

October 05, 2023

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Subject: Notice of Nineteenth Annual General Meeting 2023

Dear Sir,

Please find enclosed the following documents for your record and information:

- Notice of the Nineteenth Annual General Meeting of the Shareholders of Arif Habib Limited (AHL) to be held on Saturday, October 28, 2023 at 02:00 p.m.

(To be published in the issues of 'The Nation' in English language (Annexure – I) and in 'Nawa-i-Waqat' in Urdu translation (Annexure – II) on October 06, 2023.)

- Statement under Section 166(3) of the Companies Act, 2017 (Annexure III) as Annexure to the Notice pertaining to the material facts concerning to election of directors. (Annexure A)
- Statement under Section 134(3) of the Companies Act, 2017 (Annexure IV) as Annexures to the Notice pertaining to the special businesses regarding transactions with related parties, Investment in Associates and circulation of accounts through QR code and weblink to be transacted in the meeting. (Annexure B, Annexure C, Annexure D, Annexure E & Annexure F)

Statement under Section 166(3) & 134(3) (Annexure A, Annexure B, Annexure C, Annexure D, Annexure E & Annexure F) are included in the Annual Report of AHL for 2023 which will be dispatched to Stock Exchange, Commission and shareholders).

Kindly acknowledge the receipt.

Thanking you.

Yours sincerely,

Muhammad Taha Siddiqui

Company Secretary

A	RIF	HABIB ANT THAIR CONTR. 22 M.T. HILAN P.C.		MILLED
NOTE	CE OF N	NETEENTH ANNU	AL GE	NERAL MEETING
storice is busiley given that the Ninoton	di Abenial General M	noting of Arië Halsh Einsted ("the Con	pay's will be I	teld on October 28, 2023 at 02:00 P.M. at PSX
Auditorium, Stock Exchange Building, 5 ORDENARY BUSINESS	Rock, Enchange Road	Karachi along video link facility, to to	trough the follow	ring feaceurs:
1) To confirm reseason of the Armail	Goneral Mosting bold	in October 15, 2022.		
amenates there is, for the year of	aled June 30, 2025 t			stam' report theorem including approval of the to of the Company and the Auditors' Reports
thereon for the year ended Jane 20				
				17 for a term of three years. The number of the is Board of Directors of the Company shall be
				Si of the Act. Name of directors retiring and
eligible to file norsingtions are as a				
J. Mr. Zafar Alem	2.	Pdr. Muhammad Shahid. Ali	3.	Dr. Muhammad Soball Solat
4. Mr. Mehran Madri	35	Mr. Muhammad Haycon	(4.)	Mr. Shurrein Shahal
T. Mis. Nida Ahum				The state of the s
				a recommended by the Board of Discesors. Visionins have recommended for responsement
of Mrs. Balence Sarting Raham b.			tire ment of th	уческого памер посотителеннях погутеждениямили
SPECIAL BUSINESS	bay sensif common	Accountables as concerne auditors.		
	of the Commercia	secretar flow transactions with related	names of own	ends during the financial your making have 36.
2024 which require approval of a				e following special resolution with or without
modification:				
		resear. Technical with refund parties as	disclosed in the	author financial statements for the year unded
Ager 30, 2024 be and are beechy approxi		er and the same of the same		
Porties on case to case basis for the from	Bound of Discourse a	the Company be and is bireby guiter	tend to oppose	the transactions to be conducted with Related
			Non-money of	to the khapdrolden ex 207 and / or a/s 208 of
				r their finenal satisfication approval at 207 and
or 20% of the Companies Act, 2017 of		and the transfer of the Language de-	and it have been	
<ol> <li>To consider and if decent fit, pass</li> </ol>	the following Specia	I Resolutions with or without excel feet	xetio	
Investment in Associated Companies	Associated Under	niklags:		
				sparses Act, 2017 for reserval of the following.
				<ul> <li>ii.134(3), up to wearifund persons of for which is represented to the annexed statement under</li> </ul>
approval had been sought as previous	DOMESTI WASHINGTON I	is associated configures and associate	unomaticage of	is intravened in the majored waterness under
	consent and energy	for each is borotic proceeded cooler Scot	ing 100 at the C	organies Act. 2017 for expend of fellowing
				new ander Service (1881) for which amount

Requested Proposed Fresh Investment Loan / Advance | Equity / Loan / Advance | Guarantee | / Guarantee Bahlerist Consense Prostacila Astribust
 Avid Madelli Componentini Landensi
 Moure Comment Landensi
 Moure Comment Landensi
 Anather Steel (Scientifical Standard
 Anather Steel (Scientifical Standard
 Moure Componentini Consense
 Moure Componentini Consense 1200 8270 6000 8000 ischafig he not limked in signisitis; and circuitig any accounty agreement-focusions, and any auxiliary mistor thems, on of the Annual Audited Francial Statement (including Halmer Stock, Profit and Loss, Account, Auditor's Report, Director's Opport marked forms in Morebra of the Company through QK mulhed code and web link, by passing the finitesing endusy encolation with or OU.VED TRAY as offered by the Securities and Exchange Commission of Poliston usin S.R.O. 200(f) 2023 dated March 21, 2023, sin of Please and Statements of the Company to Matchesis through QR analysis code and with liet instead of CHOYD USB be and in hordry app under fractional Statements (CMA COURSE) or the Court of Karadhi Friday, October 6, 2023 Finds, Ondows A. 2023.

NOTES.
A. Best charged:

In the control insert of the company and remain should have Culture 27, 2021 to Conted 23, 2021 shad days national. Transfer in good safety extension for the control insert of the control inser ui destablishes that he serted his made the presentings of the 660 Frongs where most entire, and a schie 180 Estilly, 2000 any optication or other controls.

See added in the 180 that is paid applicagion in the AGM presenting product the consequence receives from them destables controls the completing of the formulation appeal do the confidence and added destables.

Les placed by other because of 41 of the internation appeal do the confidence and added destables.

Les placed by other because of 41 of them is Control AGM control application where the control application of 400 placed destables.

Les placed by the Destables of 400 placed destables and AGM control application of 400 placed destables.

Les placed destables of 400 placed destables are produced and address open AGM control application of 400 placed destables.

Les placed destables of 400 placed destables are produced and address open AGM control application of 400 placed destables.

Les placed destables of 400 placed destables are produced and address open AGM control a ples filtered in the control of the

Regulatives, said that is the confirme should through a flavorary through a second season that the confirmed second secon

to participate through evering, kindly provide intendingly through a letter duly signed by them, i.e. Name, Foliar CDC Account No., fi-archer to the above segrence of the company (CDC Store Registers Services Limited, CDC House 94-B, Block 'B' S.M.C. H.S. Main Shahra-

Deaths of the exciting ficility will be should then plant on early and their summers are strongly on the Company of the Section (Section 2012).

(b) The work address larger should not be agained on the summers of the Company by the call of Section (Section 2012).

(c) The work address larger should not be agained on the summers of the company by the call of Section 2012 (Section 2012).

(d) The work address larger should not be agained on the summers of the company of the company of the section 2012 (Section 2012).

(e) Section 1 of the section is enabled as well well as for the contribution 2012 (Section 2012).

(f) Section 2012 (Section 2012) and the contribution 2012 (Section 2012) and shall deliver the collection 2012 (Section 2012).

(f) Section 2012 (Section 2012) and the Contribution 2012 (Section 2012) and shall deliver the collection 2012 (Section 2012) and shall be a meaning through the state 2012 (Section 2012) and shall be a meaning through the state 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collection 2012 (Section 2012) and shall be a meaning deliver the collectio

	Details of Sharekoklar
Nava of thattholder	
Folia/ CD5 Account No.	
CNC No.	
Cell number of skurcholder	
Landing number of shortholder, if any	
final	
	Details of Birds Account
Title of Bank Account	1 1005 Marie 100 100 100 100 100 100 100 100 100 10
Account International Bank Account Number (IBAN) "Municipy"	PK (24 digm) (Kindly povide your account IBAN random after containing with your requires to link house, since its case of any most or entiated in given IBAN, the company will see to half responsible in any summer for any loss or delay in your each electional payment.
Bark's Name	100000000
Bonch Name and Address	
It is cased that the above-contributed infertration is vertext and in com-	of any change thereis, 17 we will instrudictly intimate Porticipant / Store Register

E. Debarlies of hasons Toc from Dividend safer arctine 100 of the finame Toc Ordinance, 2010.

1. Denaries of the converse of the Primary Act 202 (chains to \$0.5, 1, 202, the use of dedations of incoming here of visional payments has been in Ray Good and the control for the first of income team of the first of the first of income team of the first of the fi

for day of South Creases.

It is distributed from the Control of South Con

Company Numi	Felia/CDS Access #	Total Shares	CNIC #	Shareholding Proportion (No. of Shares)	CNIC.6	Standardar Proportion (N of Stance)

The regards definitions must used. Company 3 State Registers when 10 days of this section, observes in soil to assessed that is taken. If the suppress definition horizing LTC common or regards is have been TNN spellader within the register personages, whereas absorbables are regarded to used a capture of the TNN confirms on the Control of the contr

An almathy has mellind due to see more SECT has described as a Northerance 3 (0.4.03) 1373-121 and July 2. 2014, the the described habital law described has made in the control of the co

# ARIF HABIB

# اطلاع برائے انیسواں (19) سالا نہاجلاس عام

للع كياجا تا ب كەعارف حبيب لميثله (" مكينى") كانتيبوال سالانداجلال عام 20 كتو بر 2023 كو دوپېر 20:00 بى بىتىم بىلىنالىكى (PSX) تۇنيۇرىكا بىئالىك تەنتىچى بلۇنگىي ابىئاك تېنىچى دۇ كراپى بىلىن دۇرگى يونكىكى سولەت كىساتھە مىندرىي لی انجام دہی کیلئے منعقد کیا جائے گا۔

بمومى امور: سالا نهاجلاس عام منعقده 15 اكتوبر 2022 كى كارروائي كى توثيق۔

30 جون 2023 کوانفتام پذیر ہونے والے سال کے لیے کمپنی کے آؤٹ شدہ حسابات معد ڈیٹرز اورڈ ائز مکٹرز کی رپورٹرل بخول ضعیا ہادوں 2023 کوانفتام پذیر ہونے والے سال کے لیے کمپنی کے آؤٹ شدہ مجموعی مالیاتی کوشوار ہے معها ژیٹرزی رپورٹس کی وصولی غور وخوض اور منظوری۔ کمپیزا کیک 2017 کے سیکٹن 109 کی دفعات کے مطابق تین سال کا مدت کے لیے کمپٹن کے ڈائزیکٹرز کا انتخاب کرنا۔ پروڈ آف ڈائزیکٹرز نے ختن ہونے والے ڈائزیکٹرز کی تعدا دسات مقرر کی ہے۔ کمپٹن کی جانبے انتخاب کے بعد کے بور آف ڈائز کیٹرز کاکل اقتداد سات (7) منتی ڈائر کیٹرز اور کمیٹن کے CEO ہوں گے جوا کیک کے سکتشن (1883 کے تحت ڈائز کیٹر انصوبیوں کے۔ سبکدوش ہونے والے اورنا حز رگی واخل کرنے کے اکمل ڈائر کیٹرز کے نام درج ڈیل میں: .3 ۋا كىزمچە سېيل سالت .2جناب محمد شاہر علی .4جناب محسن مدنی .6 محتر مه شرمین شاہد

> بوردًا آف ڈائر کیٹرز کی سفارشات کےمطابق 30 جون 2023 فتحہ سال کے لیے ختی منافع منقسمہ بصورت نقد بشرح 2.5روپے فی شیئر یعنی 25 فیصد پرغورونوش اورمنظوری دیٹا۔ مالى سال 24-2023 كے ليے تمپنى كة ويٹرز كى تقريري اوران كےمشاہر كالقين بوردة ق ف دُائر كيئٹرز نے ميسرز رحمان سرفراز رحيم اقبال دفيق، جا رِثر دُا كا وَمُنتُلس كى بطورا كيمشرل آ ويئر تقرري كى منظورى دى ہے۔

کپٹی کے بورڈ آ ف ڈائز کیٹر ز30 جون 2024 گٹنتہ الیاتی سال کے دوران شکلٹر لیٹوں سے ساتھ ان ٹرانز میکشز (اگرانجام پائیس) جن کی کمپٹی ایک 2017 اور 208 کے قصہ منظوری ضروری ہودرج ڈیلے خصوصی قرار رادا دکی منظوری اورغور وخوض (معه ترميم يابلاترميم) قراريايا كه: اور وروز مورد البات سام ارمویو سد. \*\* **قرار بایا کم** نوروژ آف از کیفرز کو بذر ایجا مقتام پذیر یوونه والے سال 30 جون 2024 کے لیے کیس ٹوکیس کی بنیاد پر ربطینیڈ پارٹیوں کے ساتھ ہونے والی ثرانز بیشنز کی منظوری کاافتیار دیا جاتا ہے۔'' \*\* معرفر **رابا کم کار** کوروژ کی جانب سے منظور کروز کیشنز ایک 2017 کی دفعہ 2010 کی دفعہ 2010 کے دفعات 2017 کی دفعات 2018 کے دفعات 2018 ک

(اگر صَرورت ہوئی) فارل تو نیش کمنظوری کے لئے سالا نہ اجلاس عام میں خصص داران کے روبروپیش کی جائیں گی۔'' غور وخوض اورموزوں پائے جانے پر کسی ترمیم (ترمیمات) کے ساتھ یا بغیر درج ذیل خصوصی قرار دادمنظوری:

ن 3 از 🗓 کے تنایان کے شبیہ – ۲ میں ڈرکور غیر استعمال شدہ ھے کی منظور کار ششا جاماس عام میں عاصل کیا گئی کی مضامند کواور منظور کا دوستان کے شبیہ ہے۔'' و بر من المسال المنطق المنظمة المنطقة الفري الموارية عليه الفري المنطقة الفري المنطقة المنطقة على المنطقة المنطقة على المنطقة مک گئی گئی رضا مندگی اور منظور کی دی جائے اور کھنیزا میک 2017 کی دفعہ 199 تے تحت ذریعہ لذار ضامندگی اور منظور کی دی جبکہ خدود کی تجدید بیالیات کی نوعیت کی مناسب سے ایک سال کی مزید مدت کے لیے قابل تجدید ہوگی ۔'' م**ریم آر ایا کہ** کینزا کیک 2017 سے میں 190 اور کھنیز (ایسوی اید کہ تیوی یا ایسوی اید کیا تھی ایر کی لیٹر اور منظور کی دی جاتی ہوئی ہے۔ ہے۔ تارف جیپ ڈیلین REIT مٹینٹ کمٹیٹر کا انتظام وفعہ (1343 کےتحت بیان کے ضیمیہ 🗅 ٹیل بیان کرووشرا اطافہ طوالط کے ساتھ شروط، ہر ما پیکاری کی کھی تھک آلویسے بیٹھول ایکٹو پٹی بقر ش ما ٹیوانس مزنکک قانس مناف تن، معاوضہ مجھس کا عمید ہے۔ عارف حبیب و دین REIT مہنت میں دہ انتظام و دھیر (د) 1.34 سے سے این سرہ سرسر رہیں ۔ سے رہیں رہیں ہوئی ہے۔ ہر وہ آئندو سالا نیا جا اس عام تک کی مدت کیلئے فعال ہے، جومزید مدت کیلئے قابلی تبدید یہ وہ کی میں میں اس کی جاتی ہے۔ رقم ملین میں

	0.0.0.			
مجوزه تاره سرمایه کاری	تجدید کی استدعا		کمپنیوں اورا نڈرٹیکنگز کے نام	
ا یکٹویٹ/قرضوں/پیشکیوں/ضانتوں کی	قرضوں/پیشگیوں/ضانتوں کی مجوز ہ رقم	ا يکڻو پڻي کي رقم		
بحوز ه رقم				
-	250	156	سیف مکس تنکریٹ پروڈ کٹس کمیٹٹر	1
-	1,500	-	عارف حبیب کار پوریش کمیٹڈ	2
-	1,000	870	پاورسيمنٹ كمينلا	3
-	1,000	589	عاً ئشاستىل ملزلمەينىڭ	4
-	1,000	588	جاویدان کارپوریشن کمیشتر	5
3,000	-	-	عارف حبیب کے زیرانظام REITS ڈولمین REIT مینجمنٹ کمیٹٹر	6
			ڈوکمین REIT مینجمنٹ کمیٹاڑ	

**تر پیرتر امریا یک بخشاد در ایا مختل کند بردن کاویدا کونی ایسیتمام اقدامات و رستاه در امریا مطالبات با اموار با معنی است. معالمات معالمات معالمات معالمات** یزات اور چیزیں جو پمپنی کے ذکورہ بالافٹرز کی سرمایہ کاری کے دقت جب اور جہاں ضروری، واقعاتی اور کیا سمنی ہول انجام دینے یا نجام دلوانے کے افتیار دیئے جائے ہیں۔'' 8) سان نہ آؤے شرہ مالیاتی گوشواروں (بھول بیٹنس شیٹ، مثافی اورنتسان کا اکاؤٹ ، آڈیٹر کی رپورٹ، ڈائز کیمٹر کی رپورٹ اوراس میں موجود بیگر رپورٹ ) کومٹونی کیمبران کہ 190 فیال کوڈاورو بب انک کے ڈریعے مندرجہذ کی طوقوق کر اوراد کوئٹر تھم ہایا ترتیمہ

یعے اراکین گوتر سیل کی بذر بعیہ منزامنظور کیا جاتا ہے۔''

یگر امور: 9) صدرتکس کی اجازت سے مزید کی کارروائی پرغورونوش کرنا۔ 1240ء کرتھے خصوصی امورے صدر مکن کی اجازت سے مزید کی کارروانی چوروخوس کرنا۔ کمپنیزا یکٹ جریہ 2017 کی دفعہ (3) 134 کے تصفیصی امور سے متعلق Annexure Do Annexure Do Annexure اور Annexure F کمپنیزا میکٹ جریہ 2017 کی دفعہ (3) 134 کے تصفیصی امور سے متعلق Annexure B بھام ہورڈ

# نه 6ا کتوبر 2023

48 تھنے قبل تک پہنچ جائیں۔

تمپنی سیکریٹری

40 کے ب کی ہیں۔ SECP کے سرگر آبر ایا بتہ 2000 مورچہ 26 جنوری 2000 کی تقیل میں بینفرل ڈپازیٹری کیٹنی (CDC) کے نام پر رجٹر ڈشیٹرز کے تنطیقیٹیل آنرز اور ایاان کے پر کسیوکو چاہئے کہ اجلاس میں شرکت کے وقت انترش شاخت اپنا کہیوٹرائز قو می شیائتی کا رڈر (CNIC) پاپا بیورٹ بیٹن کی پر اکسی کا فارم مقرر دورت کے اندر مع دوگواہاں جن کے نام بینا اور CNIC

نہ بیٹ ادارہ ہونے کی صورت میں بورڈ آف ڈائز میکٹرزی قرارداد پاورآ ف ناٹرنی مع نامز دکر دہ فرد کے موند دھنط بوقت اجلاس کے جا نمیں گے۔ ممبر ان سے انتماس ہے کہا ہے میں مسلم کی تہدیلی سے مبنی کے شیئرر مشرار ہی ڈی قیشرز مشرار ہی ڈی کا کا کوری طور پرمطلع کریں۔ ممبر ان سے انتماس ہے کہا ہے میں کہ کی تہدیلی کے مسئم کر مشرار ہی ڈی قیشرز مشرار ہو کوری طور پرمطلع کریں۔

# آن لائن سھولت کِے ذریعے حصص داران کی شرکت:

بین میں ہورت کے ساتھ فزیکل اجلاس کے علاوہ ویڈیونکک کے ذریعے اس AGM کا انعقاد کر رہی ہے۔ شیئر ہولڈر زویڈیونک کی سپولٹ، زوم اپنکیکیشن یادیگرانکٹرا نکے ذرائع کا استعمال کرتے ہوئے آپ الاُز ،ان اورشرکت کے قابل ہوں گے۔

۔ ان کی سہولت 28 اکتوبر 2023 کودو پہر 45:01 بج کھو لی جائے گی جس سے شرکاء کارروائی میں شامل ہوسکیں گے جوئن 02:00 ہے جشروع ہوگی۔ نے ورائع کے دریعے AGM میں شرکت کے خواہشند خصص واران کو ہوایت ہے کہ 211 کئر بر 2023 وکو اروبار کے اختا کے مقابل کی گھٹو یکٹی کردوائی میں ایڈرلس agm2023 @ arifhabibltd.com پراپنے ورج ذیل کو انف جمع کروا کر مثل کہ رچر کر مائل نے دورائع کیکٹر بیاز کا کے صفح میں اور ان کو انہم کردوائی کہ ایکر کہ وہ انٹر کہ ایکر کہ دورائ

		پائے 5۔	<i>ن قرا</i> نهم کرده ای میل ایڈر میل پرارسال کیا ج	ن کا گنگ منتص داران کودرے دیل جدول لیکر	یے آ پ تورجسٹر کروا میں۔زوم آپلی میس	
ای میل ایڈریس	لملكيتي خصص كى تعداد	موبائل نمبر	فوليو/س ڈی سی ا کاؤنٹ نمبر	CNIC	مخصص دار کا نام	
				,		
ن میولت ان تصفیق داران کے ساتھ تیشیز کی جائے گی جو بالا جدول میں ان مثل ایٹر رقیس کی مثل ایٹر رقیس فرام کر ہیں گے۔ مصفو داران کے ساتھ تیشیز کی جائے دائے میکر کی ہے 1 کا موجود کا موجود کی موجود کا موجود کی موجود کا موجود کی موجود کا موجود کی موجو						
ں اپ یا ایس انم السکر کے اپنی آرا ما آتھا و بر بھی ای انداز سے فراہم کر سکت میں جیسے کہ AGM میں مجت کی جارہ ہے						
ضا بھی بورا کیا جا سکے۔ <b>برائے الیکٹرو کا</b>	بیز اینی حاضری کومشحکم کریں تا کہ کورم کا تقاہ	مص داران ہےالتماس ہے کہ بذر بعہ برکس	لی زیادہ سے زیادہ شرکت کویفینی بنا نائے <sup>حص</sup>	ت کے ذریعے AGM میں حقیص داران ک	وره بالآ انتظامات كالمقصد آن لائن سهوله	
	0321-8210507Lagm2023	ار کے لیے 210507 agm2023@arifhabibltd.com	موبائل نُبر ملکنتی تصصی کی تعداد ای میل ایڈرلیس A ش انجام دیئے جانے والے بچوز وا پینڈز آئمز کے لیے arifhabibltd.com @221-8210507_agm2023 والے بیٹر آئمز کے لیے بعد شریا علام کی کا روانی کا حصہ بناد واجائے گا۔	فولیوای ڈی می اکا ؤئٹ ٹبر مو ہائل ٹبر ملکیق تصف کی اقعداد ای میل ایڈرلیس لین فرا ہم کریں گے مصف داران AGM بیل انجام دیے جانے والے مجوز وانجینڈ آ آئٹو کے لیے arifhabibltd.com @ 321-8210507_agm2023 میں انجام کی کارووائی کا حصہ بناد راجا کے گا۔ کے AGM بھی مجھ کی جادری ہے اور بعد میں اجازاس کی کار روائی کا حصہ بناد راجا کے گا۔	ری جائے کی جو بالا جدول میں ای میل ایڈر لیم فراتم کریں گے۔ تصفی داران AGM میں انجام رہے جانے والے جحوز والجنڈرا آگٹر کے لیے 2321-8210507	

ۋىيىنە شەCNIC/NTN نېر(لازى) جیسا کروقیا ہو قابیلے می مطلع کیا گیا کہ SECP نے اپنے نوشکیش S.R.O. 831(1)/2012 مورخد 5 جوالی 2012 کی روسے ہوایت کی جاتی ہے کہ الکیٹرونک ڈیویٹر پیز کی ادا نیگل کے لیے نابالغ اور کار پوریٹ صفعی داران کے ماسوائے رجنر ڈ سع داریا جاز شخص کے کمپیوٹرائز وقتی میشانتی کارڈ(CNIC) نمبر کا حسول اوری ہے۔ معل داریا جاز شخص کے کمپیوٹرائز وقتی میشانتی کارڈ(CNIC) نمبر کا حسول اوری ہے۔ SECP کے بدیا ہے گائیل اوکھٹیٹرا کیل کے 2017 کی دفعہ (243/2 کی شراط میں مینی کارآ مدیم اوری کارڈرا کے افراد) اورقو کو نئیس نمبر (برائے کارپوریٹ اینٹنٹ) کی کا کہی کا مدہ دستیانی کی صورت میں ڈیو پیڈادا نینگل دوک کے لیے پر مجبور ہوگی۔

ے مطابق کھنٹس داران جنہوں نے اپنے کارآ مہ NTNL CNIC کی کا پی بھی تک جھ نہیں کرائی کود وہارہ ہدایت ہے کہ بھی یاشٹر رجشرار بٹیسرزی ڈی ٹی ٹیٹر رجشرار سر آمیڈ کو فی الفورجھ کرائیں۔ دَّائرِيكِتْرِز كِي انتخاب ميں مِقابله: کو کی بھی تحقق (بیختول ریٹائر ہونے والیاقوائر کیٹر) جودائر کیٹٹر زکا انتخاب نیٹا جا بتا ہے کمپنیزا کیک 2017 سے کیٹن و15(3) کےمطابل ڈائر کیٹرزے انتخاب کے لیے کپنی کے پاس اس کے رجنر ڈانس ،عارف حبیب بینٹر و123 ایم کُل خان روڈ

محت ) اور الصديق مرتبات بدوه من الاس سال برور من الرسيد من به المسال المسال المسال المسال المسال المسال المسال اراد سے کا نوش مندرجه ذیل تین زمروں میں سے ایک ذرم و تھی بتائے گا جس میں وہ حصہ کینا ہے ہاتھا ہے: 11 اندارہ کا از کا مسال میں المسال المسا

SRO SECP(ii) نبر SRO في 634(1)/2014 ولا في 2014 من الأن اليكثن كى تاريخ فيسيات دن لل ميني كى ويب سائك ريآ ويزال كرن كيليد دفتر كا يع به مع تقصيلي روفاك -(iii) العدّ كمينيز (كواً آف كار پوريٹ كورنس)ريگويشز، 2019 اوكاينزا كيك، 2017 ميں درج كروه كيني كوائز يكثر كطور يركام كرنے كے ليے اہليت كے معيار كے مطابق ہونے كے حوالے اعلاميد۔

(iv) درت CNIC اور NTN کی اتصدیق شده کا پی -(v) کسند کمپنیز ( کوؤ آف کار بوریت گورنش ) ریگایشن 2019 کی ثنق (6:3 کے تحت آزاد ڈائریکٹر (ز) کا اعلام (vi) غیربعداتتی اشامپ چیر پرآزاد دُائر کیکر(ز) کی جانب سے عہد کدو کھینز (آزاد دُائر کیکٹرز کاطریقه اورانتخاب) ضوابط، 2018 کے ضابطہ 4 کے ذیلی ضابطہ(1) کے نقاضوں پر پورااتر تے ہیں۔

ا گرخورگونتنج ہونے کی چنگش کرنے والے افرادی تعدالیتیزا بکت 2017 سے کیشش 159 کی و فیول وقد (1) کے ٹیسے مقر رکر دوؤائز میکٹرز کی تعداد سے زیادہ ہے بوٹ کیٹی کیشیز (پوش بیلٹ) رکی طابق ان کی دفعات کے مطابق ای ووٹنگ یا پوشل بیلٹ کے ذریعے ووٹنگ کے اختیارات فراہم کرے گی۔ ووثیئز بولڈرز جوای دونگ کے ذریعے حصہ لین چاہتے ہیں، براوکرم اپنے جی میں براوکرم اپنے دخط کے ذریعے فوری طور پرفراہم کریں، یعنی نام فولیوری ڈی ہی اکاؤنٹ نبسر، ای میل ایڈریس، پپنی سے ثیمیز رجنز ارکورابط نبسر (سی ڈی سی اجران میں میں ایک می

ووث كاست كرناذاني طور پريا پرانسي AGM كِفْرِيكُلِ اجلاس مِينَ بُولنگ بوتھ كے ذريعے ووٹنگ كامقام قائم كيا جائے گا۔

ڈالنے کے بعد،اسے بعد میں اسے تبدیل کرنے کی اجازت نہیں ہوگی۔

ايوونځک/ پوشل بيلن م بران توطیق کیا آبا تا ہے کیکینز ایک 2017 کے بیکشن 143 - 144 اور SRO نبر 2012 (1)/2022 مورند 5 وہبر 2022 کے ساتھ پر بڑھ کے بیکٹیز ( پوٹل بیٹل کا بیکٹی نیٹر ایک کے مطابق مجمران کو اینا حق استعمال کرنے کی اجازت ں میں نہ کورشرا کط کےمطابق ڈائز بکٹرز اورخصوصی کار وبار کے انتخاب کے لیے ووٹ دینا۔ووئنگ کے لیےارا کین کودرج ذیل اختیارات فراہم کیے جارہے ہیں:

اى دوننك كاطريقة كار ۔ ان ان ان ان ان ان ان ان کین کے ان ارا کین کے ساتھ ایک ای میل کے ذریعے ٹیٹر کی جائیں گی جن کے پاس اپنے درست CNIC نمبر، اورای میل ایڈریس کمپنی کے ان ارا کین کے ساتھ ایک ای میل کے ذریعے ٹیٹر کی جائیں گی جن کے پاس اپنے درست CNIC نمبر، اورای میل ایڈریس کمپنی کے مبران کے دہنر میں دستاییہ ہیں۔ 20 اکتوبر 2023

لوکارو باربندش۔ (۵) ای اودنگ اکنین 25 آگو بر 2023 مین 90:09 بجے سٹروع آبوں گی اور 27 آگو بر 2023 کوشام 5:00 بجے بر میں گی مجمران آس مدت کے دوران کی بھی وقت اپنا ووٹ ڈال سکتے ہیں۔ایک بارکس کن کی طرف سے قرار دادیر ووٹ

**پوٹل بلک** (a) اراکین شبادل طور پر پوٹل بیک کے ذریعے دونگ کاانخاب کر سکتے ہیں۔ بیک بیچر کپنی کی ویب سائٹ www.arifhabibltd.com سے ڈاؤن لوڈ کے لیے بھی دستیاب ہے یا اس ٹوٹس کے ساتھ نسلک اوراخیارات میں شاکع ہونے ا وا کیا نفدات کو سنتما کریں۔ (b) اراکین اس بات کوشی بنا کیں گے کہتے طریع ہوئے اور دخط شدہ بیلٹ بیچر کمپیوٹرائز ڈ تو می شاختی کارڈ (CNIC) کی کا پی کے ساتھ عارف حبیب بینٹر 1.4.2 فان روڈ کرا ہی ش ڈاک کے ڈر ریج بینٹگ کے بیٹیز مین ان میں اس بات کوشی بنا کیں گئے گئے طریع ہے جو نے اور دخط شدہ بیٹ میں میں ان میں ان کے اس کر میں میں ان کا میں کا میں میں ان کے لیے زر فور ٹیس آئے گا۔ 

بِرقیِ طریقےِ کے ذریعے نقد منافع مِنقسمہ کی ادائیگی:

گئیز ما کی وقد 242 گیر الکا سے سطانق مندرجہ کئی کے گئے شروری کے کہا ہے جمعنی داران کو فقد مما فع منصد فقایر قی طرافتہ کے درجہ نے کا محتال کے درجہ کا محتال کا معتاد کی ہوئے اور اس مال کا معتاد کی ہوئے آپ سے درخواست ہے کہ درجہ نے کسام معلومات اپنے متعاقد ڈی می پارٹیسیٹ کی افزائن سراواؤٹٹ سر مرمز (بصورت آپ کی معتاد ڈی می پارٹیسیٹ کی محتاد کی محتاد کی ہوئے آپ کی معتاد کی محتاد کی محتاد کی ہوئے آپ کی معتاد کی محتاد کی محتاد کی محتاد کی محتاد کی ہوئے آپ کی محتاد کی محتاد کی محتاد کی ہوئے آپ کی محتاد کے محتاد کی محتاد کرد کرد کرد کرد کرد کرد کرد کرد کے محتاد کی محتاد کی محتاد کی محتاد کی محتاد کی محتاد کرد کرد کرد

	تقص دار کی تفصیلات
المحصص دار	
ۈلي <i>ۈ/</i> تى ۋى سى ا كاؤنٹ نمبر	
CNICنبر	
تصص دار کا موبائل نمبر	
تصص دار کالینڈ لائن نمبر،اگر کوئی ہو۔	
ىمىل	
	بيك اكاؤنث كي تفصيلات
فنوان بينك إكاؤنث	
كاؤنٹ انفرنيشنل بيئك ا كاؤٹ نمبر (IBN) لازمی	24)PK (بندہے) (براہ م بانی بٹی متعاقد بینک برا گئے سے مشاورت کے بعدا پناورت IBAN نمبر فرا ہم کریں کیونکہ دیئے گئے IBAN میں کی خلطی کی صورت میں کمپنی اپ کے نقد منافع متقسمہ کی ادائینگی میں کی تقسمان یا تا نجر کے لیے کی مجمع طور فرمد ارتین ہوگی۔
ينك كانام	
رائج کا نام اورینة	

انکم ٹیکس آرڈیننس 2001 کے سیکشن 150 کے تحت منافع منقسمہ سے انکم ٹیکس کی کٹوتی:

الف) مالیاتی ایک 2022 مادعوب انگیکس ریٹرن فائلز رکیلیے محصولات کی کنوتی کی شرح انگیکس ریٹرن فائلز رکیلیے محصولات کی کنوتی کی شرح مالیاتی ایک 2022 کی دفعایت کے مطابق جو کم جوالی 2022 سے لا گوہ، منافع مقسمہ کی ادائیگیوں سے انگیٹیس کی گوتی کی شرقب ذیل کے مطابق تجدید کی گئی ہے۔

آگونگس بیران تان قالمر آرکیکے محصولات کی کونٹی کی کشرح تصعمی داران جمن کے نام الیف کی آر کی دیب سائٹ پر دستیاب بیکنونیکس پیئر فہرست (ATL) میں درج خیبیں ہیں باوجوداس حقیقت کے وہ فاکسرز ہیں کہ ہایت ہے کہ ATL میں اپنے ناموں کا اندران مینی کی ہیں کہ یہ استورت دیگرانے کفقہ منافع

منقسمه کی گاجائے 30% کی تربرے ہے منہا کیاجائے گا۔

سسمہ 19% کا جہا ہے "800 دائر کی سے جہا تیا جائے ہا۔ ب) فرید پڑتا گئم ہے دو بولڈنگ ٹس ایگر پیمین صرف اس صورت ہوگیا آگر کار آ دیکس ایگر شیعن شوقلیٹ کٹ کی بیٹر کے پیپلے دن کا کٹیز رجز ارافوا ہم کیا گیا۔ ع) حرید پر آن ،FBA ہے موسولہ صاحت کے مطالق دو بولڈنگ ٹیس کا کٹین اصلا میں ہولڈ داور جوانک بولڈ کا کٹیز ان کی بیٹر رجز ارکو درج ذیل کے مطابق تحریمی صورت میں فرا ہم بارے باز اس تام محصص داران جو کپٹنی مے تصف مشتر کدر کھتے ہیں ہے درخواست ہے کہا چید ملکت تا تا ہا باصل شیئر ہولڈ مالڈنگ ٹیسٹر بولڈ میٹنی کے تیئر زرجز ارکو درج ذیل کے مطابق تحریمی صورت میں فرا ہم بارے بلز اس کر بھی کے مصف مشتر کدر کھتے ہیں ہے درخواست ہے کہا چید ملکت تا تھی ہولڈ داور جوانک بولڈر کپٹنی کے تیئر زراد کر اور میں اس کے مطابق تحریمی صورت میں فرا ہم

لریں(اگر بیمہیانہیں کیا گیا)۔

شیئر ہولڈنگ تناسب (حصص کی تعداد ) شیئر ہولڈنگ تناسب( خصص کی تعداد ) نام مینی فولیو/سی دٔی ایس ا کا و نشه نبر کل خصص نام اور CNIC نمبر نام اور CNIC تمبر سی تو پیداز دن این می وخت جر س سی می افزار ۱۳۸۷ بیر سیر بودندگان تا می افزار ۱۳۷۷ بیر سیر بودندگان تا می افزار این میداد کا می افزار این میداد کا می افزار کی میداد کا می امان کا می افزار کی میداد که میداد کا می میداد کا می میداد کا می افزار کی میداد کا می میداد کا میداد کا میداد کا میداد کا میداد کا می میداد کا میدا

آ ڈٹ شدہ سالانہ مالیاتی گوشواروں کی دستیابی 

# رنٹ شدہ نَوٹس کے ساتھ جیجی جاتی ہے۔ فيرادا شده منافع منتسمه اكاؤنث كمپنيزا يك 2017 كى دفعه 244 كى دفعات كےمطابق:

ہیں سے بیار سے اس کا معابد سے میں ہوئے ہیں۔ جہاں کمپنی کی جانب سے منافح مقسمہ کا اعلان کیا گیا تا تاہم اس کیا وائنگی یا وعلی نہیں کی گئی، بیکشن 242 کے تحت متعین مدت کے اندر ، کسی بھی تصم کو منافع مقسمہ کی اوائنگی عمر اور فول کے اندر نموکو وہ مدت کے ختم ہونے کے بعد منافع مقسمہ کی کہاں آم جو کہ غیر اوائن مارو گئی ہے کو اپنے ملیجد و منافع اکا ؤنٹ میں منظم کردے گئے تھے بختی نے کسی بھی شیڑ ول بینک میں اس مقصد کے لیے کھولا ہوگا ، اے غیر اوائن کی امار وہ کی سے مقبر ادا شدہ و

ڈ بوٹیٹڈ اکاؤٹٹ ٹیں ڈپارٹر صرف کیا دواوا مگل کے لیے استعمال کے جا کہ میں گئی دفعہ میں دوج کیا گیا ہے۔ وضاحت - استیکٹن کے مقصد کے ڈبوٹیٹر سے مراد فقد میں قاتل اوا منگل منافع مقصد ہے۔ کمیٹن وزیل دفعہ (1) کے تحت قرق کی کئی جی قرقم کو ٹیمراوا مقدود پوٹیٹر ان کاؤٹٹ میں جھٹر کیا دائے کے ان دوسری ویسر سائٹ کے دیر اراد کھٹر کے کہ تھٹری ویسر سائٹ کے دیر ارد کھٹر کے لیے بھٹری کی ویسر سائٹ کو اور ان کیا جائے گا ، اور کی ویسری ویسرسائٹ کا ویزال کیا جائے گا ویال کیا شدہ ذکا پر ڈیٹر کی کر اور اس طرح کی ویسریان کی جائی اورا ہے قانون بو امعرافیا جا باہایات کے تحت ویسرسائٹ کو برقر ارد کھٹرے کے لیے بھٹری کی ویسرسائٹ کا ویزال کیا

ہوئے۔ (iii) : ولی دور(2) کتے تہ دیب سائٹ یہ آویزال کی جانے والی معلومات میں کوئی مجی تبدیلی کی جائے گار میں کے دوراس (vi) کوئی مجمر فرجروز کی دفید(1) کتے تھ کہنی کے بلا معاوضہ اور پڑھا کا کا وزن میں مشتل کی گئی کی مجمود کی کہنی کی مجمود کی کہنی کی مجان کے اور دوراست در سکتا ہے۔ (v) کمپٹن کے پاس دوکی تھے کرانے کی تاریخ سے میں (30) دنوس کے اندراندر و موبدار کواوال کا کردھی کی دوکوئی اورا وائے اس سے غیر وفوی شدہ مناف کی در کے کہنی کے دوران کے اور کہنی اوران کی کردھی کا دوران کے اور اوران کے استعمال کرے گئے۔ (vi) اسکیٹش کتے تک کپنی کے زیمان تھا کہ کا دوران کے اور کہنی اپنی اور کہنی کے دوران کے اقدامات اور خصوص مقاصد کے لیے استعمال کرے گیا۔

.7 محتر مهندااحسن

# STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT 2017

# **ANNEXURE A**

Section 166 of the Companies Act 2017 requires that a statement of material facts is annexed to the notice of the general meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent director.

Being a listed company, Arif Habib Limited is required to have at least two independent directors on its Board in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019. Accordingly, the Company shall ensure that at least two independents are elected in accordance with the procedures for election of directors laid down in Section 159 of the Companies Act 2017.

After the contestants file their notice / intention to stand for elections in the category of independent director, the Company shall apply following criteria for choosing the appointee for appointment as independent director:

Inclusion of name of independent directors in the data bank maintained by Pakistan Institute of Corporate Governance (PICG) duly authorized by SECP.

Respective competencies, diversity, skill, knowledge and experience of the election contestants shall be assessed.

The company shall exercise due diligence before selecting a person from the data bank that the contestant meets the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017.

# STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business given in Agenda item No. 6 and Agenda item No. 7 of the Notice to be transacted at the Annual General Meeting of the Company. Directors of the Company have no interest in the special business except in their capacity as director / shareholder.

## **ANNEXURE B**

AUTHORIZATION FOR THE BOARD OF DIRECTORS TO APPROVE THOSE TRANSACTIONS WITH RELATED PARTIES (IF EXECUTED) DURING THE FINANCIAL YEAR ENDING 30TH JUNE 2024 WHICH REQUIRE APPROVAL OF SHAREHOLDERS U/S 207 AND / OR 208 OF THE COMPANIES ACT, 2017

The Company shall be conducting transactions with its related parties during the year ending 30th June 2024 on an arm's length basis as per the approved policy with respect to 'transactions with related parties' in the normal course of business. Being the directors of a brokerage house, many Directors may be deemed to be treated as interested in transactions with related parties due to their shareholding in such companies. In order to promote good corporate governance and transparent business practices, the shareholders desire to authorize the Board of Directors to approve transactions with the related parties from time-to-time on case to case basis, including transactions (if executed) triggering approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017, for the year ending 30th June 2024, which transactions shall be deemed to be approved by the Shareholders. The nature and scope of such related party transactions is explained above. These transactions shall be placed before the shareholders in the next AGM for their formal approval/ratification.

The Directors are interested in the resolution only to the extent of their shareholding and / or directorships in such companies.

# INVESTMENTS IN ASSOCIATED COMPANIES & ASSOCIATED UNDERTAKINGS

The Board of Directors of the Company has approved the specific limits for loans/advances along with other particulars for investments in the following associated companies and associated undertakings subject to the consent of members under Section 199 of the Companies Act, 2017 / Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017. The Board of Directors do hereby undertake / certify that necessary due diligence for the following proposed investments have been carried out. The principle purpose of this special resolution is to make the Company in a ready position to capitalize on the investment opportunities as and when they arrive. It is prudent that the Company should be able to make the investment at the right time when the opportunity is available.

# **ANNEXURE C**

Statement under Section 134(3) of the Companies Act, 2017, in compliance with Regulation 4(2) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012, for decision to make investment under the authority of a resolution passed earlier pursuant to provisions of section 208 of the Companies Ordinance, 1984 (repealed) is not implemented either fully or partially:

The Company in its previous general meetings had sought approvals under section 208 of the Companies Ordinance, 1984 (repealed) for investments in the following Associated Companies and Associated Undertakings in which investment has not been made so far, either fully or partially. Approval of renewal of unutilised portion of equity investments and sanctioned limit of loans and advances is also hereby sought for the companies, in which directors of the company have no inertest except in their capacity as director/shareholder, as per following details:

# Name of associated company / undertaking: Arif Habib Corporation Limited

S.No.	Description	Investment in Securities		Loans, Adv Corporate G	
(a)	total investment approved;		-		1,500,000,000
(b)	amount of investment made to date;		-		-
(c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time;			Facility is in the nature to be availed as and interest	_
(d)	and material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2023	2022	2023	2022
i	Loss / Earnings per share - basic & diluted	(2.38)	9.20	(2.38)	9.20
ii	Net (Loss) / Profit	(972,360,544)	3,757,718,851	(972,360,544)	3,757,718,851
iii	Shareholders Equity	20,469,173,995	23,833,719,196	20,469,173,995	23,833,719,196
iv	Total Assets	23,814,057,751	26,063,819,841	23,814,057,751	26,063,819,841
V	Break-up value	50.12	58.36	50.12	58.36
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised	-	Sanctioned	1,500,000,000

# Name of associated company / undertaking : Safe Mix Concrete Products Limited

S.No.	Description	Investment in Securities		Loans, Adv Corporate G	
(a)	total investment approved;	250,000,000		250,000,00	
(b)	amount of investment made to date;		94,300,696		-
(c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time;	the interest of	appropriate time in the shareholders for complete utilisation	Facility is in the nature of running fina and availed as and when needed in t interest of the sharehold	
(d)	and material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2023	2022	2023	2022
i	Loss / Earnings per share - basic & diluted	5.33	1.86	5.33	1.86
ii	Net (Loss) / Profit	133,370,457	46,456,349	133,370,457	46,456,349
iii	Shareholders Equity	274,294,662	229,201,263	274,294,662	229,201,263
iv	Total Assets	744,983,048	705,959,292	744,983,048	705,959,292
V	Break-up value	10.97	9.17	10.97	9.17
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised	155,699,304	Sanctioned	250,000,000

# Name of associated company / undertaking: Power Cement Limited

S.No.	Description	Investment in Securities		Loans, Ad Corporate G	
(a)	total investment approved;	1,107,000,000			1,000,000,000
(b)	amount of investment made to date;		237,291,815		-
(c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time;	Waiting for an appropriate time in the interest of the shareholders for and availed as and		re of running finance when needed in the t of the shareholders	
(d)	and material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2023	2022	2023	2022
i	Loss / Earnings per share - basic & diluted	(0.19)	(0.62)	(0.19)	(0.62)
ii	Net (Loss) / Profit	168,993,000	(443,946,000)	168,993,000	(443,946,000)
iii	Shareholders Equity	17,568,027,000	17,283,455,000	17,568,027,000	17,283,455,000
iv	Total Assets	48,530,623,000	46,448,732,000	48,530,623,000	46,448,732,000
V	Break-up value	13.31	13.09	13.31	13.09
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised	869,708,185	Sanctioned	1,000,000,000

# 4 Name of associated company / undertaking: Aisha Steel Mills Limited

S.No.	Description	Investment in Securities		Loans, Ad Corporate (	
(a)	total investment approved;		1,000,000,000		1,000,000,000
(b)	amount of investment made to		410.620.156		
	date;		410,630,156		-
(c)	reasons for not having made	_	appropriate time in	*	re of running finance
	complete investment so far where	the interest of t	he shareholders for	and availed as and	when needed in the
	resolution required it to be		complete utilisation	interes	st of the shareholders
	implemented in specified time;				
(d)	and material change in financial				
	statements of associated company				
	or associated undertaking since				
	date of the resolution passed for	2023	2022	2023	2022
	approval of investment in such				
	company:				
i	Loss / Earnings per share - basic &				
	diluted	(3.56)	1.27	(3.56)	1.27
ii	Net (Loss) / Profit	(3,215,653,000)	1,146,113,000	(3,215,653,000)	1,146,113,000
iii	Shareholders Equity	15,691,751,000	14,035,553,000	15,691,751,000	14,035,553,000
iv	Total Assets	38,046,164,000	46,804,817,000	38,046,164,000	46,804,817,000
V	Break-up value	12.00	17.70	12.00	17.70
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised	589,369,844	Sanctioned	1,000,000,000

# Name of associated company / undertaking: Javedan Corporation Limited

S.No.	Description	Investment in Securities		· ·	dvances & Guarantees
(a)	total investment approved;		1,000,000,000		1,000,000,000
(b)	amount of investment made to				
	date;		412,117,240		-
(c)	reasons for not having made	Waiting for an	appropriate time in	Facility is in the nat	ure of running finance
	complete investment so far where	the interest of t	he shareholders for	and availed as and	d when needed in the
	resolution required it to be	complete utilisation		intere	st of the shareholders
	implemented in specified time;				
(d)	and material change in financial				
	statements of associated company				
	or associated undertaking since				
	date of the resolution passed for	2023	2022	2023	2022
	approval of investment in such				
	company:				
i	Loss / Earnings per share - basic &				
	diluted	17.70	3.95	17.70	3.95
ii	Net (Loss) / Profit	6,741,951,000	1,505,145,000	6,741,951,000	1,505,145,000
iii	Shareholders Equity	25,921,679,000	19,354,900,000	25,921,679,000	19,354,900,000
iv	Total Assets	42,883,146,000	33,260,645,000	42,883,146,000	33,260,645,000
V	Break-up value	68.06	50.82	68.06	50.82
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	Unutilised	587,882,760	Sanctioned	1,000,000,000

# 6, Name of associated company / undertaking : REIT Schemes under management of Arif Habib Dolmen REIT Management Limited (AHDRML)

S.No.	Description	Investment in Securities	Loans, Advances & Corporate Guarantees
(a) (b)	total investment approved; amount of investment made to date;	*See Below	*See Below
(c)	reasons for not having made complete investment so far where resolution required it to be implemented in specified time;	Waiting for an appro	priate time in the interest of the shareholders for complete utilisation
(d)	and material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	Details relating to existing REIT Schem	nes under management is disclosed in Annexure D-1
i	Loss / Earnings per share - basic & diluted	Details relating to existing REIT Schem	nes under management is disclosed in Annexure
ii	Net (Loss) / Profit		D-1
iii	Shareholders Equity		
iv	Total Assets		
V	Break-up value		
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:	exhausted to the extent of invesments nature of running finance, guarantees	e in the nature of equity and loans shall be made therein, while investments made in the etc and the remaining unutilised amount shall neral meetings for all types of investments.

# ANNEXURE-D STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 Investments in Associated Companies & Associated Undertakings

The Board of Directors of the Company ("AHL") has approved the specific limits for the investments in the form of equity and loans/advances/guarantees along with other particulars for investments in the REIT Schemes under management of Arif Habib Dolmen REIT Management Limited, subject to the consent of members under Section 199 of the Companies Act, 2017 / Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017. The Board of Directors do hereby undertake / certify that necessary due diligence for the following existing / proposed investment has been carried out. The principle purpose of this special resolution is to make the Company in a ready position to capitalize on the investment opportunities as and when they arrive. It is prudent that the Company should be able to make the investment at the right time when the opportunity is available, and the limit shall be valid till the holding of next annual general meeting or for a longer period (as applicable), with the option of renewal thereon

S.No.	Description	Information
I	Name of associated company or associated undertaking	Existing and proposed REIT Schemes which are under the management of Arif Habib Dolmen REIT Management Limited ("AHDRML"). This approval is being sought for the sake of good corporate governance to enable the Company to be in ready position to capitalise on investment opportunities as and when available. For detail refer Annexure D-1
II	Basis of relationship	AHDRML is an associated undertaking due to common directorship of Holding Company.
III	Earnings per share for the last three years	Disclosed in Annexure D-1
IV	Break-up value of share, based on the latest audited financial statements	Disclosed in Annexure D-1
V	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	Disclosed in Annexure D-1
VI	In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:  1. description of the project and its history since conceptualization; 2. starting date and expected date of completion of work; 3. time by which such project shall become commercially operational; 4. expected time by which the project shall start paying return on investment; and 5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	Various existing / proposed funds under management of AHDRML are launched or are in pipeline under different stages of launching. These include Silk Islamic Developmental REIT, Pakistan Corporate CBD REIT, Globe Residency REIT, Silk World Islamic REIT, Sapphire Bay Islamic Development REIT, Naya Nazimabad Apartments REIT, Rahat Residency REIT, Gymkhana Apartment REIT, Signature Residency REIT, Parkview Apartment REIT and Dolmen City REIT.  This consolidated approval is being sought for all the REITS. Relevant details where applicable are disclosed in Annexure D-1. Any other REITS that may be launched under the management of AHDRML for which required information is not presently available.

S.No.	Description	Information
VII	Maximum amount of investment to be made	Fresh limit of PKR 3 billion for all type of investments is requested for approval. This limit to be utilized in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc. for which specific approval is sought by members in this general meeting.
VIII	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	For the benefit of the Company and to earn better returns in the long run on strategic investment.  Approval of limits for investments made in the nature of equity and loans shall be exhausted to the extent of invesments made therein, while investments made in the nature of running finance, guarantees etc and the remaining unutilised amount shall remain available for renewal in next general meetings for all types of investments.
IX	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds	The investment may be made from Company's own available liquidity and/or credit lines.
	Justification for investment through borrowing     Detail of collateral, guarantees provided and assets pledged for obtaining such funds     Cost benefit analysis	<ol> <li>Higher rate of return</li> <li>Pledge of listed securities and / or charge over assets of the Company, if and where needed.</li> <li>Company expects to time the investment to earn return over and above the borrowing cost.</li> </ol>
X	Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment	Arrangements to the extent they made are disclosed in Annexure D-1. Further agreements shall be made at the time of investment, where required.
XI	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the company have no interest in the investee company except in their capacity as sponsor / director / shareholder of AHDRML and / or REIT schemes under its management
XII	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	Disclosed in Annexure D-1
XIII	Any other important details necessary for the members to understand the transaction	Disclosed in Annexure D-1

# B, Disclosures relating to proposed equity investments :

S.No.	Description	Information
XIV	Maximum price at which securities will be acquired	At par / premium / offered / negotiated price prevailing on the date of transaction / investment
XV	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not Applicable
XVI	Maximum number of securities to be acquired	No. of securities purchasable under approved limit in accordance with / based on Sr. Nos. VII & XIV
XVII	Number of securities and percentage thereof held before and after the proposed investment	Number of securities already held are disclosed in Annexure D-1. Post investment unitholding is dependent upon the actual investment to be made in accordance with approved limit, and divestments (if any)
XVII	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Disclosed in Annexure D-1, where applicable
XIX	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities	Not applicable

# B, Disclosures relating to proposed investments in the form of loans, advances and guarantees etc.:

S.No.	Description	Information
XX	Category-wise amount of investment	As disclosed in Sr. VII above
XXI	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah compliant products and rate of return for unfunded facilities, as the case may be, for the relevant period	Existing average borrowing cost ranges from 3-month KIBOR plus 0.7% to 3-month KIBOR plus 1.75% per annum.
XXII	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company	At the time of making the investment or entering into any arrangement, it will be ensured that the rate to be charged by the Company shall be in line with Section 199 of the Companies Act, 2017 and the guidelines provided in the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017.
XXIII	Particulars of collateral or security to be obtained in relation to the proposed investment	Shall be decided on case to case basis. Being investments made in a group company, requirement of collateral may be relaxed or waived as well.
XVIV	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	In case of a loan or advance to any REIT Scheme, the Management will negotiate in the best interest of the Company and decide on conversion feature, if any, at the time of making the investment or entering into any arrangement in this regard.

S.No.	Description	Information
XXV	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking	Facilities to be extended in the nature of Running Finance Facility / Advance shall be for a period of one year and renewable in next general meeting for further period(s) of one year(s). Facilities to be extended in the nature of Long-term Loan shall be for a period as agreed at the time of disbursement

# **ANNEXURE D-1**

	GLOBE RESIDENCY REIT	SIGNATURE RESIDENCY REIT	NAYA NAZIMABAD APARTMENT REIT	RAHAT RESIDENCY REIT		
Particulars	Audited 2023	Under progress	Audited 2023	Audited 2023		
	AHL invested in these Schemes					
III. Earnings per share for the last three years						
Year 2023:	1.94	Audit is in progress	(0.16)	(0.84)		
Year 2022:	2.45	Not applicable	Not applicable	Not applicable		
Year 2021:	Not applicable	Not applicable	Not applicable	Not applicable		
Year 2020:	Not applicable	Not applicable	Not applicable	Not applicable		
IV. Break-up value of share, based on the latest audited financial statements						
	13.25	-	9.84	9.16		
Unit issued	140,000,000	-	293,750,000	50,000,000		
V. Financial position, including main items of statement	or financial position and profit and loss accou	nt on the basis of its latest financial state	ments	T.		
Non-current assets	24,376,000		-	1,448,000		
Current assets	4,088,804,000		5,863,981,000	1,936,594,000		
Equity	1,855,490,000		2,891,230,000	458,147,000		
Non-current liabilities	933,333,000	Not available due to	-	-		
Current liabilities	1,324,357,000	pending audit	2,972,751,000	1,479,895,000		
Operating Revenue	2,849,842,000		-	-		
Profit before Tax	408,291,000		(46,270,000)	(41,853,000		
Profit after Tax	271,083,000		(46,270,000)	(41,853,000		
<li>In case of investment in relation to a project of assocination, namely:</li>	ated company or associated undertaking that	has not commenced operations, follow	ring further			
· · · · · · · · · · · · · · · · · · ·	I	I	I	I .		
description of the project and its history since conceptualization;      starting date and expected date of completion of work;	1. GRR was established for construction of 9 Towers on 5 FL Sites located in Naya Nazimabad, Karachi. The project was launched in November 2021, and was transferred to REIT during March 2022. On December 28, 2022, GRR was listed on PSX.	SRR was established for construction of 2 Towers on 2 FL Sites located in Naya Nazimabad. The project was launched in January 2023 and was transferred to REIT in March 23.	1. The NNAR was established with the objective of construction of the acquired property to sell apartments under the project named ""NAYA NAZIMABAD APARTMENT"" (the Project), in the vicinity of Naya Nazimabad, Karachi, for generating income for Unit Holders.	Rahat Residency REIT scheme) has been established for the construction of Resident Apartments and comme units on 5 FL Sites locate Naya Nazimabad.		
<ol> <li>time by which such project shall become commercially operational;</li> </ol>	Construction of the project started in November 2021 and is expected to be completed in November 2025.     The project is commercially operational; construction and sales are progressing.	2. Construction of the project started in January 2023 and is expected to be completed in December 2026.  3. The project is commercially operational, Construction and sales	28.3. The Trust Deed of the REIT was registered on June 24, 2022 whereas SECP granted its approval granted on 03 August 2022. The Scheme has an indicative life of 7 years.	Sales of and construction     FL Sites has started and it is expected to completed in 5     Years.     Commercial Operation have already begun.		
4. expected time by which the project shall start paying return on investment; and	4. GRR announced its first dividend on September 15, 2023.	are under full flow.  4. SRR is expected to start paying returns from June 2024.	A. At least 4 years from the date of registration of NNAR is expected to pay return on investment	4. RRR is expected to start paying returns on investmer approximately 3 years.		
5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	5. In addition to AHL, other associated companies namely Arif Habib Corporation Limited and Javedan Corporation Limited have also invested in the units of GRR.	5. In addition to AHL, another associated company Javedan Corporation Limited have also invested in the units of SSR.	5. In addition to AHL, other associated companies namely Arif Habib Corporation Limited and Javedan Corporation Limited have also invested in the units of NNAR.	5. AHL has invested in 82.5 million units against transi real estate. 50 million units were issued and remining million units will be issued regulatory approvals and filings are completed by R		
X. Salient feature of agreement(s), if any, with associated	l company or associated undertaking with reg	ards to proposed investment				
Salient Feature of Agreement	None	Unit Subscription Agreement was signed with the REIT Scheme along with other investors. Salient features are as follows:  1) Advance against investment was made on the condition that the same shall be refunded in case the condition precedents mentioned in the agreement are not met by a specified date. Units were issued on completion of conditions.  2) Being a strategic investor of the SSR, AHL shall continue to hold 3.33 million units in a blocked account, out of a total of 13.32 million units held by it in accordance with REIT Regulations.  3) Unit holding of investors of SSR is to be divested / transferred only in accordance with the restrictions mentioned in the agreement.		Unit Subscription Agreem was signed by REIT Schem with Anff Habib Limited. UI of Rs 825,000,000 was to be issued against the transfer real estate. Being Strategic Investor JCL will continue hold 20,625 million units is blocked account as per RE Regulations.		
XVII. Number of securities and percentage thereof held	before and after the proposed investment	, <del>-</del>	,			
No of unit hold	13,587,281 units being 9.71% of unit holding as on 30 June 2023	The Company has already made an advance for investment amounting to Rs. 133.29 million. Units were issued subsequent to year ended June 30, 2023.	27,800,000 units being 9.46% of unit holding as on 30 June 2023	50,000,000 in the form o units and Rs. 325,000,000 the form of advance aga investment as on 30 Jun 2023.		
* Advances from unit holders were received and no unit	ts were issued against such subscription mone	ey.				
(VIII. Current and preceding twelve weeks' weighted av		1	N	N		
Weighted average market price	Rs. 10.77	Not applicable	Not applicable	Not applicable		

	SILK ISLAMIC DEVELOPMENT REIT	PAKISTAN CORPORATE CBD REIT	PARKVIEW APARTMENT REIT	Gymkhana Apartment REIT
	Audited 2022	Audited 2022	Not Applicable	Not Applicable
		AHL not invested yet in	these Schemes	
III. Earnings per share for the last three years				
Year 2022: Year 2022:	Audit is in progress (0.02)	Audit is in progress	Not applicable	Not applicable
Year 2021:	Not applicable	Not applicable	Not applicable Not applicable	Not applicable Not applicable
Year 2020:	Not applicable	Not applicable	Not applicable	Not applicable
IV. Break-up value of share, based on the				
latest audited financial statements	9.98	_	Not applicable	Not applicable
Unit issued	300,000,000	-	Not applicable	Not applicable
V. Financial position, including main items of statement	t of financial position and profit and loss accou	int on the basis of its latest financial state	ments	
Non-current assets				
Current assets	4,104,947,000	2,187,096,000	-	
Equity	2,995,393,000	2,175,736,000	-	
Non-current liabilities	1,000,000,000	-	Not applicable	Not applicable
Current liabilities	109,554,000	11,360,000		
Operating Revenue Profit before Tax	- (4.607.000)	- (40.505.000)	-	
Profit after Tax	(4,607,000) (4,607,000)	(19,585,000)	-	
VI. In case of investment in relation to a project of assoc			ing further	I
information, namely:	nated company or associated undertaking that	Thas not commenced operations, rollow	ning turtiler	
description of the project and its history	1. SIDR was created for investing in	1. PCCR has been established for	1)PAR was established for acquisition of	1)GARwas established for
since conceptualization;	undeveloped land in Karachi with the objective of upliftment of the area and	investing in / acquiring commercial immovable property measuring 23.2544	real estate land parcel (FL-01 and FL-02) admeasuring 23,049 square yards in Naya	acquisition of real estate land parcels (Com-42, Com-43, Com
	development of real estate including	Kanals located in the Central Business	Nazimabad, Karachi, with the objective of	Com-47, Com-48, Com-49,
	construction and sale of residential	District of Lahore. The purpose is to	construction of the acquired Real Estate	Com-50, Com-51, Com-52, Com-53, Com-54, Com-55, and
	apartment and commercial units. The SIDR project is spread over 60 acres of	develop the Real Estate for mixed-use development, to generate income for	into Apartments; for generating income	Com-56) admeasuring 29,818
2. starting date and expected date of	commercial real estate situated at Deh	the Unit Holders, through sale of saleable	for Unit Holders, through sale and/or	square yards in Naya Nazimaba Karachi, with the objective of
completion of work;	Jam Chakro, Surjani, Karachi, and is	area, including commercial retail units,	renting of the end product to the	construction of the acquired Re
	adjacent to Saima Arabian Villas,	offices, and residential apartments to the	customers and disposal of all other REIT	Estate into Apartments and Ret
	accessible directly from Shahrah-e-Us- man / Hub Dam link road (Abdullah	Customers and disposal of all other REIT Assets.	Assets	Units (referred as 'End Product'); generating income for Unit Hol
	Chowrangi). SIDR has acquired land from	7.650.6	283. The Trust Deed was registered on 20	through sale and/or renting of t
3. time by which such project shall become	Silk Bank Limited and World Group.	283. The Trust Deed of PCCR was	June 2023 and SECP approval is awaited.	End Product to the Customers a disposal of all other REIT Assets
commercially operational;	2.&3. SIDR's Trust Deed was registered on	registered on 29th October 2021 whereas SECP granted its approval	PAR has an indicative life of 7 years.	disposarorali other RELLASSEIS
	July 08, 2021, whereas SECP granted its	granted on 22nd December 2021. Total		2&3.The Trust Deed was registe
	approval granted on June 30, 2021. Total	completion time for the whole project is	4. PAR is epected to start paying returns on investment in approximately 4 years	on 20 June 2023 and SECP approval is pending. GAR has ar
4. expected time by which the project shall	completion time for the whole project is estimated at 10 years;	estimated/targeted at 7 years;	from the date of commencement of work	indicative life of 7 years.
start paying return on investment; and	esurrated at 10 years,	4. PCCR is expected to start paying	of its project.	4.GAR is epected to start paying
	4. At least 5 years from the date of	returns on investment in approximately		returns on investment in
	registration of SIDR is expected to pay return on investment; and	4 years from the date of registration; and	5. Javedan Corporation Limited, an	approximately 4 years from the date of commencement of wor
5. funds invested or to be invested by the	retarrornivestriençara	5. Arif Habib Corporation Limited, an	associated undertaking has invested Rs. 2.3 billion in the form of real estate.	its project.
promoters, sponsors, associated company or	5. Arif Habib Corporation Limited, an	associated company has made an	2.5 Dillor In the form of real estate.	
associated undertaking distinguishing	associated company has invested Rs 600 million in units of SIDR.	advance for investment amounting to Rs. 279 million. Units will be issued after		<ol> <li>Javedan Corporation Limited, associated undertaking has</li> </ol>
between cash and non-cash amounts;	millioninunis of SiDA.	acquisition of land by PCCR.		invested Rs. 3.72 billion in the for
V. C				of real estate."
X. Salient feature of agreement(s), if any, with associate	d company or associated undertaking with rec	gards to proposed investment		
Salient Feature of Agreement	None	None	None	None
XVII. Number of securities and percentage thereof held	before and after the proposed investment	I	I	I
No of unit hold	None	None	None	None
* Advances from unit holders were received and no un	its were issued against such subscription mone	ey.		
XVIII. Current and preceding twelve weeks' weighted a	verage market price where investment is prop	osed to be made in listed securities; and		
Weighted average market price	Not applicable	Not applicable	Not applicable	Not applicable
5		1	I	<u>' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' ' </u>

	DOLMEN CITY REIT	SILK WORLD ISLAMIC REIT	SAPPHIRE BAY ISLAMIC DEVELOPMENT REIT
	Audited 2022	Audited 2022	Under progress
		AHL not invested yet in these	Schemes
III. Earnings per share for the last three years			
Year 2023:	Audit is in progress	Audit is in progress	Audit is in progress
Year 2022:	4.39	(0.16)	Audit is in progress
Year 2021: Year 2020:	3.87	Not applicable	Not applicable
IV. Break-up value of share, based on the	3.65	Not applicable	Not applicable
latest audited financial statements	28.79	9.84	_
Unit issued	2,223,700,000	591,009,308	_
V. Financial position, including main items of statement of fir		unt on the basis of its latest financial statement	· · · · · · · · · · · · · · · · · · ·
Non-current assets		The off the busis of its latest manetal statement	
Current assets	62,821,189,000 1,998,196,000	5,990,774,000	
Equity	64,029,292,000	5,815,522,000	Not available due to
Non-current liabilities	-	-	pending audit
Current liabilities	790,093,000	175,252,000	
Operating Revenue Profit before Tax	3,795,200,000 9,762,893,000	(94,510,000)	
Profit after Tax	9,762,893,000	(94,510,000)	
VI. In case of investment in relation to a project of associated	company or associated undertaking that	t has not commenced operations, following fu	urther
information, namely:	company or associated under taking the	tras not commenced operations, rollowing to	
description of the project and its history		1. SWIR was created for investment in	1) SBIDR is a PPP-REIT Scheme established to
since conceptualization;  2. starting date and expected date of completion of work;		undeveloped land in Karachi with the objective of upliftment of the area and development of real estate including construction and sale of residential apartment and commercial units. SWIR project is spread over 86.45 acres commercial real estate situated at Del Jam Chakro, Surjani, Karachi, and is adjacent to Saima Arabian Villas,	undertake the Public Private Partnership Project i.e. the Ravi Riverfront City, Zone 3 Sapphire Bay project, involving development of the Real Estate on a design, build, develop, operate, finance and transfer (DBDFOT) mode, as per the terms of the PPP Agreement with the objective of development of residential and commercial plots for generating income for Unit Holders, through lease of the end product to its customers and disposal of all other
time by which such project shall become commercially operational;      expected time by which the project shall	Not applicable, Dolmen City REIT's project is already operational	accessible directly from Shahrah-e-Us- man / Hub Dam link road (Abdullah Chowrangi). SWIR has acquired land from Silk Bank Limited and World Group.  2 & 3. The Trust Deed was registered on 26 August 2021 and SECP approval	REIT Assets.  2 & 3. SBIDR's trust deed was registered on 24 December 2021, whereas SECP granted its approval granted on 12 January 2022. Total completion time for the whole project is estimated/targeted at 10 years;
start paying return on investment; and		was granted on 27 September 20221, SWIR has an indicative life of 8 years. 4. SWIR is expected to start paying	SBIDR is expected to start paying returns on investment in approximately 4 years from the date of commencement; and
<ol> <li>funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;</li> </ol>		returns on investment approximately 2 years after commencement of operations.	<ol> <li>Associated companies namely Javedan Corporation Limited and Fatima Fertilizer Limited has invested in the units of SBIDR."</li> </ol>
		5. None	
X. Salient feature of agreement(s), if any, with associated con	npany or associated undertaking with req	gards to proposed investment	
Salient Feature of Agreement	None	None	None
XVII. Number of securities and percentage thereof held befo	re and after the proposed investment		
No of unit hold	None	None	None
* Advances from unit holders were received and no units we	re issued against such subscription mon	ey.	
XVIII. Current and preceding twelve weeks' weighted averag	e market price where investment is prop	osed to be made in listed securities; and	
Weighted average market price	Not applicable	Not applicable	Not applicable

# Annexure E

S.No.	Description	Information
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	SAFEMIX CONCRETE PRODUCTS LIMITED An associated undertaking due to investments by the Company
2	Purpose, benefits and period of investment	For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time
3	Maximum amount of investment	Unutilized limit of PKR 155.69 million is requested for approval. This is in addition to Investment at cost of PKR 94.31 million already made upto 30 June, 2023.
4	Maximum price at which securities will be acquired	At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment
5	Maximum number of securities to be acquired	No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above
6	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not Applicable
7	Number of securities and percentage thereof held before and after the proposed investment	Before: 5.69 million shares held in the Company as on 30 June, 2023 being 22.80% holding. After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above
8	In case of investment in listed securities, average of the preceding twelve weekly average price of the security intended to be acquired	PKR 13.62
9	In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)	Not Applicable
10	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 274.29 million, PKR 744.98 million and PKR 470.69 million respectively. Gross Profit, Loss before tax and Profit after tax amounting to PKR 273.63 million, PKR 206.97 million and PKR 133.37 million respectively"
11	Break-up value of securities intended to be acquired on the basis of the latest audited financial statements	PKR 10.97
12	Earning per share of the associated company or associated undertaking for the last three years	2023: PKR 5.33 2022: PKR 1.86 2021: PKR 0.26
13	Sources of fund from which securities will be acquired	From company's own available liquidity and credit lines

S.No.	Description	Information
14	Where the securities are intended to be acquired using borrowed funds	
(i)	Justification for investment through borrowings	The Company foresee the return on this strategic investment higher than the borrowing cost
(ii)	Detail of guarantees and assets pledged for obtaining such funds	Pledge of listed securities and / or charge over assets of the Company, if and where needed.
(iii)	Cost Benefit Analysis	Company's expects to time the investment to earn return over and above the borrowing cost.
15	Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment	There is no agreement as this is a Strategic Investment
16	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
17	Any other important details necessary for the members to understand the transaction	Not Applicable
18	In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely	
(i)	Description of the project and its history since conceptualization	Not Applicable
(ii)	Starting and expected dated of completion of work	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected time by which the project shall start paying return on investment	Not Applicable
19	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	SMCPL reported earnings per share of PKR 5.33 for the year ended 30th June 2023 as compared to earnings per share of PKR 1.86 last year. Consequently, the investment is expected to add value to AHL shareholders. Performance of SMCPL can be referred in Point 10 to 12 above.

S.No.	Description	Information
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	POWER CEMENT COMPANY LIMITED  An associated undertaking due to investments by the holding Company
2	Purpose, benefits and period of investment	For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time
3	Maximum amount of investment	Unutilized limit of PKR 869.71 million is requested for approval. This is in addition to Investment at cost of PKR 237.29 million already made upto 30 June, 2023.
4	Maximum price at which securities will be acquired	At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment
5	Maximum number of securities to be acquired	No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above
6	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not Applicable
7	Number of securities and percentage thereof held before and after the proposed investment	Before: 1.73 million shares held in the Company as on 30 June, 2023 being 0.13% holding.  After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above
8	In case of investment in listed securities, average of the preceding twelve weekly average price of the security intended to be acquired	PKR 4.13
9	In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)	Not Applicable
10	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 17,568 million, PKR 48,530 million and PKR 30,963 million respectively. Gross profit, Loss before tax and Profit after tax amounting to PKR 3,732 million, PKR (80.91) million and PKR 168.99 million respectively"
11	Break-up value of securities intended to be acquired on the basis of the latest audited financial statements	PKR 13.31
12	Earning per share of the associated company or associated undertaking for the last three years	2023: PKR (0.19) 2022: PKR (0.62) 2021: PKR 0.17
13	Sources of fund from which securities will be acquired	From company's own available liquidity and credit lines

S.No.	Description	Information
14	Where the securities are intended to be acquired using borrowed funds	
(i)	Justification for investment through borrowings	The Company foresee the return on this strategic investment higher than the borrowing cost
(ii)	Detail of guarantees and assets pledged for obtaining such funds	Pledge of listed securities and / or charge over assets of the Company, if and where needed.
(iii)	Cost Benefit Analysis	Company's expects to time the investment to earn return over and above the borrowing cost.
15	Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment	There is no agreement as this is a Strategic Investment
16	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
17	Any other important details necessary for the members to understand the transaction	Not Applicable
18	In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely	
(i)	Description of the project and its history since conceptualization	Not Applicable
(ii)	Starting and expected dated of completion of work	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected time by which the project shall start paying return on investment	Not Applicable
19	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	POWER reported loss per share of PKR 0.19 for the year ended 30th June 2023 as compared to loss per share of PKR 0.62 last year due to growth in profit margins. Consequently, the investment is expected to add value to AHL shareholders. Performance of POWER can be referred in Point 10 to 12 above.

S.No.	Description	Information
1	Name of the associated company or associated undertaking along with criteria based on which the associated relationship is established	AISHA STEEL MILLS LIMITED An associated undertaking due to investments by the holding Company
2	Purpose, benefits and period of investment	For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time
3	Maximum amount of investment	Unutilized limit of PKR 589 million is requested for approval. This is in addition to Investment at cost of PKR 410.63 million already made upto 30 June, 2023.
4	Maximum price at which securities will be acquired	At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment
5	Maximum number of securities to be acquired	No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above
6	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not Applicable
7	Number of securities and percentage thereof held before and after the proposed investment	Before: 0.4 million (ordinary) & 0.11 million (prefrence) shares held in the Company as on 30 June, 2023, being 0.6% holding. After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above
8	In case of investment in listed securities, average of the preceding twelve weekly average price of the security intended to be acquired	PKR 5.92
9	In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)	Not Applicable
10	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 15,692 million, PKR 38,046 million and PKR 22,354 million respectively.  Gross profit, Loss before tax and Loss after tax amounting to PKR 1,458 million, PKR 4,841 million and PKR 3,216 million respectively"
11	Break-up value of securities intended to be acquired on the basis of the latest audited financial statements	PKR 12
12	Earning per share of the associated company or associated undertaking for the last three years	2023: PKR (3.56) 2022: PKR 1.27 2021: PKR 8.19
13	Sources of fund from which securities will be acquired	From company's own available liquidity and credit lines

S.No.	Description	Information
14	Where the securities are intended to be acquired using borrowed funds	
(i)	Justification for investment through borrowings	The Company foresee the return on this strategic investment higher than the borrowing cost
(ii)	Detail of guarantees and assets pledged for obtaining such funds	Pledge of listed securities and / or charge over assets of the Company, if and where needed.
(iii)	Cost Benefit Analysis	Company's expects to time the investment to earn return over and above the borrowing cost.
15	Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment	There is no agreement as this is a Strategic Investment
16	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
17	Any other important details necessary for the members to understand the transaction	Not Applicable
18	In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely	
(i)	Description of the project and its history since conceptualization	Not Applicable
(ii)	Starting and expected dated of completion of work	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected time by which the project shall start paying return on investment	Not Applicable
19	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	It is market consensus that interest rates are expected to come down during FY24. This will benefit steel companies, amid the rise in economic activity.  Relaxation in import restrictions will make it easier for steel companies to bring in their essential raw materials.  Furthermore, flat steel finds application in construction projects, and the government's announcement of a record-high Public Sector Development Program (PSDP) will lead to increased steel demand. Consequently, the investment is expected to add value to AHL shareholders.  Performance of ASL can be referred in Point 10 to 12 above.

S.No.	Description	Information
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	JAVEDAN CORPORATION LIMITED An associated undertaking due to investments by the holding Company
2	Purpose, benefits and period of investment	For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time
3	Maximum amount of investment	Unutilized limit of PKR 587.88 million is requested for approval. This is in addition to Investment at cost of PKR 412.17 million already made upto 30 June, 2023.
4	Maximum price at which securities will be acquired	At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment
5	Maximum number of securities to be acquired	No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above
6	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not Applicable
7	Number of securities and percentage thereof held before and after the proposed investment	Before: 5 million (ordinary) shares held in the Company as on 30 June, 2023, being 1.31% holding.  After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above
8	In case of investment in listed securities, average of the preceding twelve weekly average price of the security intended to be acquired	PKR 40.44
9	In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)	Not Applicable
10	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 25,921 million, PKR 42,883 million and PKR 10,217 million respectively. Gross profit, (Loss) / Profit before tax and Profit after tax amounting to PKR 9,033 million, PKR 6,967 million and PKR 6,742 million respectively
11	Break-up value of securities intended to be acquired on the basis of the latest audited financial statements	PKR 68.06
12	Earning per share of the associated company or associated undertaking for the last three years	2023: PKR 17.7 2022: PKR 3.95 2021: PKR 1.04
13	Sources of fund from which securities will be acquired	From company's own available liquidity and credit lines

S.No.	Description	Information
14	Where the securities are intended to be acquired using borrowed funds	
(i)	Justification for investment through borrowings	The Company foresee the return on this strategic investment higher than the borrowing cost
(ii)	Detail of guarantees and assets pledged for obtaining such funds	Pledge of listed securities and / or charge over assets of the Company, if and where needed.
(iii)	Cost Benefit Analysis	Company's expects to time the investment to earn return over and above the borrowing cost.
15	Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment	There is no agreement as this is a Strategic Investment
16	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
17	Any other important details necessary for the members to understand the transaction	Not Applicable
18	In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely	
(i)	Description of the project and its history since conceptualization	Not Applicable
(ii)	Starting and expected dated of completion of work	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected time by which the project shall start paying return on investment	Not Applicable
19	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	JVDC reported earnings per share of PKR 17.7 for the year ended 30th June 2023 as compared to earnings per share of PKR 3.95 last year. Consequently, the investment is expected to add value to AHL shareholders.

# 1 LOANS, ADVANCES AND CORPORATE GUARANTEES

S.No.	Description	Information
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	SAFEMIX CONCRETE PRODUCTS LIMITED An associated undertaking due to investments by the Company
2	Amount of loans or advances	Previously sanctioned unutilized limit of PKR 250 million is requested for renewal. Above facilities will be in the nature of running finance & corporate guarantee for a period of one year and shall be renewable in next general meeting for further period of one year.
3	Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances	To support the functionality , operations and growth of the associate.
4	In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof	During 2022-23, no loan was extended to the associate.
5	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	During 2022-23, no loan was extended to the associate.
6	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 274.29 million, PKR 744.98 million and PKR 470.69 million respectively.  Gross Profit, Loss before tax and Profit after tax amounting to PKR 273.63 million, PKR 206.97 million and PKR 133.37 million respectively"
7	Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period	Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2022 - 2023.
8	Rate of interest, mark up, profit, fees or commission etc. to be charged	Higher than the Companys' prevalent average borrowing cost.
9	Sources of funds from where loans or advances will be given	From Company's own available liquidity and credit lines
10	Where loans or advances are being granted using borrowed funds	
(i)	Justification for granting loan or advance out of borrowed funds	To support the functionality, operations and growth of the associate.
(ii)	Detail of guarantees / assets pledged for obtaining such funds, if any	Pledge of listed securities and / or charge over assets of the Company, if and where needed.
(iii)	Repayment schedules of borrowing of the investing company	Obtained facilities have different maturity dates upto September 30, 2024.

S.No.	Description	Information
11	Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any	Will be decided with mutual consent at the time of extending the loan.
12	If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable
13	Repayment schedule and terms of loans or advances to be given to the investee company	Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.
14	Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment	Not Applicable
15	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
16	Any other important details necessary for the members to understand the transaction	Not Applicable
17	In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely	
(i)	A description of the project and its history since conceptualization	Not Applicable
(ii)	Start date and expected date of completion	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected return on total capital employed in the project	Not Applicable
(v)	Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts	Not Applicable

S.No.	Description	Information	
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	ARIF HABIB CORPORATION LIMITED An associated undertaking due to Parent Comapny.	
2	Amount of loans or advances	Previously sanctioned unutilized limit of PKR 1,500 million is requested for renewal. Above facilities will be in the nature of running finance and corporate guarantee for a period of one year and shall be renewable in next general meeting for further period of one year.	
Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances  To support the functionality, operati of the associate.		To support the functionality , operations and growth of the associate.	
4	In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof	During 2022-23, no loan was extended to the associate.	
5	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	During 2022-23, no loan was extended to the associate.	
6	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 20,469 million, PKR 23,814 million and PKR 3,345 million respectively.  Profit before tax and Loss after tax amounting to PKR 37.90 million and PKR 972.36 million	
7	Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period	Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2022 - 2023.	
8	Rate of interest, mark up, profit, fees or commission etc. to be charged	Higher than the Companys' prevalent average borrowing cost.	
9	Sources of funds from where loans or advances will be given	From Company's own available liquidity and credit lines	
10	Where loans or advances are being granted using borrowed funds		
(i)	Justification for granting loan or advance out of borrowed funds	To support the functionality, operations and growth of the associate.	
(ii)	Detail of guarantees / assets pledged for obtaining such funds, if any	Pledge of listed securities and / or charge over assets of the Company, if and where needed.	
(iii)	Repayment schedules of borrowing of the investing company	Obtained facilities have different maturity dates upto September 30, 2024.	

S.No.	Description	Information
11	Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any	Will be decided with mutual consent at the time of extending the loan.
12	If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable
13	Repayment schedule and terms of loans or advances to be given to the investee company	Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.
14	Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment	Not Applicable
15	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
16	Any other important details necessary for the members to understand the transaction	Not Applicable
17	In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely	
(i)	A description of the project and its history since conceptualization	Not Applicable
(ii)	Start date and expected date of completion	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected return on total capital employed in the project	Not Applicable
(v)	Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts	Not Applicable

S.No.	Description	Information	
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	POWER CEMENT LIMITED  An associated undertaking due to investment by the holding Company	
2	Amount of loans or advances	Previously sanctioned unutilized limit of PKR 1,000 million is requested for renewal. Above facilities will be in the nature of running finance and corporate guarantee for a period of one year and shall be renewable in next general meeting for further period of one year.	
3	Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances	To support the functionality , operations and growth of the associate.	
4	In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof	During 2022-23, no loan was extended to the associate.	
5	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	During 2022-23, no loan was extended to the associate.	
6	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 17,514 million, PKR 48,741 million and PKR 31,227 million respectively. Gross profit, Loss before tax and Profit after tax amounting to PKR 6,568 million, PKR (80.95) million and PKR 240.46 million respectively	
7	Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period	Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2022 - 2023.	
8	Rate of interest, mark up, profit, fees or commission etc. to be charged	Higher than the Companys' prevalent average borrowing cost.	
9	Sources of funds from where loans or advances will be given	From Company's own available liquidity and credit lines	
10	Where loans or advances are being granted using borrowed funds		
(i)	Justification for granting loan or advance out of borrowed funds	To support the functionality, operations and growth of the associate.	
(ii)	Detail of guarantees / assets pledged for obtaining such funds, if any	Pledge of listed securities and / or charge over assets of the Company, if and where needed.	
(iii)	Repayment schedules of borrowing of the investing company	Obtained facilities have different maturity dates upto September 30, 2024.	

S.No.	Description	Information
11	Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any	Will be decided with mutual consent at the time of extending the loan.
12	If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable
13	Repayment schedule and terms of loans or advances to be given to the investee company	Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.
14	Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment	Not Applicable
15	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.
16	Any other important details necessary for the members to understand the transaction	Not Applicable
17	In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely	
(i)	A description of the project and its history since conceptualization	Not Applicable
(ii)	Start date and expected date of completion	Not Applicable
(iii)	Time by which such project shall become commercially operational	Not Applicable
(iv)	Expected return on total capital employed in the project	Not Applicable
(v)	Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts	Not Applicable

S.No.	Description	Information	
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	AISHA STEEL MILLS LIMITED An associated undertaking due to investment by the holding Company	
2	Amount of loans or advances	Previously sanctioned unutilized limit of PKR 1,000 million is requested for renewal. Above facilities will be in the nature of running finance and corporate guarantee for a period of one year and shall be renewable in next general meeting for further period of one year.	
3	Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances	To support the functionality , operations and growth of the associate.	
4	In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof	During 2022-23, no loan was extended to the associate.	
5	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	During 2022-23, no loan was extended to the associate.	
6	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 14,767 million, PKR 37,155 million and PKR 22,387 million respectively. Gross profit, Loss before tax and Loss after tax amounting to PKR 1,460 million, PKR 4,840 million and PKR 3,639 million respectively	
7	Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period	Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2022 - 2023.	
8	Rate of interest, mark up, profit, fees or commission etc. to be charged	Higher than the Companys' prevalent average borrowing cost.	
9	Sources of funds from where loans or advances will be given	From Company's own available liquidity and credit lines	
10	Where loans or advances are being granted using borrowed funds		
(i)	Justification for granting loan or advance out of borrowed funds	To support the functionality, operations and growth of the associate.	
(ii)	Detail of guarantees / assets pledged for obtaining such funds, if any	Pledge of listed securities and / or charge over assets of the Company, if and where needed.	
(iii)	Repayment schedules of borrowing of the investing company	Obtained facilities have different maturity dates upto September 30, 2024.	

S.No.	Description	Information	
11	Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any	Will be decided with mutual consent at the time of extending the loan.	
12	If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable	
13	Repayment schedule and terms of loans or advances to be given to the investee company	Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.	
14	Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment	Not Applicable	
15	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.	
16	Any other important details necessary for the members to understand the transaction	Not Applicable	
17	In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely		
(i)	A description of the project and its history since conceptualization	Not Applicable	
(ii)	Start date and expected date of completion	Not Applicable	
(iii)	Time by which such project shall become commercially operational	Not Applicable	
(iv)	Expected return on total capital employed in the project	Not Applicable	
(v)	Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts	Not Applicable	

S.No.	Description	Information	
1	Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established	JAVEDAN CORPORATION LIMITED An associated undertaking due to investment by the holding Company	
2	Amount of loans or advances	Previously sanctioned limit of PKR 1,000 million is requested for renewal. Above facilities will be in the nature of running finance and corporate guarantee for a period of one year and shall be renewable in next general meeting for further period of one year.	
3	Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances	To support the functionality, operations and growth of the associate.	
4	In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof	The markup on facility shall be 3 months KIBOR + 1.75% per annum. Markup is payable on Quarterly basis. The loan is repayable within 30 business days of notice of demand. The markup rate may be increased / reduced if borrowing cost of the Company is increased.	
5	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	Not Applicable	
6	Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements	Total Equity, Total assets and total liability amounting to PKR 25,921 million, PKR 42,883 million and PKR 10,217 million respectively. Gross profit, (Loss) / Profit before tax and Profit after tax amounting to PKR 9,033 million, PKR 6,967 million and PKR 6,742 million respectively	
7	Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period	Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2022 - 2023.	
8	Rate of interest, mark up, profit, fees or commission etc. to be charged	Higher than the Companys' prevalent average borrowing cost.	
9	Sources of funds from where loans or advances will be given	From Company's own available liquidity and credit lines	
10	Where loans or advances are being granted using borrowed funds		
(i)	Justification for granting loan or advance out of borrowed funds	To support the functionality, operations and growth of the associate.	
(ii)	Detail of guarantees / assets pledged for obtaining such funds, if any	Pledge of listed securities and / or charge over assets of the Company, if and where needed.	
(iii)	Repayment schedules of borrowing of the investing company	Obtained facilities have different maturity dates upto September 30, 2024.	

S.No.	Description	Information	
11	Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any	Will be decided with mutual consent at the time of extending the loan.	
12	If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable	
13	Repayment schedule and terms of loans or advances to be given to the investee company	Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.	
14	Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment	Not Applicable	
15	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.	
16	Any other important details necessary for the members to understand the transaction	Not Applicable	
17	In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely		
(i)	A description of the project and its history since conceptualization	Not Applicable	
(ii)	Start date and expected date of completion	Not Applicable	
(iii)	Time by which such project shall become commercially operational	Not Applicable	
(iv)	Expected return on total capital employed in the project	Not Applicable	
(v)	Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts	Not Applicable	

# STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT 2017

# **ANNEXURE F**

Circulation of Annual Audited Financial Statements through QR enabled code and weblink

Through its Notification bearing No. S.R.O 389(I)/2023 dated 21st March 2023, subject to conditions mentioned therein, SECP has allowed circulation of Annual Audited Financial Statements by the companies to its members through QR enabled code and weblink instead of CD/DVD/USB. In view of technological advancements and old technology becoming obsolete, Members are requested to authorize the same by approving the agenda.

However, if a shareholder, in addition, requests for complete financial statements with relevant documents in hard copy, the same shall be provided free of cost within seven days of receipt of such request. For convenience of shareholders, a "Standard Request Form for provision of Annual Audited Accounts" has also been made available on the Company's website (http://www.arifhabibltd.com/).

# **Form of Proxy**

# 19th Annual General Meeting

The Company Secretary

Arif Habib Limited Arif Habib Centre 23-M.T. Khan Road Karachi

I/we		of		being a
membe	r(s) of Arif Habib Limi	ted holding		ordinary
hereby	appoint Mr./Mrs./N			
		my/our Proxy to attend, act and \		(being
	eteenth Annual Gene ment thereof.	ral Meeting of the Company to be	held on October 28	3, 2023 and /or any
Signed t	his	day of		2023.
WITNES	SSES:			
1. Na	ıme:			
Ad	dress:			
Sic			Cignatura	0.0
عاد	illacare.		Signature Rs. 5/Reve	enue Stamp
2. Na	ıme:			
	C No.:			
Sig	nature ·			

- 1. A member entitled to attend and vote at the meeting may appoint another member as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
- 2. Proxy shall authenticate his/her identity by showing his/her CNIC or original passport and bring folio number at the time of attending the meeting.
- 3. In order to be effective, the proxy forms must be received at the Registered Office of the Company; Arif Habib Centre, 23-M.T. Khan Road, Karachi, not later than 48 hours before the meeting duly signed and stamped and witnessed by two persons with their signature, name, address and CNIC number given on the form.
- 4. In the case of individuals attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.

# Form of Proxy for E-Voting

# 19th Annual General Meeting

The Company Secretary

Arif Habib Limited Arif Habib Centre 23-M.T. Khan Road Karachi

I/we	2,	of	, holder of
_		Share(s) as   _hereby opt for e-voting through Intermedial	per Registered Folio No./CDC A/c. ry and hereby consent to the
Mr./ exer reso	rcise e-voting as pe plutions. My secure sword and electro	er the Companies (E-Voting) Regulations, 2010 ed email address is nic signature through email. Signed this 2023.	6 and hereby demand for poll for , please send login details,
Sign	ned this	day of	2023.
WIT	NESSES:		
1.	Address:		Signature on Rs. 5/Revenue Stamp
2.	Address :		

- 01. A member entitled to attend and vote at the meeting may appoint another member and non-members as his / her proxy.
- 02. In order to be effective, the instructions/proxy forms must be received at the Company's registered office address at Arif Habib Centre, 23, M.T. Khan Road, Karachi, no later than 10 days before the meeting (i.e. by the close of business on October 05, 2022), duly signed and stamped and witnessed by two persons with their names, address, CNIC numbers and signatures. Further the same instructions/proxy scanned copy may also be sent to our official email id evoting@arifhabibltd.com.
- 03. In the case of individuals attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- 04. In the case of proxy by a corporate entity, Board of Directors resolution/power of attorney and attested copy of the CNIC or passport of the proxy shall be submitted along with proxy Form