



HYDERABAD: Women purchasing dry fruits from a vendor at a City road.—APP

Beyonce breaks Dec box office records with Renaissance concert film

NEWS DESK
LOS ANGELES



Beyonce's Renaissance: A Film by Beyonce is bringing in phenomenal results. The singer's eagerly awaited concert film Renaissance, which made a healthy \$22 million its opening weekend, has helped revitalise the movie office. The \$22 million total was just less than the weekend record of \$24.2 million set 20 years ago by Tom Cruise's The Last Samurai, making it an exceptionally large total for the first weekend of December, which is often a stale weekend, according to Deadline. The performance set the stage for an overall weekend total of \$95 million, the most for the first weekend in December since 2018. The Marvels, which now has a domestic total of \$80.7 million and a global gross of \$197 million, will soon end its stint as the lowest-grossing MCU film ever. On Sunday, it was also reported that Marvel will no longer be disclosing its overseas grosses for the film. Renaissance, which has received a flawless 100% rating on Rotten Tomatoes and has been hailed by reviewers, follows Beyonce on her global Renaissance tour. The second concert film from the chain this year, Renaissance, debuted exclusively in AMC Theatres following Taylor Swift's The Eras Tour, which brought in \$178.8 million domestically and \$249.5 million internationally.

Nicaragua's Miss Universe franchise owner charged with conspiracy following pageant victory

NEWS DESK
NEW YORK

Nicaraguan police late on Saturday charged the owner of the local Miss Universe franchise with conspiracy, money laundering and spreading fake news, just weeks after the Central American nation's first victory in the pageant. Authorities have accused Karen Celebertti, director of the Miss Nicaragua franchise, her husband and son with conspiracy against the government, according to a statement issued by the national police. Celebertti's local Miss Universe organisation has been used to "turn pageants into political traps and political ambushes, financed by foreign agents," the police statement said. Reuters was not immediately able to contact Celebertti or her representatives for comment. Celebertti was banned from entering the country on Oct. 21, and her husband and son have been detained in Nicaragua on accusations of conspiracy dating back to 2018. Authorities said they played a role in organizing anti-government protests. Nicaragua's Sheynnis Palacios won the title of Miss Universe on Nov 18.

Florence Pugh hit by thrown object during her film promotion

SÃO PAULO (News Desk): Actress Florence Pugh was hit in the face by a thrown object on Sunday during an appearance at a Comic Con event in Brazil. Footage shows her on stage promoting her latest film Dune: Part Two alongside co-stars Zendaya, Austin Butler and Timothée Chalamet. While on stage an object was thrown in her direction, appearing to come from the audience. The 27-year-old Oscar-nominated actress was hit in the right eye. Earlier in the evening, Pugh told the audience at the event in São Paulo that it felt "really, really special" appearing in the sequel to the hit sci-fi film. The film is set to be released in March 2024. Pugh is the latest in a list of celebrities to be hit by objects thrown by fans while on stage. Earlier in the year Harry Styles was also hit in the eye with a sweet at a gig in Austria, and Pink looked uncomfortable after a bag of human ashes was thrown on stage during her set at BST Hyde Park.

Julia Roberts breaks silence on 'heartbreaking' death of Matthew Perry

LOS ANGELES (News Desk): Julia Roberts is remembering her ex-boyfriend, the late "Friends" star Matthew Perry. In an interview with "Entertainment Tonight," the actress reflected on the loss of Perry, who died in October at the age of 54. "The sudden passing of anybody so young is heartbreaking," Roberts said. "I

think that, you know, it just helps all of us just appreciate what we have and to keep going in a positive way as best we can." The pair dated for about three months in the 1990s, around the time Roberts appeared as a guest star on "Friends." Perry wrote about their brief romance in his memoir "Friends, Lovers and the Big Ter-

rible Thing." "I sent her three dozen red roses and the card read: 'The only thing more exciting than the prospect of you doing the show is that I finally have an excuse to send you flowers,'" he shared in his book. Roberts, he wrote, seemed as if she "was placed on this planet to make the world smile, and now, in particular, me.



ARIF HABIB LIMITED

NOTICE OF EXTRA ORDINARY GENERAL MEETING

This is to inform you that pursuant to the Order of the High Court of Sindh at Karachi dated November 23, 2023, passed in Civil Miscellaneous Application No. 2559 of 2023, in Petition bearing J. C. M. No. 31 of 2023 (the "Order"), an Extraordinary General Meeting ("EOGM") of Arif Habib Limited (the "Company") will be held on Tuesday, December 26, 2023 at 11:00 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi, including through video link facility, to transact the following business:

A - SPECIAL BUSINESS

Pursuant to the Order, to consider and, if thought fit, to pass, with or without modification, the following resolution for, *inter alia*, a corporate restructuring / reorganization of the Company and its holding / parent company, Arif Habib Corporation Limited ("AHCL"), involving the bifurcation / separation of AHL into two segments / undertakings, i.e. the Demerged Undertaking and the Retained Undertaking, and merger, by way of amalgamation, of the Demerged Undertaking with and into AHCL, along with ancillary matters thereto, in accordance with the Scheme of Arrangement dated November 17, 2023, as approved by the Board of Directors of the Company on November 17, 2023.

The resolution to be passed by the requisite majority of the members of the Company under Sections 279 and 282 of the Companies Act, 2017 is as under:

"RESOLVED THAT the Scheme of Arrangement dated November 17, 2023, prepared under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017, for, inter alia, the bifurcation / separation of Arif Habib Limited into two segments / undertakings i.e. the Demerged Undertaking and the Retained Undertaking, and merger, by way of amalgamation, of the Demerged Undertaking with and into Arif Habib Corporation Limited, along with all ancillary and incidental matters thereto, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the Honourable High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017."

The Scheme of Arrangement will be subject to the subsequent sanction of the High Court of Sindh at Karachi.

B - ANY OTHER BUSINESS

To consider any other business with the permission of the Chair.

By order of the Board
Muhammad Taha Siddiqui
Company Secretary

Karachi: December 5, 2023

NOTES:

- The share transfer books of the Company will remain closed from December 18, 2023 to December 26, 2023 (both days inclusive). Transfers received in order at the office of the Company's share registrar: CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi [the Company's Share Registrar (CDCSRL)], by the close of business on Friday, December 15, 2023 will be treated in time for the determination of entitlement of shareholders to attend and vote at the EOGM.
- A member of the Company entitled to attend and vote at the EOGM may appoint another member as his / her proxy who shall have such rights as respects attending, speaking and voting at the EOGM as are available to a member.
- Procedure including the guidelines as laid down in Circular No. I- Reference No. 3(5-A) Misc/ARO/LES/96 dated January 26, 2000 issued by Securities & Exchange Commission of Pakistan:
 - Members, proxies or nominees shall authenticate their identity by showing their original national identity card or original passport and bring their folio numbers at the time of attending the EOGM.
 - In the case of a corporate entity, the Board of Directors' resolution / power of attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
 - In order to be effective, the proxy forms must be received at the office of the Company's Share Registrar (CDCSRL) not later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
 - In the case of individuals, attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - In the case of proxy by a corporate entity, the Board of Directors resolution/power of attorney and attested copy of the CNIC or passport of the proxy shall be submitted along with proxy form.

4. ONLINE PARTICIPATION IN THE EXTRAORDINARY GENERAL MEETING

In order to maximize the member's participation, the Company is convening this EOGM via video link in addition to holding physical meeting with the members. Accordingly, those members and permitted participants who desire online participation in the EOGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at secretariat@arifhabibltd.com with subject of 'Registration for AHL EOGM 2023' not less than 48 hours before the time of the meeting:

Name of Member	CNIC No.	Folio No. / CDC Account No.	Cell No.	Email Address
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Video Link to join the EOGM will be shared with only those members whose email, containing all the required and correct particulars, are timely received at secretariat@arifhabibltd.com. The members can also provide their comments and questions for the agenda items of the EOGM on this email address and WhatsApp Number 0321-8210503.

5. PROVISION OF VIDEO LINK FACILITY:

If the Company receives a demand (at least 7 days before the date of meeting) from shareholder(s) holding an aggregate 10% or more shareholding residing in any other city, to participate in the EOGM through video link, the Company will arrange video link facility in that city (subject to availability thereof in such city). Members, who wish to participate through video-link facility, are requested to fill in Video Link Facility Form available at Company's website and send a duly signed copy to the Registered Address of the Company. It may be noted that no person other than the member or proxy holder can attend the meeting through video link facility.

6. VOTE CASTING IN-PERSON OR THROUGH PROXY

Polling booth will be established at the place of physical gathering of the EOGM for voting.

7. E-VOTING / POSTAL BALLOT

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018, read with Sections 143-144 of the Companies Act, 2017, and SRO 2192(1)/2022 dated December 5, 2022, members will be allowed to exercise their right to vote for the special business in accordance with the conditions mentioned therein. The following options are being provided to members for voting:

I) E-VOTING PROCEDURE

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on December 15, 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 and email from web portal of 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.
- E-Voting lines will start from December 20, 2023, 9:00 a.m. and shall close on December 25, 2023 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

II) POSTAL BALLOT

- Members may alternatively opt for voting through postal ballot. Ballot Paper shall also be available for download from the website of the Company at www.arifhabibltd.com or use the same as annexed to this Notice and published in newspapers.
- The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at Arif Habib Centre, 23 M. T. Khan Road, Karachi (Attention of the Company Secretary) OR through the registered email address of the member at chairman.generalmeeting@arifhabibltd.com with subject of 'Postal Ballot for AHL EOGM 2023 by Monday, December 25, 2023 before 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.
- Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman of the meeting shall be the deciding authority.

8. PROVISION OF INFORMATION BY MEMBERS:

To comply with various statutory requirements, and to avoid any non-compliance of law or any inconvenience in future, all members are hereby advised to coordinate / update their records with their respective Participant / CDC Investor Account Services / the Company's Share Registrar (CDCSRL) in connection with following:

- Submission of copies of their valid / updated CNIC / NTN Certificate / Zakat Declaration (Exemption) Form / Tax Exemption Certificate
- Provision of relevant details including valid bank account details / IBAN in order to enable the Company to pay any unclaimed / future cash dividends, if any
- In case of a Joint account, provision of shareholding proportions between Principal shareholder and Joint Holder(s)
- Convert their physical shares into scrip less form, which will also facilitate the members having physical shares in many ways, including safe custody, efficient trading and convenience in other corporate actions.
- Provision of mandatory registration details in terms of Section 119 of the Companies Act, 2017 and Regulation 19 of the Companies (General Provisions and Forms) Regulations, 2018, including mobile number / landline number and email address (if available).
- Promptly notify any change in mailing address, email address and mobile number by writing to the office of the Company's Share Registrar (CDCSRL).

- Copies of the Memorandum and Articles of Association of the Company; Statement under Section 134(3) of the Act in respect of the material facts of the special business; Statement under Section 281 of the Act; Scheme of Arrangement dated November 17, 2023; Swap Computation Letter dated November 15, 2023 issued by Yousuf Adil, Chartered Accountants; and any other information relevant to the special business in respect of the Company shall be available upon request, and for inspection, by any person entitled to attend the EOGM from the registered office of the Company, located at Arif Habib Centre, 23 M. T. Khan Road, Karachi, free of cost during normal office hours, from the date of this notice till the conclusion of the EOGM. The said information shall also be placed for inspection of members of the Company during the EOGM.
- The notice of the EOGM along with the statements, the Scheme of Arrangement and the latest annual Audited Financial Statements have also been placed on the website of the Company.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 CONCERNING THE SPECIAL BUSINESS

The statement pertaining to the material facts of the special business to be transacted at the EOGM, including the nature and interests of the directors of the Company with respect to the Scheme of Arrangement, along with any ancillary information, may be obtained upon request by any person entitled to attend the Extraordinary General Meeting from the registered office of the Company situated at Arif Habib Centre, 23 M. T. Khan Road, Karachi, free of cost during normal office hours.

The aforesaid statement has been sent along with the notice of EOGM to the members.

STATEMENT UNDER SECTION 281 OF THE COMPANIES ACT, 2017 CONCERNING THE SPECIAL BUSINESS

The statement under section 281(1)(a) of the Companies Act, 2017 setting forth the terms of Scheme of Arrangement and explanation of its effects, including the interests of the directors of the Company, and the effect of those interests along with other ancillary information, may be obtained upon request by any person entitled to attend the Extraordinary General Meeting from the registered office of the Company situated at Arif Habib Centre, 23 M. T. Khan Road, Karachi, free of cost during normal office hours.

The aforesaid statement has been sent along with the notice of EOGM to the members.

Registered and Corporate Office:

Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan.

Phone: +92 21 38280282-3 | Fax: +92 21 3242 9653 | Email: info@arifhabibltd.com | Web: www.arifhabibltd.com



ARIF HABIB LIMITED

BALLOT PAPER FOR VOTING THROUGH POST

For the Special Business at the Extraordinary General Meeting of Arif Habib Limited (the "Company") to be held on Tuesday, December 26, 2023 at 11:00 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means. Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman.generalmeeting@arifhabibltd.com

Name of shareholder / Joint shareholder(s) / Proxy Holder(s)	
Registered Address:	
Folio / CDC Participant / Investor ID with sub-account No.	
Number of shares held	
CNIC / Passport No. (in case of foreigner) (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)	

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

Sr. No.	Nature and Description of resolution	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	AGENDA ITEM - A (Special Business) Pursuant to the Order of the High Court of Sindh at Karachi dated November 23, 2023, passed in Civil Miscellaneous Application No. 2559 of 2023, in Petition bearing J. C. M. No. 31 of 2023, to consider and, if thought fit, to pass, with or without modification, the following resolution for, <i>inter alia</i> , a corporate restructuring / reorganization of the Company and its holding / parent company, Arif Habib Corporation Limited ("AHCL"), involving the bifurcation / separation of the Company into two segments / undertakings, i.e. the Demerged Undertaking and the Retained Undertaking, and merger, by way of amalgamation, of the Demerged Undertaking with and into AHCL, along with ancillary matters thereto, in accordance with the Scheme of Arrangement dated November 17, 2023, as approved by the Board of Directors of the Company on November 17, 2023.: RESOLVED THAT the Scheme of Arrangement dated November 17, 2023, prepared under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017, for, <i>inter alia</i> , the bifurcation / separation of Arif Habib Limited into two segments / undertakings i.e. the Demerged Undertaking and the Retained Undertaking, and merger, by way of amalgamation, of the Demerged Undertaking with and into Arif Habib Corporation Limited, along with all ancillary and incidental matters thereto, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the Honourable High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017.			

NOTES:

- Duly filled postal ballot should be sent to the Chairman of Arif Habib Limited through post at Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan (Attention of the Company Secretary) OR through the registered email address of shareholder at chairman.generalmeeting@arifhabibltd.com
- Copy of CNIC / Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms through post or email should reach the Chairman by Monday, December 25 2023 before 5:00 p.m. Any postal ballot received after this date and time, 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.
- This postal Poll paper is also available for download from the website of Arif Habib Limited at <https://arifhabibltd.com/investors-relations/BallotPaper-EOGM-2023-AHL.pdf> Shareholders may download the ballot paper from website or use the same ballot paper as published in newspapers.

Signature of shareholder(s) / Proxy Holder(s) / Authorized Signatory

(In case of corporate entity, please affix company stamp)

Place: _____ Date: _____

