NOTICE OF 35TH AGM OF SAUDI PAK CONSULTANCY COMPANY LIMITED

(Formerly Known as Saudi Pak Leasing Co. Ltd.)

Notice is hereby given that the 35th Annual General Meeting (AGM) of Saudi Pak Consultancy Company Limited will be held on Monday, 20th October, 2025 at 11 a.m. at Registered Office i.e. 6th Floor, Lakson Square Building No 1, Sarwar Shaheed Road, Saddar, Karachi to transact the following business for the respective year.

A. Ordinary Business:

- 1. To confirm the minutes of Extra ordinary General Meeting (EOGM) held on 22nd April, 2025 at Islamabad.
- 2. To receive, consider and adopt the Annual Audited Accounts for the year ended June 30, 2025 together with the Directors' and Auditors' reports thereon approved by Board of Directors.
- 3. To appoint M/s. UHY Hassan Naeem & Co, Chartered Accountants (UHY International Independent Member) as External Auditors for the year 2025-2026 and fix their remuneration as recommended by Board of Directors.

B. Special Business:

1. To approve the changes proposed by the Board in its 183rd Meeting held on 17.09.2025,U/S 32(6) of the Companies Act, 2017, in the Clauses (i) and (ii) of Memorandum of the Company (SPCL) and its onward submission to the Registrar of Companies, SECP and following special resolution be passed accordingly.

"Resolved to approve the Alterations / Changes / additions as proposed by the Board U/S 32(6) of the Act, that in **clause I** of memorandum after the word services including but not limited to civil, mechanical, electrical services, interior designing, commission agent, indenting, road transporting, travel and Tour agent and general order suppliers.

In **clause II** insert after word in the lawful **and unlicensed.**

It was further **Resolved that** the Object Clause i.e. clauses I and II of the Memorandum of Association of the Company, be and are hereby altered so as to replace it with the above mentioned Changes / additions / alterations , subject to approval of the Securities & Exchange Commission of Pakistan (SECP), and Mr. Niaz Ahmed Khan, Chief Executive Officer or Mr. Muhammad Imtiaz Ali, Company Secretary of the Company be and is hereby authorized to take all necessary steps for this purpose."

C. Other Business:

1. To transact any other business with the permission of the Chair.

Note:

The documents of material facts regarding above special resolution is being sent to all members along with the Notice and will be available for inspection on the day of meeting viz-a-viz; posted on PUCCAR (PSX) and Company's (SPLC) websites

By Order of the Board

Muhammad Imtiaz Ali Company Secretary

Karachi. September 26, 2025.

Notes:

- i) The Share Transfer Books of the Company will remain closed from October 14th, 2025 to October 20th, 2025 (both days inclusive).
- ii) A member entitled to attend and vote at the Annual General Meeting may appoint another as a Proxy to attend and vote instead of him/her save that a company being a member of this Company may appoint as proxy or as its representative under Section 138 of the Companies Act., 2017, any person though not a member of the Company, and the person so appointed shall be entitled to exercise the same powers on behalf of the Company which he represents, as if he was an individual member of the Company.
- iii) Members and proxies shall produce his /her original CNIC or Passport at the time of the meeting.
- iv) Attested copies of CNIC or the Passport of the beneficial owners and of the proxy shall be furnished with the proxy form.



SAUDI PAK CONSULTANCY COMPANY LIMITED CONSULTANCY (Formerly Known as Saudi Pak Leasing Co. Ltd.)

- v) In case of a corporate entity, the Board of Directors' resolution /power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted along with proxy form to the Company.
- vi) The instrument appointing a proxy shall be lodged with the Company Secretary not less than 48 hours before the time fixed for the Meeting. The proxy form shall be witnessed by two persons whose names, address and CNIC number shall be mentioned on the form.
- vii) A member shall not be entitled to appoint more than one proxy. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
 - The Audited financial statements of the company for the year ended June 30, 2025 viii) have been made available on the Company's website.
- ix) To meet the requirement of Section 72 of the Companies Act, 2017 the Shareholders having physical shareholding are encouraged to open CDC Sub-account with any of the brokers or Investment Account directly with CDC to place their physical shares into scrip less form as the trading of physical shares is not permitted as existing regulations of the Pakistan Stock Exchange (PSX).
- x) Members are requested to promptly notify any change in their address and contact details to the Registrar of the Company (CDC) to update their record.
- xi) To facilitate remote participation/voting, we will be providing the Zoom video conference
- Eligible Shareholders who are interested to participate via video link and have valid and xii) registered E-mail address with the company's registrar (CDC) may do so by clicking the following link:

AGM (SPCL)

Monday, October 20, 2025 · 11:00 am − 12:00 noon

Time zone: Asia/Karachi

Video call link:

Click

https://us06web.zoom.us/j/3507865058?pwd=BcElm7YMowIDoDc7sT7wobcB00BM4A.1&omn=834996 31085

to start or join a scheduled Zoom meeting.

Or

Meeting ID: 3507865058

Passcode: 376909

It may please be noted that the above facility of video link is subject to availability of good connectivity at both the end.

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SAUDI PAK CONSULTANCY COMPANY LIMITED

MOTICE OF 35TH ANNUAL GENERAL MEETING y see (come il l'illianne de majorzate e il estanta).

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Company Secretary

September 26, 2025

c) Other Business: To transact any other business with the permission of the Chair

Note:
The documents of material facts regarding above special resolution is being sent to all members along with the Notice and will be available for inspection on the day of meeting viz-n-viz; posted on PUCCAR (PSX) and Company's (SPLC) websites

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A member entitled to aftend and vote at the Annual General Meeting may appoint another as a Proxy to attend and vote instead of him/her save that a company being a member of this Company may appoint as proxy or as its representative under Section 13th of the Company. Any person though not a member of the Company will be necessarily and the Company will be company which he represents, as if he was an Individual member of the Company.

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Viii) The Audited financial statements of the company for the year ended June 30, 2025 have been made available on the Company a website.

Ix) To meet the requirement of Section 7.2 of the Companies Act, 2017 the Shareholders having physical shareholding are encouraged to open CDC Sub-account with any of having physical shareholding are encouraged to open CDC Sub-account with any of having physical shareholding are encouraged to open CDC Sub-account with any of having physical shareholding are encouraged to open CDC Sub-account with any of denils to the Registrar of the Company (CDC) to update their record.

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AGM (RPCL)

Monday, October 20, 2025 - 11:00 am 12:00 noon

Three zone: Asta/Kerachi

Video call link:

Click https://us06web.zoom.us#/3507865058?pwd≐BcElm7YMowlDoDc7sT7wobc800 rtM4A-t8omus=8349931085 to start or join a scheduled Zoom meeting.

Meaning ID: 3000 about Pass code: 376909 It may please be noted that the above facility of video link is subject to availability of good connectivity at both the end.



روز ناسهٔ 'نی بات' کراچی (3)29 تمبر 2025ء

CONSULTANCY

55 وہیں سالانہ اجلاس عام

و الله المرابع المرابع

الل كياجا ي كرمود كالمانت كافكا 35 وال سالة اجاس عام دود عر 20 أكور 2025 كوك كارو ي داموا الن يكن شول الكون كوائر المذك 1 مرور شيددوا ومدرك في من مدوجه إلى امورك انجام دى كيلي منعقد كما جائك ا

ممومس امور

30. بون 2025 كل مد خداك الكي كل كلوف فدوكان ودائر كردادة المرد كاد ورك وول فرد خوض اورمنظورى جو بور ق آف ق ائر يكثر كى طرف سے منظور شده ب

إبدرة أف ذائر يكثرز كى سفارش برميسرز يواي وال حن يم إيداري والا أكاة يكلس (بوايج والى اعرف آوروك) كى سال 2025-2026 كيك المورة الطروقررى ادران كومطايير كالنين-

كينزا يك 17 20 كيم فن (32 كيم فن الله العدال مراك م الله الله 17 تبر، 2025 كومند قده 18 امال على تجريز كروو يكن (الىل قال الى الى الى المال المال (١١) عن المعلى معلى مالدر وفرارة ف كينز الى ي ي في المالدان من من مدرجه والم صوصي قرارواد كي منظوري-

الراد إلى كدا كرف كي على (3/26 كي قت بوراك طرف عندو كروة مراته ليون الناف عدو كروة مراته ليون الناف الله الله عود عمل قوا على خدات كي بعد مول على ما الكوريك روم الزيرة إلا الكان المعنى المعنى المعنى مروا وأن يورك، في الم المولاد والمجمع الدون إلى أو المها ترك كما الماسك على المكان الكان الكان المعاددة الم

تنااعي والوالي كالعدار المنس كالناع الله المراكم

الإيرار إلى كرة بجيك كالالين كين كي يورط م آف ايوي الشن كاثق الوشق العي رميم كى عالى عالاا عداره بالتهد فيون الشاف ارتم عيدل وياوع جيكور فيزا يذاك في ميش أف إكتان كا عورى عرود عدا الم چیا ایکزیکوافیر نازاتد خان یا کمل کے مین کروی در اتباری کواس فعد کے تام ضروری الدامات افعانے کی اجازے دی

> چیزین کی اجازت سے دیگرامور کی انجام دی ۔ (0

:4 مندوجه بالاضومي قرارواد يصفاق طوى هاكن كي وشاويزات تمام الأكيسي كوفرس كساتهم ارسال كي جاري بي اوريدا جاس ك 1. ون موائے کے لیے دلالی اول کے معربد بدیکر یہ لیان کااے اور کھی (ایس الیال) کی ویب سائٹس پھی آوران しいいいいい

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كۈنكى مى كتىل 114 ئۆرىر 2025 ئەن 120 2025 (داندى دى ئال) دىدى يىل-

الميزا كدر 2017 كي الماس الماس المراج المراج الماس المراج (# عامر كالبارية كالمراكا ع المدالك من أك إلى الان الديد كالمراق واللك عدوالك الديد الماران واللك

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ادا خی اداری می این کے دیات بالد الله بورٹ کی صوروج براست میں اور کے سروائی کرائی جا کی گی۔ بی می ادار اللہ کی کے بیاتی کا دا لیا بورٹ کی صوروز افزار کی قار میان کا براہ کے کرائی کی کرائی کے اداروز میں میں میں مورٹ میں کا کہ اور کی سروائی کو کرائے جا کہ کی گی۔ بید کی قارم اجاس فوائی افزار کی افزار کی افزار کی کا کی کئی بیکر کی کاس جانا جائے ہے کا مزد کی فارم میں دوافراد کی کوائی (v

موج وووجل كے نام، بيت اور قوى شاخى كار اكر تعييال سدور جول-

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SAUDI PAK CONSULTANCY COMPANY LIMITED (Formerly Saudi Pak Leasing Company Limited) STATEMENT OF FINANCIAL POSITION

AS AT JUNE 30, 2025

	Note	2025	2024		
ASSETS	INOIE	(Rupe			
Current assets		(,		
Cash and bank balances	5	69,741,228	108,824,297		
Short term loans	6	75,800,300	75,800,300		
Short term investments	7	55,755,998	39,175,000		
Trade deposits and short term prepayments		1,161,620	1,500,736		
Other receivables	8	-	-		
Taxation-net		7,221,272	7,352,333		
Current maturity of non-current assets	9	364,730,117	384,889,439		
•		574,410,535	617,542,105		
Non-current assets					
Long-term loans	10	-	-		
Net investment in finance leases	11	-	-		
Investment properties	12	35,206,075	36,624,691		
Property, plant and equipment	13	76,415,693	80,444,629		
		111,621,768	117,069,320		
Total assets		686,032,303	734,611,425		
LIABILITIES					
Current liabilities					
Borrowings from financial institutions	14	137,500,000	137,500,000		
Certificates of investment		43,000,000	43,000,000		
Accrued mark-up	15	488,050,111	526,016,420		
Accrued expenses and other payables	16	6,087,189	5,973,152		
Current maturity of non-current liabilities	17	399,820,910	458,445,648		
Income tax payable		9,088,878	21,751,574		
Unclaimed dividend		1,661,291	1,661,291		
		1,085,208,379	1,194,348,085		
Non-current liabilities					
Certificates of investment	18	-	-		
Long term finances	19	-	-		
Security deposits against finance leases	20	-	-		
T-4.11.1999		1 005 200 270	1 104 240 005		
Total liabilities NET ASSETS		1,085,208,379 (399,176,076)	1,194,348,085 (459,736,663)		
		(399,170,070)	(439,730,003)		
SHARE CAPITAL AND RESERVES					
Authorized share capital		2,000,000,000	2,000,000,000		
Issued, subscribed and paid-up share capital	1 21	979,813,500	979,813,500		
C					
Capital reserves Statutory reserves		170 540 005	179,549,025		
	uipment - net of 22	179,549,025	42,870,365		
Surplus on revaluation of property, plant and equal Accumulated actuarial loss on defined benefit plants.		40,741,501 (999,666)			
Unrealised gain on re-measurement of investmen		24,878,077	(999,666) 8,477,962		
Officialised gain on re-measurement of investmen	III - I'V IOCI	244,168,937	229,897,686		
Revenue reserves		217,100,737	227,077,000		
Accumulated losses		(1,623,158,513)	(1,669,447,849)		
Total shareholders' equity		(399,176,076)	(459,736,663)		
Contingencies and commitments	23		-		
The annexed notes form an integral part of these					
	(1 Miss)	(FE)man			
Faman	3个中				
Chief Executive Officer	Director	Chief Financ	Chief Financial Officer		

SAUDI PAK CONSULTANCY COMPANY LIMITED (Formerly Saudi Pak Leasing Company Limited) STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024		
	-	(Rupees)			
Revenue:					
Revenue from contracts with customers	24	102,040,887	154,002,805		
	_	102,040,887	154,002,805		
Administrative and operating expenses	25	(62,097,178)	(43,046,064)		
Bad and doubtful debts	37	(885,520)	(16,609,559)		
	_	39,058,189	94,347,182		
Reversal of provision for non-performing exposures	26	25,059,605	49,462,417		
Operating Profit	_	64,117,794	143,809,599		
Other operating income	27	18,948,152	32,522,390		
Finance costs	28	(29,018,343)	(47,402,879)		
Profit/(loss) before income tax, minimum tax differential and final tax	_	54,047,603	128,929,110		
Final taxes - levy		(744,110)	(1,247,810)		
Minimum tax - levy		(8,344,768)	(20,503,764)		
·	_	(9,088,878)	(21,751,574)		
Profit/(loss) before income tax		44,958,725	107,177,536		
Income Tax Expense	29	(798,253)	-		
Profit/(loss) after income tax	_	44,160,472	107,177,536		
Earnings / (loss) per share:					
- Basic	30	0.98	2.37		
- Diluted	=	0.45	1.09		

The annexed notes form an integral part of these financial statements.

Chief Executive Officer

Director

SAUDI PAK CONSULTANCY COMPANY LIMITED (Formerly Saudi Pak Leasing Company Limited) STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025 (Rup	2024 bees)
Profit/(loss) before income tax Other comprehensive income		44,160,472	107,177,536
Unrealised gain on re-measurement of investment at fair value through other comprehensive income	7	7,951,574	(2,465,064)
Total comprehensive income/ (loss) for the year		52,112,046	104,712,472

The annexed notes form an integral part of these financial statements.

Chief Executive Officer

Director

	Issued, subscribed and paid-up share capital		Capital reserves			Revenue reserve	Total Equity	
	Ordinary shares	Non-redeemable preference shares	Statutory reserves	Surplus on revaluation of property, plant and equipment - net	Accumulated actuarial gain / loss on defined benefit plan- net of tax	Unrealised gain on re- measurement of investment	Accumulated losses	Total
				Ru	pees			
As at July 1, 2024	451,605,000	528,208,500	179,549,025	44,999,229	(999,666)	32,854,773	(1,804,651,714)	(568,434,853)
Total comprehensive loss for the year ended June 30, 2024							(10,585,000)	(10,585,000)
- Profit after taxation	-	-	-	-	-	-	107,177,536	107,177,536
- Other comprehensive income	-	-	-	-	-	-	-	-
Transfer from surplus on revaluation of property, plant and equipment on account of incremental depreciation - net of deferred tax	-	-	-	(2,128,864)	-	-	1,902,508	107,177,536
Transfer to statutory reserves	_			-		(36,708,821)	36,708,821	. , ,
Tamble to statuto f reserves						12,332,010	-	12,332,010
Balance as at June 30, 2024	451,605,000	528,208,500	179,549,025	42,870,365	(999,666)	8,477,962	(1,669,447,849)	(459,736,663)
Total comprehensive income for the year ended June 30, 2025								
- Profit after taxation	-	-	-	-	-	-	44,160,472	44,160,472
- Other comprehensive income	=	-	=	-	-	7,951,574	-	7,951,574
Transfer from surplus on revaluation of property, plant and equipment on account of incremental depreciation - net of deferred tax	-	-	-	(2,128,864)	-	7,951,574 -	44,160,472 2,128,864	52,112,046
Transfer from surplus on revaluation of	-	-	-	-	-	-	-	-
Investment	-	-	-	-	-	8,448,541	-	8,448,541
Preference dividend for the year Balance as at June 30, 2025	451,605,000	528,208,500	179,549,025	40,741,501	(999,666)	24,878,077	(1,623,158,513)	(399,176,076)
Datanec as at June 30, 2023	731,003,000	320,200,300	179,579,025	70,771,301	(555,000)	24,070,077	(1,023,130,313)	(377,170,070)

The annexed notes form an integral part of these financial statements.

Chief Executive Officer

Director

SAUDI PAK CONSULTANCY COMPANY LIMITED (Formerly Saudi Pak Leasing Company Limited) STATEMENT OF CASH FLOWS FOR THE YEAR ENDED JUNE 30, 2025

	Note	2025	2024
		(Rupee	es)
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash received from operations	31	(17,145,768)	22,576,088
Finance costs paid		(66,146)	(45,007)
Taxes paid		(22,549,827)	(24,248,803)
Finance lease rentals received		47,753,706	129,577,499
		25,137,733	105,283,689
Net cash used in operating activities		7,991,965	127,859,777
CASH FLOWS FROM INVESTING ACTIVITIES			
Capital expenditure incurred		(742,635)	(5,315,000)
Short term investments - net (including interest)		(16,580,998)	10,761,112
Proceeds from disposal of property, plant and equipment		131,320	57,400.00
Short term loans - net		-	66,150,000
Dividend received		4,960,734	8,318,731
Net cash generated from investing activities		(12,231,579)	79,972,243
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of long term finances		(5,703,696)	(80,956,671)
Repayment of Term Finance Certificates		(29,120,759)	(1,627,478)
Repayment of certificates of investment		(19,000)	(44,000,000)
Net cash used in financing activities		(34,843,455)	(126,584,149)
Net decrease in cash and cash equivalents during the year		(39,083,069)	81,247,871
Cash and cash equivalents at beginning of the year		108,824,297	27,576,426
Cash and cash equivalents at end of the year	5	69,741,228	108,824,297

The annexed notes form an integral part of these financial statements.

Toman

Chief Executive Officer

St. F.

(B)

Director