

**First Dawood Mutual Fund**  
**Managed by**  
**786 Investments Limited**

**Notice of Meeting of Unit Holders**

Notice is hereby given that a meeting of the Unit Holders of First Dawood Mutual Fund shall be held on October 16, 2019 at 10:30 am at G3, Ground Floor, BRR Tower, Hassan Ali Street, I.I. Chundrigar Road, Karachi to transact the following business:

**Special Business:**

To consider and if though fit, to approve the merger of First Dawood Mutual Fund (FDMF) with and into 786 Smart Fund (786SF) in term of the Scheme of Merger duly approved by the Board of Directors of 786 Investments Limited, the management company of FDMF and 786SF and as per the requirement of the Regulation, three fourth (3/4<sup>th</sup>) majority of the unit holders would decide the fate of the scheme. Therefore, mentioned below proposed resolution is required to be passed by the majority of the unit holders with or without modifications.

The statement of material facts is enclosed with this notice. However, the Scheme of Merger is available at the registered office of the management company for inspection of the Unit Holders. Unit Holders can also view the Scheme of Merger and Statement of Material Facts on the management company website [www.786investments.com](http://www.786investments.com). Unit Holders may also request the printed copy of the Scheme of Merger and the Statement of Material Facts from our customer representatives reachable at 021-32603751-54.

Resolutions to be considered at the unit holder meeting

**RESOLVED THAT** the unit holders of FDMF hereby approve the merger of FDMF with and into 786SF, as the surviving scheme. Subject to the approval of the Securities and Exchange Commission of Pakistan (SECP) and fulfillment of all legal and regulatory requirements in term of the Scheme of Merger as available on the company's website and placed before this meeting, which be and is hereby accepted and approved.

**RESOLVED FURTHER THAT** the Management Company be and is hereby authorized to approach SECP for seeking approval of the scheme of merger on the basis of 3/4<sup>th</sup> majority of the unit holders present at the meeting, whether in person, through proxy or by postal ballot.

By Order of the Board,



Talal Ismail Pasha  
Company Secretary

Karachi: October 8, 2019



**Notes:**

- 1- The Register of unit holder will remain closed from October 11, 2019 to October 16, 2019 (both days inclusive). Transfers received in order by our registrar, FD Registrar Services (SMC-Pvt.) Ltd situated at 17<sup>th</sup> floor, Saima Trade Tower A, I.I. Chundrigar Road, Karachi by the close of business on October 10, 2019 will be considered in time to attend and vote at the meeting.
- 2- Unit holders are requested to notify and change in their address immediately to the management company.

**Proxy Forms:**

- 3- Unit holders desiring to appoint proxies shall submit filled and signed proxy form to the management company, along with attested copies of their CNICs. Proxy Holder may not necessarily be Unit Holder of FDMF.
- 4- Proxy Form shall be witnessed by two persons with their names, address and CNIC numbers duly mentioned on the Proxy Form.
- 5- In case of companies and corporations, the resolution of Board of Directors/Power of Attorney with specimen signature(s) of authorized person shall be submitted to the management company, along with Proxy Form.
- 6- Proxy Form must be received by the management company 48 hours prior to the meeting.
- 7- Management Company shall affix receiving stamp (mentioning date and time) and signature of each Proxy Form.
- 8- Proxy Form shall not be accepted in case the Unit Holder has opted to vote by post, as mentioned hereafter.

**Voting by Post:**

- 9- Unit holder desiring to vote by post, instead of physical presence in the meeting may fill up and complete the voting paper (Annexure B attached) and send it to the Trustee.
- 10- Voting paper shall be completed and signed by the Unit Holders(s) as per specimen signature(s) provided to the management company/its registrar.
- 11- Original voting paper should reach the Trustee of First Dawood Mutual Fund i.e, Central Depository Company of Pakistan Ltd, CDC House, 99-B, Block B, SMCHS Main Shara-e-Faisal, Karachi not later than one day prior to the meeting for consideration.

- 12- The Trustee shall complete the assent/dissent to the Resolution received mentioning the particular, i.e., names, folio numbers and number of unit held by the unit holder before the commencement of the unit holder's meeting.

### Criteria for Rejection of Proxy/Voting Papers

- 13- The following are the basic criteria for rejection of Proxy/Voting papers in meeting:
- More than one voting paper is cast by a single unit holder/proxy holder
  - Overwriting/cutting on voting paper.
  - Unsigned Voting Paper.
  - Signature of Unit holder affixed on Proxy Form does not match with the specimen signature available in the management company or the registrar records.
  - More than one proxy form is lodged by a unit holder in favor of more than one proxy holder. In this case, all proxies shall stand rejected.
  - Attested photocopy of CNIC is not provided by Proxy holder.
  - Proxy form is not witnessed by two persons mentioning their names, addresses and CNIC numbers.
  - Proxy form is received after the given time limit.
  - Proxy form submitted by and institutional investor is not supported by the resolution of Board of Directors/Power of attorney authorizing their representative to attend and vote at the meeting.
  - Overwriting/corrections on proxy form which are not supported by unit holder's/Proxy Holder's full signature.