

Notice is hereby given to the shareholders of Cyan Limited (the "Company") that 63rd annual general meeting of the Company will be held on April 26, 2023 at 12:00 PM at the Dawood Foundation Business Hub, Ground Floor, Dawood Centre, M.T. Khan Road, Karachi and via video link facility to transact the following businesses:

ORDINARY BUSINESS:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2022 together with the Auditors' and Directors' Reports thereon and the Review Report of the Chairman.
- 2. To appoint Auditors and to fix their remuneration. The members are hereby notified that the Board and the Audit Committee have recommended the reappointment of A. F. Ferguson & Co. (Chartered Accountants), as auditors of the Company.

By Order of the Board

Karachi Dated: March 2, 2023

Imran Chagani Company Secretary

Notes:

1. Video Conference Facility for Annual General Meeting (AGM) of shareholders:

As per the directive issued by Securities and Exchange Commission of Pakistan ("SECP"), the Company has made arrangements of video conference facility to ensure that shareholders can also participate in the AGM proceeding via video link

The members and their proxies who intends to attend the AGM through video-link must register their particulars by sending an email at company.secretary@dawoodhercules.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 Cvan 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 24 (twenty-four) hours before the time of the AGM.

2. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from April 20, 2023 to April 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-99B. Block 'B'. S.M.C.H.S.. Shahrah-e-Faisal. Karachi, by close of business on April 19, 2023. will be considered in time to attend and vote at the AGM.

3. Placement of Financial Statements

The Company has placed the Annual Report which includes inter alia notice of meeting, Audited Annual Financial Statements together with Chairman's Review Report, Directors' and Auditors' Report thereon for the year ended December 31, 2022 on its website: www.cvanlimited.com

4. Participation in the AGM:

All members, entitled to attend and vote at the meeting, are entitled to appoint another person in writing as their proxy to attend and vote on their behalf. A proxy need not be a member of the Company. A corporate entity, being member, may appoint its representative, to attend the meeting through resolution of its Board of Directors. Proxy Forms in English and Urdu languages are attached with the notice circulated to the shareholders.

In case of appointment of proxy by a corporate entities, a resolution of the board of directors / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted to the Company along with a completed proxy form.

The proxy holders are required to produce their original valid CNICs or original passports at the time of the meeting.

In order to be effective, duly completed and signed proxy forms must be received at the Company's Registered Office at least 48 (forty eight) hours before the time of the meeting.

CDC account holders will further have to follow the under mentioned guidelines as laid down by the SECP.

A. For Attending the Meeting

- a. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall authenticate his/her original valid CNIC or the original passport at the above mentioned email address at least 48 (forty eight) hours before the AGM.
- b. In case of corporate entity, the board of directors' resolution/power of attorney with specimen signature of the nominee shall be shared on the above mentioned email address at least 48 (forty eight) hours before the AGM (unless it has been provided earlier).

B. For Appointing Proxies

- In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall submit the proxy form as per above requirements.
- Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- c. The proxy shall produce original valid CNIC or original passport at the above mentioned email address at least 48 (forty eight) hours before the meeting.
- d. In case of corporate entity, the board of directors' resolution / power of attorney with specimen signature shall be submitted on the email address mentioned above at least 48 (forty eight) hours before the meeting (unless it has been provided earlier) along with proxy form to the Company.
- e. Proxy form will be witnessed by 2 (two) persons whose names, addresses and valid CNIC numbers shall be mentioned on the form.

Attention of the Shareholder is drawn towards the following:

Computerized National Identity Card (CNIC) / National Tax Number (NTN):

All those individual members holding physical shares who have not yet recorded their CNIC No., are once again reminded to immediately submit the

copy of their CNIC to Company's Share Registrar, CDC Share Registrar Services Limited, CDC House-99B, Block 'B', S.M.C.H.S., Shahrah-e-Faisal, Karachi. Members while sending CNIC must quote their respective folio numbers. The corporate members having CDC accounts are required to have their NTN updated with their respective participants, whereas corporate entities having physical shares should send a copy of their NTN certificates to Company's Share Registrar. The corporate members while sending NTN or NTN certificates, as the case may be, must quote the company name and their respective folio numbers.

2. Payment of Cash Dividend Electronically

Under second proviso to Section 242 of the Companies Act, 2017, listed companies are required to pay declared cash dividends only through electronic mode directly into the bank accounts designated by the entitled shareholders.

Accordingly, the shareholders of the Company are requested to provide the following information for payment of cash dividend to be declared by the Company through electronic mode directly in the bank account designated by you.

Name of Shareholder	
Folio Number	
CNIC Number	
Title of Bank Account	
Account Number	
IBAN Number	
Bank's Name	
Branch Name and Address	
Cell Number of Shareholder	
Landline number of Shareholder	
Email of Shareholder	
Signature of Member	
Note: Signature must match spectified the Company	cimen signature registered with

The shareholders are also required to intimate the changes, if any in the above-mentioned information to the Company and the Share Registrar as soon as these occur. In case of shares held electronically, then the above electronic credit mandate form must be submitted directly to shareholder(s)'

3. Withholding Tax on Dividend

In compliance with Section 150 read with Division I of

broker/participant/CDC account services.

Part III of the First Schedule of the Income Tax Ordinance, 2001 withholding tax on dividend income will be deducted for 'filer' and 'non-filer' shareholders at 15% and 30% respectively. A 'filer' is a taxpayer whose name appears in the Active Taxpayers List (ATL) issued by the FBR from time to time and a 'non-filer' is a person other than a filer. To enable the Company to withhold tax at 15% for filers, all shareholders are advised to ensure that their names appear in the latest available ATL on FBR website, otherwise tax on their cash dividend will be deducted at 30% for non-filers. Withholding tax exemption from the dividend income shall only be allowed if a copy of valid tax exemption certificate is made available to the Share Registrar, M/s. CDC Share Registrar Services Limited, of the Company by the first day of book closure.

According to the FBR, withholding tax in case of joint accounts will be determined separately based on the 'Filer/ Non-Filer' status of the principal shareholder as well as the status of the joint holder(s) based on their shareholding proportions. Members that hold shares with joint shareholders are requested to provide the shareholding proportions of the principal shareholder and the joint holder(s) in respect of shares held by them to our Share Registrar, M/s. CDC Share Registrar Services Limited, in writing. In case the required information is not provided to our Registrar it will be assumed that the shares are held in equal proportion by the principal shareholder and the joint holder(s).

4. Zakat Declaration

The members are requested to submit their Zakat Declarations to the Share Registrar in order to claim exemption from deduction of Zakat.

5. Unclaimed Dividend

Shareholders, who by any reason, could not claim their dividends/shares, if any, are advised to contact our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House, 99B, Block 'B', S.M.C.H.S., main Shahrah-e-Faisal, Karachi-74000. to collect/enquire about their unclaimed dividend/shares, if any.

In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividend outstanding for a period of 3 years or more from the date due and payable shall be deposited to the Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

6. Transmission of Annual Accounts, Notices of Meetings, Auditor's Report and Directors' Report through CD, DVD or USB:

The shareholders of the Company have accorded approval in general meeting for transmission of annual reports including annual audited accounts, notices of annual general meetings and other information contained therein of the Company through CD or DVD or USB instead of transmitting the same in hard copies. Please note that from this year we are sending Annual Reports / Notice of AGM through emails to those shareholders whose email addresses are available with the Company and rest shareholders will be dispatched Annual Report on CDs and printed Notice of AGM and Proxy form through Book Post.

The shareholders who wish to receive hard copy of the aforesaid documents may send request to the Company Secretary / Share Registrar, the Company will supply hard copies of the aforesaid document to the shareholders on demand, free of cost, within one week of such demand.

7. Deposit of Physical Shares into CDC **Accounts**

As per Section 72 of the Companies Act. 2017 every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of the Companies Act, 2017 i.e., May 31, 2017.

Furthermore, Securities and Exchange Commission of Pakistan vide its letter CSD/ED/Misc/2016-639-640 dated March 26, 2021, has directed all listed companies to pursue such shareholders who are still holding shares in physical form to convert the same into book entry form. In this regard, shareholder having physical shareholding are requested to open CDC sub-account with any of the brokers or investor's account directly with the CDC to place their physical shares into scrip-less form. This will facilitate them in many ways including safe custody and sale of shares, anytime they want as the trading of physical shares is not permitted as per existing Regulations of the Pakistan Stock Exchange Limited.



سياب لميط^ل داودسينر،ايم ئي خان روژ، کراچي-75530

63 ویں سالانہ اجلاسِ عام کا نوٹس

بذر بعید بذامطلع کیا جاتا ہے کہ سیان کمیٹٹر (''سکپنی'') کے صص یافت گان کا 63واں سالا نہ اجلاس عام 26اپریل 2023 کو بوقت دوپپر 12:00 بیج'' داؤد فاؤنٹریٹن بزنس حب''، گراؤنٹر فلور، داؤ دسینٹر، ایم ٹی خان روڈ کراچی میں اور بذر بعیدویٹر یونٹ کی سہولت منعقد ہوگا جس میں درج ذیل امورنمٹائے جائیں گے۔

ممومي امور

1-31د ہمبر 2022 کوٹتم ہونے والے سال کے لیے کپنی کے سالانہ آڈٹ شدہ ہالی گوشواروں کو مح آڈیٹرز اورڈ ائز بکٹرز کی رپورٹوں اور چیئز مین کی جائزہ رپورٹ کی وصولی ،ان پرغورو خوش اور منظوری دینا۔ 2-آڈیٹرز کا تقرر اوران کے معاوضے کا تعین کرنا میمبران کوڈر بعید بلز انوٹس دیا جاتا ہے کہ بورڈ اورآ ڈٹ کمیٹل نے اے ایف فرگوئن اینڈ کمیٹنی (چارٹرڈ اکاؤٹٹیٹس) کی کمیٹنی کے آڈیٹرز کے طور پردوبارہ تقرری کی سفارش کی ہے۔

جحکم بورڈ **عمران چاگانی** سمپنی *سیکر بیڑ*ی

کراچی،مورخه 02 مارچ 2023

. فران

1 - ويد يوكانفرنس كى مولت كودريع سالانداجلاس عام مين شركت:

سکیو رشیز اینڈ اینٹر ای

2-صص كى متقلى كے كھاتوں كى بندش:

کمپنی کے قصص شتکی کھاتے بتاریخ 201 پر پل2023 تا 26 اپریل 2023 تک (بشمول دونوں ایام) بندر میں گے۔19 اپریل 2023 کوکاروباری اوقات کار کے اختتام تک کمپنی کے شیئر رجسڑار سرومزلمیٹیڈری ڈی می ہاؤک دیا کہ SMCHs، شاہراہ فیصل کراچی کوموسول ہونے والی درخواتئیں سالانہ اجلاس عام میں شرکت کرنے اور رائے دیئے کے استحقاق کیلیئے بروفت بھی جائیگی۔

3_مالياتي گوشواروں کی فراہمی

سمپنی نے اپنی سالا ندر پورٹ جس میں من جملہ دیگراشیاء کے اجلاس کا نوٹس،31 دمبر 2022 کوانفتام پذیرہونے والےسال کے لئے آ ڈٹ شدہ سالانہ مالیاتی گوشوارے مع چیئر مین کی جائزہ رپورٹ،ڈائریکٹرز اورآ ڈیٹرز کی رپورٹ شامل میں،اپنی دیب سائٹ www.cyanlimited.com پر کھوئیے گئے ہیں۔

4_سالانداجلاس عام میں شرکت:

ا جلاس میں شرکت اور رائے دہی کے حقدارتمام ممبران مستق میں کہان کی جانب سے اجلاس میں شرکت اور ووٹ ڈالنے کے لئے کسی دوسر شیخض کی تقرری بطوران کے پراکسی کیتخریں طور پراطلاع کریں۔ ضروری نمبیں کہ پراکسی مینی کاممبر ہو۔ کارپوریٹ ادارہ ، کن ہونے کے ناطے ، کسی بھی فرد کی تقرری ، خواہ دوممبر ہویانہ ہو، بورڈ آف ڈائر یکٹرز کی قرر داد کے ذریعے کرسکتا ہے۔ اردواورا نگریز کی زبانوں میں پراکسی فارم تھس ما کان کو جاری کردہ نوٹس کے ساتھ فسلک ہیں۔

کارپوریٹ ادارول کیصورت میں، کارپوریٹ ادارول کی طرف سے نمائندگی اوررائے دینے کے لئے ناحز وخص کے دستخط کے نمونے کے ساتھ بورڈ آف ڈائر کیٹرز/میٹار نامہ کی قرار داد مکمل پراسی فارم کے ساتھ کمپنی کوپیش کی جائے گی۔ پراسی ہولڈرز کواجلاس کے وقت اپنے اصل درست CNICS (شاختی کارڈ) یااصل یا سپورٹ ساتھ لالنے کی ضرورت ہے۔

موثر ہونے کے لئے اس کاشیئر رجٹر ار کے دفتر میں اجلاس کے انعقاد سے کم از کم 48 گھنے تمل با ضابطہ طور پڑمکس اور دستخطاشدہ پراکسی فارم موصول ہونالاز می ہے۔

ى ڈى ي ا كاؤنٹ ہولڈرز كوسيكور ٹيزاينڈا ئىجىنى كىيىش آف يا كىتان كى جارى كرد ەمندرجە ذيل مدايات يۇمل كرنا ہوگا:

A_اجلاس میں شرکت کے لئے:

a۔افراد کیصورت میں،اکا وَنٹ ہولڈرزیاسب اکا وَنٹ ہولڈرز کو،جن کی رجٹر میشن تفصیلات قواعد کے مطابق اپ لوڈ کی جاچکی ہیں،سالانہ اجلاس سے کم از کم 48 گھنے قبل اُو پردیئے گئے ای میل ایڈرلیس پراصل کارآ مد CNIC یااصل یاسپورٹ چیش کر کے شاخت ثابت کرنا ہوگی۔

b۔کار پوریٹ ادارے کی صورت میں ،سالانہ اجلاس سے کم از کم 48 گھٹے قبل اُو پردیئے گئے ای میل ایڈریس پر بورڈ آف ڈائز یکٹرز کی منظوری/ مختارنا مدمع امیدوار کے دستخط کانمونہ (اگر پہلے فراہم نہ کیا گیا ہو) فراہم کرنا ہوگا۔

B ـ برائے تقررری پراکسیز:

a۔افرادی صورت میں،اکاؤنٹ ہولڈرزیاسباکاؤنٹ ہولڈرزیو،جن کی رجٹریشن تنصیلات قواعد کے مطابق اپ لوڈ کی جاچکی میں،مندرجہ بالاقواعد کے مطابق پرائسی فارم جمع کروانا ہوگا۔

a۔مبران اور پراکس کےمؤ ژکمپیوٹرائز ڈقو می شاختی کارڈیااصل پاسپورٹ کی تصدیق شدہ نقول پراکسی فارم کےساتھ پیش کی جانی جا ہیں۔

۵۔ پراکسیز کوسالا نہ اجلاس ہے کم از کم 48 گھنے قبل اُو پر دیئے گئے ای میل ایڈریس پراصل مؤثر کمپیوٹرائز ڈقو می شناختی کارڈیااصل پاسپورٹ پیش کرنا ہوگا۔

a۔کار پوریٹ ادار سے کی صورت میں بورڈ آف ڈائر بکٹرز کی منظوری/ مختار نامد مع نامز دفر د کے دستخط کانموند، پراکسی فارم کے ساتھ کمپنی کوسالا نداجلاس سے کم از کم 48 گھنٹے تل اُدریہ گئے گئے ای میل ایڈرلیس پر (اگر بہر پہلے جمع ندگر دایا گیا ہو) فراہم کرنا ہوگا۔

a- پراکسی فارم پر دو گواہان کی شہادت موجود ہونی جا ہے اوران کے نام، یے اور مؤثر قومی شناختی کارڈ نمبر درج ہونے جا ہئیں۔



Proxy Form

Share I CDC P hereby proxy t of the Busine any adj Signed	Register Folio No Participant ID No y appoint to attend, speak, and Company to be he ess Hub, Ground Flod djournment thereof. dthis ESSES -1: ture: ture:	and/or Sub A/c No d vote for me/us and cld on Wednesday, Ap	of of _ on my/our behalf, at ril 26, 2023 at 12:0 T. Khan Road, Karad	es, as per: as my/our the Annual General Meeting (AGM) O PM at the Dawood Foundation chi and via video link facility, and at
hereby proxy to f the Busine any adjusted Signed WITNI Signatu Name:	Participant ID No y appoint to attend, speak, and Company to be he ess Hub, Ground Flor djournment thereof. d this ESSES -1: ture: :	d vote for me/us and cold on Wednesday, Apor, Dawood Centre M. day of	of _ on my/our behalf, at ril ril 26, 2023 at 12:0 T. Khan Road, Karad	the Annual General Meeting (AGM) 00 PM at the Dawood Foundation
proxy t of the Busine any adj Signed WITNI Signatu Name:	to attend, speak, and Company to be he ess Hub, Ground Flood Ijournment thereof. Id this	d vote for me/us and cold on Wednesday, Apor, Dawood Centre M. day of	on my/our behalf, at ril 26, 2023 at 12:0 T. Khan Road, Karad	the Annual General Meeting (AGM) 00 PM at the Dawood Foundation
WITNE Signatu Name:	<u>IESSES -1:</u> rure:	· · · · · · · · · · · · · · · · · · ·	2023.	
Signatu Name:	ure:			
	No. or			
WITNE Signatu	<u>IESSES -2:</u> :ure:			
Name: Addres				Signature should agree with the specimen signature with the Company.
				the Company.
1. T	han forty-eight (48) h CDC shareholders ar	ours before AGM. nd their proxies are rec	juested to attach an	mpany's Registered Office, not less
	Computerized Nation the Company.	al Identity Card (CNIC)	or Passport with th	iis proxy form before submission to
3. A	All proxies attending	the AGM are requested	d to bring their origin	nal CNIC/Passport for identification.

	AFFIX CORRECT POSTAGE	
www.cyanlimited.com If undelivered please return to: Dawood Centre, M.T. Khan Road, Karachi - 75530 Tel: +92-21-35686001 Fax: +92-21-35644147		

Cyan"	ما <i>ئند</i> گی کا فارم
ساكن	
عام خصص بمطابق شيئرر جمطر ﭬ فوليونمبر	
د یلی کھا تہ نبرمحتر م ائحتر مد	
ر وزبلره مورخه ۲۶ اپریل ۲۰۲۳ بوقت ۰۰ : ۱۲ بج دو پهر بهقام داؤِ د فاوَندُ یش برنس حیه	ىا ^{كن} كوې
منعقد یاملتوی ہونے والے سالانہ اجلاسِ عام میں رائے دہندگی کے لئے اپنا نمائر	گراؤنڈ فلور، داؤد سینٹر، ایم ٹی خان روڈ، کراچی میں ویڈ یولنک کی سہولت کے ساتھ
	غرر کرتا <i>ا</i> کرتی ہوں۔
	تخ <u>ظ</u> بروز ۲۰۲۳
	لواه (I)
	نتخطاً کواه:
	; : : :
	:•
	و می شناختی کارد نمبریا:
دستخط کمپنی کے پاس پہلے ہے محفوظ و شخطی نمونہ کے مطابق ہونے ضروری ہیں۔ 	سپورٹ نمبر:
	لواه (۲)
_	عرب
_	: :
	وی شناختی کارد نمبر یا:
	ر ق ما ما ق در بریه سپورٹ نمبر:
	ك:
فس میں احلاں کے مقررہ وقت سے ۴۸ گھنٹی کم موصول ہوں ۔	ے۔ تمام نامزد گیاں اسی صورت میں موژہوں گی جب پرائسی فارم بنام کمپنی کے دجیڑڈ آ

AFFIX
CORRECT
POSTAGE

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