



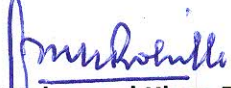
**PREMIER INSURANCE LIMITED
NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the 70th Annual General Meeting ("AGM") of PREMIER INSURANCE LIMITED ("Company") will be held on Thursday April, 28 2022, at 9:30 am at Registered Office, 5th Floor, State Life Building No. 2A, Wallace Road, Karachi to transact the following business:-

Ordinary Business

1. To confirm minutes of the Extra Ordinary General Meeting of the Company held on June 28, 2021;
2. To receive, consider and adopt the audited financial statements of the Company for the year ended December 31, 2021, the reports of the Directors and Auditors thereon and the review of the Chairman.
3. To appoint Auditors of the Company and fix their remuneration. The shareholders are hereby notified that the Audit Committee and the Board of Directors have recommended the name of retiring auditors, M/s EY Ford Rhodes, Chartered Accountants for appointment as auditors of the Company.

By Order of the Board


Fariq Mahmood Khan Rohilla
Company Secretary

Karachi: April 07, 2022

Notes:

AGM by Video-link facility

In line with the directions issued to listed companies by the Securities and Exchange Commission of Pakistan, vide its Letter No. SMD/SE/2(20)/2021/117 dated December 15, 2021, Circular No. 4 of 2021 dated February 15, 2021 and Circular No. 6 of 2021 dated March 3, 2021, the Company has also made arrangements for the shareholders to attend AGM through electronic means.

Those shareholders who are planning to attend the AGM physically, shall be required to provide evidence of being fully vaccinated to comply with the directions of the Government.

The members and their proxies who wish to attend the AGM are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides)/passport, attested copy of board resolution / power of attorney (in case of corporateshareholders) at email company.secretary@pil.com.pk at least two working days before the AGM.

Name of member	CNIC No.	CDC Account No/Folio No.	Cell Number.	Email address

The members who are registered after the necessary verification shall be provided a video link by the Company on the email address they provided to the Company for this purpose. The Login facility will remain open from the start of the meeting till its proceedings are concluded.

Shareholders can also provide their comments/suggestions via email: company.secretary@pil.com.pk for the agenda items of the meeting.

Closure of Share Transfer Books

The Members Register of the Company shall remain closed from **April 22, 2022 to April 28, 2022** (both days inclusive). Transfers received in order at our Registrar, FAMCO Associates (Pvt) Limited, 8-F, Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi, Pakistan by the close of business on **April 21, 2022** will be treated in time for the purpose of attending, speaking and voting at the AGM.

Participation in the Annual General Meeting

A member eligible to attend and vote at this meeting may appoint another member as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company at the Registered Office not later than 48 hours before the time of holding the meeting. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form. A proxy must be a member of the Company. The proxy forms in English and Urdu languages are annexed to the notice sent to the members. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be submitted along with copy of CNIC of the representative.

Placement of Documents on Company's Website

The Company has placed a copy of the Notice of AGM, Annual Financial Statements for the year ended December 31, 2021 along with Auditors and Directors Reports thereon and Chairman's Review on the website of the Company: www.pil.com.pk

Electronic Transmission of Financial Statements and Notices

Pursuant to Notification vide SRO 787 (I) / 2014 dated September 08, 2014, the Securities and Exchange Commission of Pakistan (SECP) has directed all companies to facilitate their members receiving annual financial statements and notice of annual general meeting through electronic mail system (E-mail). The Company is pleased to offer this facility to our valued members who desire to receive annual financial statements and notices through email in future. In this regards, those members who wish to avail this facility are hereby requested to convey their consent via email on a standard request form which is available at the Company's website.

Please ensure that your email account has sufficient rights and space available to receive such email which may be greater than 1 MB in size. Further, it is the responsibility of member(s) to timely update the share registrar of any change in his (her / its / their) registered email address at the address of Company's Registrar.

Deposit of Physical Shares in to 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 this Act. The shareholder having physical shareholding may open CDC sub-account with any of the brokers or investor account directly with 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 stock exchange.

Dividend, Electronic Credit Mandate (Mandatory)

Pursuant to the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed

Company to pay cash dividend to its shareholders only through electronic mode by making direct remittance into their respective bank account designated by the entitled shareholder(s) ("the bank account"). Therefore, in order to receive dividends directly into their bank account, shareholders holding shares in physical form are requested to fill in "Electronic Credit Mandate Form" available on Company's website i.e. www.pil.com.pk and send the completed form along with a copy of a valid CNIC or provide the following information to the registrar of the Company M/s. FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi.

Folio Number: _____
Name of Shareholder: _____
Title of the Bank Account: _____
Email address: _____
International Bank Account (IBAN) (24 digits): _____
Name of Bank: _____
Name of Bank Branch and Address: _____
Cellular Number of Shareholder: _____
Landline Number of Shareholder: _____
CNIC/NTN Number: _____ (in case of corporate shareholder) (Attach Copy)
Signature of Member

Change of Address

Shareholders are requested to notify our Registrar immediately of any change in their addresses and submit, if applicable to them, the non-deduction of Zakat from CZ-50 with the Company's Registrar. All the shareholders holding their shares through the CDC are requested to please update their addresses and Zakat status with their participants. This will assist in the prompt receipt of Dividend.

UPDATE UNDER THE COMPANIES (INVESTMENT IN ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKING) REGULATION 2017.

The Company had already invested Rs 10.11 million in 4.68 million Modaraba Certificates of First Equity Modaraba. On June 28, 2021, the shareholders approved a further investment of Rs 20 million in First Equity Modaraba. However, the same could not be materialized yet because the script did not reached at the desirable rate. There has been no material adverse change in the financial statements of First Equity Modaraba since its approval on June 28, 2021.

