registrar Services Pvt Ltd (being the e-voting service provider). For convenience of the Members, ballot paper is annexed to this notice being sent through post/email and the same is also available on the Company's websites.
3. To comply with requirements of Section 119 of the Companies Act, 2017 and regulation 47 of the Companies Regulations, 2024, members are requested to provide their information such as CNIC number, mailing address, email, contact mobile/telephone number and (IBAN) together with a copy of their CNIC to update our records and to avoid any non-compliance, otherwise, all dividends will be withheld in terms of regulation 6 of the Companies (Distribution of Dividends) Regulations 2017.
4. The SECP through its letter No. CSD/ED/Misc/2016-639-640 dated March 26, 2021 has advised listed companies to adhere to provisions of Section 72 of the Companies Act, 2017 by replacing physical shares issued by them into book entry form.
5. Pursuant to the approval of Share Holders vide SRO 389(1)/2023 dated March 21, 2023, the financial statement of the Company for the year end June 30, 2024, along with the reports have been placed on the website of the Company www.belautomotivesltd.com which can be downloaded from the QR enable code and printed copy of the same can be provided to the members upon request, In compliance with section 223(6) of the Companies Act 2017.
6. For any query/problem/information, the investors may contact the Share Registrar at the following numbers, or email addresses. M/s Jawaffs Registrar Services (Pvt) Ltd 407 - 408, Al-Ameera Centre, Shahrah-e-Iraq, Saddar, Karachi. Phone: (021)35662023-24; Fax: (021) 35221192; Email: jwaffsregistrar@gmail.com
7. A member desirous to contest the election of director shall file with the Company at its Registered office not later than 14 days before the date of the meeting (a) Consent to act as a Director in Form -9 under section 167 of the Companies Act, 2017 (b) a detailed profile, Directorship along with office address and contact information for placement on the Company's website seven days prior under SRO1196(1)/2019 (c) Declaration of Independence section 166(2) as required under (CCG) regulation 2019. (d) notice of his/her intention to offer himself/herself for election as a Director under Section 159(3) of the Companies Act. 2017, selecting any one category stated below in which he/she intends to contest, in accordance with the amendments by the SECP Regulation 7A of the Listed Companies (CCG) Regulations, 2019 through S.R.O 906(1)2023 dated 07-07-2023,
 - a) Election of Female Director
 - b) Independent directors: and
 - c) Other directors.

Statement of Material Facts under Section 166(3) of the Companies Act, 2017.

In terms of Section 159(1) of the Companies Act, 2017, the directors have fixed the number of elected Directors at seven (7) to be elected in the AGM for a period of three years.

Independent Directors will be elected through the process of election of director in terms of section 159 of the act and they shall meet the criteria laid down in section 166 of the act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018.

The present Directors are interested to the extent that they are eligible for re-election as Directors of the Company

BELA AUTOMOTIVES LIMITED.



NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

1. Every Shareholder(s) shall have the number of votes which is equivalent to the product of the number of voting share(s) held by him/her and the number of Directors to be elected.
2. A Shareholder may give all his/her votes to a single candidate or divide them between more than one of the candidates in such a manner as he/she may choose. However, the number of votes cast must not exceed the number of votes available to the Shareholder.
3. Dually filled Postal Ballot paper should reach via e-mail belaautomotives@gmail.com to Company Secretary before one working day of the AGM during working hours (Le. October 27th 2024 by 5:00 pm). any Postal Ballot received after the aforesaid time will not be considered.
4. A copy of CNIC or Passport (in case of foreign nationals only) should be enclosed with the Postal Ballot.
5. The signature on the Postal Ballot should match with the signature on Company record or CNIC/Passport in case of CDC shareholder.
6. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten Ballot Paper will be rejected.
7. In case of representative of corporate Body, corporation, and Federal Government, Postal Ballot must be accompanied with the copy CNIC/Passport of authorized person, attested copy of Board Resolution, Power of Attorney, Authorization Letter etc. in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable. In case of foreign corporate body etc., all documents must be attested from the Council General of Pakistan having jurisdiction over the Shareholder.



QR Code