

**Government of Pakistan**  
**Securities and Exchange Commission of Pakistan**

*Islamabad, 20<sup>th</sup> March, 2025*

**NOTIFICATION**

**S.R.O.453(I)/2025.**- In exercise of powers conferred under section 512 of the Companies Act, 2017 (XIX of 2017), the Securities and Exchange Commission of Pakistan hereby makes the following amendments to the Companies (Postal Ballot) Regulations, 2018, the same having been previously published in the official Gazette, vide Notification S.R.O. 1640(I)/2024 dated October 9, 2024 as required by the section 512, namely:-

**AMENDMENTS**

In the aforesaid Regulations, -

- (1) in regulation 4, for sub-regulation (4) the following shall be substituted, namely: -

“(4) In case of election of directors and transactions specified as special business under the Act, a listed company shall send the required information to members as provided in sub-regulations (2) and (3) not later than seven days before the date of general meeting and the provisions of regulation 7 shall apply.”;
- (2) in regulation 10, in sub-regulation (3) the proviso shall be omitted;
- (3) in regulation 11, in sub-regulation (1) for the proviso the following shall be substituted, namely: -

“Provided that the scrutinizer shall be appointed not later than twenty-one days before the date of general meeting and notice of the meeting shall provide the information about the scrutinizer, including but not limited to name, qualification, experience and the purpose of appointment.”;
- (4) in regulation 11A, in sub-regulation (1), in clause (g), the word “and” at the end shall be omitted and thereafter following new clauses shall be added, namely: -

“(ga) validate the company’s decision of accepting or rejecting the nomination papers submitted for the election of directors;

(gb) validate the due diligence carried out by the company for the selection of the independent director from the data bank;

(gc) validate the proxy forms filed with the company, and the company's decision regarding their acceptance or rejection; and"; and

(5) for Annexure I and Annexure II, following shall be substituted, namely:-

**“Annexure I**

*[Regulation 8]*

**Ballot paper for voting through post for poll to be held on (time, date and place of poll)**

**(Name of Company and Logo)**

**Complete contact details (including website address)**

Designated email address of the Chairman at which the duly filled in ballot paper may be sent:

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.)	

I/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 resolution by placing tick (√) mark in the appropriate box below (delete as appropriate);

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)

**In case of election of directors**

Sr. No.	Name of directors	No. of ordinary shares, used for voting in favor of the director	Number of votes (number of voting shares X number of director to be elected)

\_\_\_\_\_  
Signature of shareholder(s)

Place:

Date:

**NOTES:**

1. Duly filled postal ballot should be sent to chairman ----- (Name, business address, email of chairman).
2. Copy of CNIC should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before-----(last date of receiving postal ballot). Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.";

**“Annexure II  
Regulation 10 and 11A  
Results of Voting on Resolutions/ Execution Report**

Name of the Company	
Date of the general meeting	
Date of poll	
Dates for casting e-voting	
Last date of receiving postal ballot	
Any other related information	

**Resolutions**

Resolution 1	Details
Resolution 2	Details
Resolution 3	Details

**Vote casted in person or through proxy:**

Particulars			Result of resolutions (In case of election of directors amend accordingly)							
Name of member*/ Folio No.	Present in person or through proxy	No. of Shares held or no. of votes	No. of votes casted	No. of invalid votes	Resolution No. 1		Resolution No. 2		Resolution No. 3	
					Favor	Against	Favor	Against	Favor	Against
<b>Total</b>										

*\*In case of votes casted through proxy, mention the name of the proxy holder besides names of the member.*

**Vote casted through e-voting:**

Particulars		Result of resolutions (In case of election of directors amend accordingly)							
Name of member*/ Folio No.	Shares held or no. of votes	No. of votes casted	No. of invalid votes	Resolution No. 1		Resolution No. 2		Resolution No. 3	
				Favor	Against	Favor	Against	Favor	Against

<b>Total</b>									

**Vote casted through post:**

Particulars		Result of resolutions (In case of election of directors amend accordingly)							
Name of member*/ Folio No.	Shares held or no. of votes	No. of votes casted	No. of invalid votes	Resolution No. 1		Resolution No. 2		Resolution No. 3	
				Favor	Against	Favor	Against	Favor	Against
<b>Total</b>									

**Consolidated result of voting**

Sr. No.	Resolutions (In case of election of directors amend accordingly)	Total No. of Shares/ Votes held	Total Number of votes Casted	Total Number of Invalid Votes	Number of Votes Casted in Favor	Number of Votes Casted Against	Percentage of Votes Castes in Favor	Resolution Passed/ Not Passed	Remarks
1.	Resolution 1								
2.	Resolution 2								
3.	Resolution 3								

\_\_\_\_\_  
**Signature of Chairman**  
**Place:**  
**Date:]”.**

[File No. SMD/PRDD/2(321)/2022]

  
 ( Bilal Rasul )  
 Secretary to the Commission