



THE PAKISTAN GENERAL INSURANCE COMPANY LIMITED

NOTICE OF THE 78th ANNUAL GENERAL MEETING

Notice is hereby given that the 78th Annual General Meeting of the members of The Pakistan General Insurance Company Limited will be held on Monday, May 28 2025, at 4:00 PM at the Company's Head Office located at 1649, Shopping Center # 3, Aziz Shaheed Road, Mall Plaza Chowk, Mall Road, Multan Cantt Commercial Area, Multan, Punjab, to transact the following business:

Ordinary Business

1. To confirm the minutes of the 77th Annual General Meeting held on May 28, 2024.
2. To receive, consider and adopt the audited financial statements of the Company for the year ended December 31, 2024, together with the Directors' and Auditors' Reports thereon.
3. To appoint Auditors for the year ending December 31, 2025, and fix their remuneration.
4. To elect seven (7) Directors in accordance with Section 159(1) of the Companies Act, 2017.

The following retiring Directors are eligible for re-election:

- Abrar Ahmed Cheema
- Abdul Haseeb Fakhri
- Ali Shahzad
- Bushra Shahzad
- Chaudhry Muhammad Naeem
- Muhammad Asad Jaweed
- Jamshed Mir

Special Business

- To consider and, if thought fit, to pass, with or without modification, the following special resolutions:

5. To consider and if thought fit approve an increase in the authorized share capital of the Company and for this purpose pass the following special resolution, with or without any amendments and to approve the consequent amendments in the Memorandum and Articles of Association of the Company, subject to requisite approvals, if any:

“RESOLVED THAT the authorized share capital of the Company be and is hereby increased from Rs. 500,000,000/- (Rupees Five Hundred Million Only) divided into 50,000,000 (Fifty Million) shares of Rs. 10/- each to Rs. 1,500,000,000/- (Rupees One Billion Five Hundred Million Only) divided into 150,000,000 (One Hundred Fifty Million) Equity Shares of Rs. 10/- each, each ranking pari passu in every respect with the existing ordinary shares of the Company.

“RESOLVED FURTHER THAT, in consequence of the said increase in the Authorized Share Capital of the Company, the existing Clause V of the Memorandum of Association of the Company be and is hereby replaced in its entirety as follows;

Clause V of the Memorandum of Association

The Authorized Capital of the Company is Rs. 1,500,000,000/- (Rupees One Billion Five Hundred Million Only) divided into 150,000,000 (One Hundred Fifty Million) Equity Shares of Rs. 10/- each, with power to increase the capital or any portion thereof and to consolidate, reorganise or alter the share capital of the Company; and to divide and/or sub-divide the whole or any part of its share capital into several classes as may be determined by or in accordance with the regulations of the Company or subject to the provisions of the Companies Act, 2017.



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“RESOLVED FURTHER THAT, in consequence of the said increase in the Authorized Share Capital of the Company, the existing Article 5 of the Articles of Association of the Company be and is hereby replaced in its entirety as follows;

Article 5 of the Article of Association

The Authorized Capital of the Company is Rs. 1,500,000,000/- (Rupees One Billion Five Hundred Million Only) divided into 150,000,000 (One Hundred Fifty Million) Equity Shares of Rs. 10/- each.

“RESOLVED FURTHER THAT the Chief Executive Officer, Chief Financial Officer and the Company Secretary of the Company be and are hereby singly as well as any two jointly authorized to take all necessary steps and execute documents including legal and corporate formalities and file all requisite documents with Securities & Exchange Commission of Pakistan as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the above resolutions according to the applicable Laws and Regulations.”

Any Other Business

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

By Order of the Board,

Muhammad Mushtaq
Company Secretary

Multan: Tuesday, May 06, 2025



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Notes:

AGM Participation through VC/OAVM (Virtual Meeting Access)

- Due to SECP guidelines and the COVID-19 pandemic, companies must provide an operative Zoom link for attending the AGM.
- Members can join the AGM via Zoom with:

Meeting ID: 4705346021

Passcode: h113JN

Zoom Link: [https://us05web.zoom.us/j/88474723544?](https://us05web.zoom.us/j/88474723544?pwd=EU6l8qB9cnzKsNRMCAzmj8agjAjq1)

[pwd=EU6l8qB9cnzKsNRMCAzmj8agjAjq1](https://us05web.zoom.us/j/88474723544?pwd=EU6l8qB9cnzKsNRMCAzmj8agjAjq1)

Attendance and Voting Procedure

- Only members who submit a scanned attendance slip with a valid CNIC to info@pgi.com.pk will be allowed to join the meeting.
- Voting can be done through:
 1. Electronic voting
 2. Postal ballot
 3. Show of hands via VC

Important Dates

- Book Closure Period: Thursday, May 21, 2025 to Wednesday, May 28, 2025 (both days inclusive)
- AGM Date & Time: Tuesday, May 28, 2025, at 04:00 P.M.
- Deadline for Proxy/Attendance Slip Submission: 48 hours before the AGM
- Postal Ballot Deadline: Must be received by Monday, May 26, 2025, during business hours.

Shareholding and Proxy Guidelines

- Members must convert physical shares to Book-Entry Form.
- Proxy form must be accompanied by attested CNIC copy.
- Only one proxy per member is allowed.
- Proxy and ballot forms must be signed and correctly filled to be valid.

Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from May 21, 2025 to May 28, 2025 (both days inclusive). Transfers received at the Company's Share Registrar, Corplink (Pvt.) Limited, Wings Arcade, 1-K Commercial, Model Town, Lahore, by the close of business on May 21, 2025, will be treated in time for the purpose of attending the AGM.



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Participation and Proxy

A member entitled to attend and vote at the meeting may appoint another member as a proxy. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the meeting.

CDC Account Holders

Members holding shares in CDC are requested to bring their original CNICs/passports for identification and provide their account and participant IDs for verification. In case of proxy, a valid copy of CNIC of the member and proxy, along with the proxy form duly attested must be submitted.

E-Voting Facility

Pursuant to the Companies (Postal Ballot) Regulations, 2018 and Section 143 of the Companies Act, 2017, e-voting may be arranged for the agenda item(s) subject to receipt of such demand from members holding an aggregate of not less than 10% of the total paid-up capital. Members are requested to notify the Company Secretary in writing at least 10 days before the date of AGM if they wish to demand e-voting.

Video Conference Facility

In compliance with SECP's guidelines, members who wish to participate in the AGM through video link may register their request by emailing their name, CNIC number, folio number, cell number, and email address to info@pgi.com.pk at least 48 hours before the meeting. A video link will be shared with those who register accordingly.

Change Of Address

Members are requested to notify any change in their address or contact details immediately to the Share Registrar.

Submission of Intention to Contest Election of Directors

Members intending to contest the election of directors are required to submit their notices of intention along with relevant declarations and disclosures at the Registered Office of the Company not later than fourteen (14) days prior to the date of the AGM in compliance with the provisions of Section 159 of the Companies Act, 2017.



The Pakistan General Insurance Company Limited (CUIN: 0043762)

Registered Office: 5A, Bank Square, Lahore

Tel: 042-+92-(42) 3732-4404; 3722-3224

Email: info@pgi.com.pk

Attendance Slip
Annual General Meeting – 2024

Registered Folio / Client ID	
Name and Address of Shareholder(s)	
Joint Holder 1 (if any)	
Joint Holder 2 (if any)	

I/We hereby record my/our presence at the Annual General Meeting of The Pakistan General Insurance Company Limited held on , 2025 at 04:00 P.M.

Member's / Proxy's Folio / Client ID	Member's / Proxy's Name (Block Letters)	Member's / Proxy's Signature

Note:

- Shareholders are requested to complete and sign this Attendance Slip and submit a scanned copy, along with a valid CNIC, via email to info@pgi.com.pk at least 48 hours before the meeting.
- Attendance is subject to verification of identity and entitlement.
- Only members whose names appear in the Register of Members as on the book closure date are eligible to attend and vote.



THE PAKISTAN GENERAL INSURANCE COMPANY LIMITED
FORM OF PROXY

For the Annual General Meeting – 2024

I/We, _____ of _____, holding CNIC/Passport No. _____ and being a member of The Pakistan General Insurance Company Limited, hereby appoint: _____ of _____, holding CNIC/Passport No. _____, or failing him/her hereby appoint, _____ of _____, holding CNIC/Passport No. _____, as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on T, 2025, at 04:00 P.M. via VC/OAVM, and at any adjournment thereof.

As witness my/our hand/seal this ____ day of _____, 2025.

WITNESSES:

1. Signature: _____

Name: _____

Address: _____

CNIC No.: _____

2. Signature: _____

Name: _____

Address: _____

CNIC No.: _____

Folio / CDC Account No.: _____

Revenue Stamp of Rs. 5/-

To be signed by the above named shareholder

Note:

1. This proxy form must be deposited at the Company's Registered Office at least 48 hours before the time of the meeting.
2. A proxy must be a member of the Company.
3. The form must be witnessed by two individuals, along with their CNIC numbers.
4. Attested copies of CNIC of both the appointer and proxy-holder must be enclosed.
5. The proxy must present their original CNIC at the time of the meeting.
6. For corporate entities, a Board resolution or Power of Attorney with specimen signature must accompany the form.



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THE PAKISTAN GENERAL INSURANCE COMPANY LIMITED
POSTAL BALLOT PAPER

Ballot paper for voting through the post for the Special Business at Annual General Meeting to be held on Monday, May 28 2025, at 4:00 PM at the Company's Head Office located at 1649, Shopping Center # 3, Aziz Shaheed Road, Mall Plaza Chowk, Mall Road, Multan Cantt Commercial Area, Multan.

Folio/CDS Account Number	
Name of Shareholder/Proxy Holder	
Registered Address	
Number of Shares Held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation and Federal Government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

Agenda Item # 05

“RESOLVED THAT the authorized share capital of the Company be and is hereby increased from Rs. 500,000,000/- (Rupees Five Hundred Million Only) divided into 50,000,000 (Fifty Million) shares of Rs. 10/- each to Rs. 1,500,000,000/- (Rupees One Billion Five Hundred Million Only) divided into 150,000,000 (One Hundred Fifty Million) Equity Shares of Rs. 10/- each, each ranking pari passu in every respect with the existing ordinary shares of the Company.”

1. Please indicate your vote by ticking (___) the relevant box.

2. In case if both the boxes are marked as (___), your poll shall be treated as “Rejected”.



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Instructions for Poll		
1. Please indicate your vote by ticking (___) the relevant box.		
2. In case if both the boxes are marked as (___), your poll shall be treated as “Rejected”.		
I/We hereby exercise my/our vote in respect of the above resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below:		
Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Agenda Item # 5		
Agenda Item # 6		

NOTES:

1. Duly filled ballot paper should be sent to the Chairman at 5A, Bank Square, Lahore or email at info@pgi.com.pk.
2. Copy of CNIC / Passport (in case of a foreigner) should be enclosed with the postal ballot form.
3. Ballot paper should reach the Chairman office within business hours by or before Tuesday, May 27, 2025. Any postal ballot received after this date will not be considered for voting.
4. The signature on the ballot paper should match the signature on CNIC / Passport (in case of a foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over-written poll paper will be rejected.
6. In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution / Power of Attorney / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.

Shareholder / Proxy holder Signature/Authorized Signatory
(In case of corporate entity, please affix company stamp)

Date: _____