

Ref: MISIL/EOGM-2025

May 27, 2025

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.
By PUCARS & Courier

SUBJECT: NOTICE OF EXTRAORDINARY GENERAL MEETING

Dear Sir,

Please find attached copy of the **Notice of the Extraordinary General Meeting** (the Notice) to be held on Friday, June 20, 2025 at 11:45 AM, at Avari Hotel, 87, Shahrah-e-Quaide-e-Azam, Lahore, prior to its dispatch to the members. Further, abstract of the Notice to be published in Business Recorder (English) and Nawa-i-Waqt (Urdu) on Wednesday, May 28, 2025, is also being attached.

Yours Sincerely,

For **MUGHAL IRON & STEEL INDUSTRIES LIMITED**



MUHAMMAD FAHAD HAFEEZ
(Company Secretary)



CC: **The Director / HOD**

(Surveillance, Supervision and Enforcement Department),
Securities & Exchange Commission of Pakistan,
Islamabad.



REGISTERED OFFICE:

31-A, Shadman -1, Lahore.
Office: +92-42-35960841-3
Fax: +92-42-35960846
E-mail: fahadhafiez@mughalsteel.com
Website: www.mughalsteel.com

NTN #: 3533975-6

STRN #: 03-06-7326-012-82

WORKS:

17- K.M, Sheikhpura Road, Sheikhpura.
Tel: +92-42-37970226-7
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NOTICE OF EXTRAORDINARY

GENERAL MEETING

June 20, 2025

MUGHAL IRON & STEEL INDUSTRIES LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that Extraordinary General Meeting (the Meeting) of the members (Ordinary and Class-C) of **MUGHAL IRON & STEEL INDUSTRIES LIMITED** (the Company) will be held on Friday, June 20, 2025 at 11:45 a.m. at Avari Hotel, 87, Shahrah-e-Quaide-e-Azam, Lahore to transact the following business:

Special Businesses

1. To consider and, if deemed fit, approve long-term loan investment of Rs. 2,500.000/- million in Mughal Energy Limited under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 by passing the proposed special resolutions as mentioned in the statement required under section 134(3) of the Companies Act 2017 annexed to the Notice of the Meeting.

Statement of material facts as required under section 134(3) of the Companies Act, 2017 is annexed.

By Order of the Board
-sd-

Muhammad Fahad Hafeez
Company Secretary

Lahore: May 27, 2025

NOTES:

1. Closure of share transfer books:

The share transfer books (Ordinary and Class-C) of the Company will remain closed from June 12, 2025 to June 20, 2025 (both days inclusive). Physical transfers / Central Depository System (CDS) Transaction IDs received in order by the Company's share registrar, M/s. THK Associates (Private) Limited, 32-C, Jami Commercial Street 2, D.H.A Phase-VII, Karachi, up to the close of business on June 11, 2025, will be considered in time for the entitlement of the members (Ordinary and Class-C) to participate and vote at the Meeting.

2. Participation / proxies:

A member of the Company entitled to participate and vote at this Meeting may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the Meeting. Attested copy of Computerized National Identity Card (CNIC)/ Smart National Identity Card (SNIC) of the member appointing the proxy shall be attached with the instrument. An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, copies of the instrument of proxy may also be obtained from the registered office of the Company during normal office hours or downloaded from the Company's website: www.mughalsteel.com. A company or a corporation being a member of the Company may appoint a representative through a resolution of its board of directors for attending and voting at the Meeting. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are further advised to follow the guidelines as laid down by the SECP vide Circular No. 1 of 2000.

Pursuant to section 132(2) of the Companies Act, 2017, if the Company receives a request from members holding an aggregate 10% or more shareholding residing in a city, such members may request a video conferencing facility for the purposes of participating in the Meeting at such a location by sending a request to the Company at least seven (07) days prior to the date of the Meeting, the Company will arrange video conference facility in that city subject to the availability of such facility in that city.

Members are also being provided with the facility to participate in the meeting through electronic means via Zoom video-link. Accordingly, interested members are requested to get themselves registered by sending their particulars at the designated e-mail address fahadhafeez@mughalsteel.com, giving particulars as per below table latest by the close of business hours (5:00 PM) on June 18, 2025.

Name of member	CNIC No./NTN No.	CDC Participant ID / Folio No.	Cell No	Registered email address

Members, who are registered, after the necessary verification, will be provided a Zoom video-link by the Company on the same e-mail address that they e-mail the Company with. The login facility will be provided on the day of the Meeting and will remain open from 11:45AM till the end of the Meeting. Only those members whose names appear in the register of members as of June 11, 2025 will be entitled to participate and vote at the Meeting via Zoom-video link.

3. Postal ballot facility and Scrutinizer:

In accordance with the Companies (Postal Ballot) Regulations, 2018 (the Regulations), the right to vote through electronic voting facility and voting by post shall be provided to members of the Company in the manner and subject to conditions contained in the Regulations.

Under Regulation 11 of the Regulations, the Board of directors has appointed M/s Fazal Mahmood & Company, Chartered Accountants, (a QCR-rated audit firm) to act as the Scrutinizer of the Company for the business to be transacted in the meeting and to undertake responsibilities as defined in the Regulations.

4. Gifts at the meeting:

As per SRO 452 (I)/2025 no gifts will be distributed at the meeting.

5. Conversion of Physical Shares into Book-Entry Form:

In reference to Section 72(2) of the Act, all shareholders holding physical shares are requested to get converted their shares into book entry form at the earliest. This would facilitate shareholders in many ways including safe custody of shares, avoidance of formalities required for issuance of duplicate shares, etc. For the conversion of physical shares into book entry form, the shareholders may contact their Brokers, CDC Participants or CDC Investor Account Service.

6. Statutory Code of Conduct at General Meetings:

Shareholders are advised to adhere to the Code of Conduct as provided in Section 215 of the Companies Act, 2017 and Regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018. Shareholders are further advised to a take note of meeting etiquettes as prescribed in the Guidelines for Professional Conduct in General Meetings (the "Guide") issued by SECP.

7. Placement of EOGM Notice on the website and dispatch via email

The notice of EOGM has been placed on Company's website: www.mughalsteel.com and also been dispatched via email to those members who had provided their email addresses.

8. General:

Members holding shares in physical form are requested to promptly notify Company's share registrar, M/s. THK Associates (Private) Limited of any change in their postal/email addresses. Members maintaining their shares in CDS should have their address/ email addresses updated with their relevant Participant/CDC account services.

For any query/problem/information, the investors may contact Mr. Zeeshan Ejaz at +92-42-35960841 and e-mail address fahadhafeez@mughalsteel.com and/or THK Associates (Private) Limited at +92-21-35310191-6 and e-mail address sfc@thk.com.pk.

STATEMENT OF MATERIAL FACTS AS REQUIRED UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF SPECIAL BUSINESS TO BE TRANSACTED AT THE FORTHCOMING EXTRAORDINARY GENERAL MEETING IS APPENDED BELOW:

This statement sets out the material facts concerning the special business to be transacted at the forthcoming Extraordinary General Meeting of the Company to be held on Friday, June 20, 2025 at 11:45 a.m. at Avari Hotel, 87, Shahrah-e-Quaide-e-Azam, Lahore.

**AGENDA ITEM NO. 1.
INVESTMENT IN MUGHAL ENERGY LIMITED (SUBSIDIARY COMPANY)**

The Board of Directors of Mughal Iron & Steel Industries limited (MISIL) has proposed investment of Rs. 2,500.000/- million in Mughal Energy Limited (MEL), a subsidiary company of MISIL. Investment in MEL, will be in the form of grant of long-term loan for a period of 6 years including grace period of 1.5 years.

The terms and conditions are provided in the below given table containing information required to be disclosed to the members under the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 in which investment is proposed to be made is as under:

Information required to be disclosed to the members under the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 in which investment is proposed to be made is as under:		
(a)	Disclosure for all type of investment	
(A)	Disclosure regarding associated company:	
I.	Name of Associated Company	Mughal Energy Limited (MEL)
II.	Basis of relationship	Subsidiary company
III.	(Loss) per share for last three years:	2024
		2023
		2022
IV.	Break-up value per share based on latest audited financial statements (June 30, 2024)	PKR 15.95 per share
V.	Financial position, including main items of balance sheet and profit and loss account on the basis of its latest financial statements	Audited Financial Statements for the year ended June 30, 2024 showed:
		Profit & loss:
		Rupees in '000'
		Sales (net)
		Loss for the year
		Financial position:
		Rupees in '000'
		Fixed assets
		Current assets
		Total Assets
		Equity
		Non-current liabilities
		Current liabilities
		Total equity & liabilities

<p>VI. In case of investment in a project of an associated company / undertaking that has not commenced operations, in addition to the information referred to above, the following further information is also required:</p> <p>(i) a description of the project and its history since conceptualization;</p> <p>(ii) starting date and expected date of completion;</p> <p>(iii) time by which such project shall become commercially operational;</p> <p>(iv) expected time by which the project shall start paying return on investment;</p> <p>(v) funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts;</p>	<p>MEL is in process of installing a 36.50 MW captive hybrid power plant project. MEL had already imported the plant from Germany and land has also been acquired. Generation license from NEPRA and environmental approvals have also been obtained by MEL. The project is in final stages of completion, whereby, majority of civil and engineering work has been completed.</p> <p>In December 2023, the Company commenced installation. The project is expected to achieve commercial operations in the 3rd quarter of Calendar Year 2025.</p> <p>In the 3rd quarter of Calendar Year 2025.</p> <p>After 1.5 years from starting the commercial of the project</p> <p>The sponsors/promoters have injected Rs. 1,958 million in the form of equity in the project.</p>
<p>(B) General disclosure:</p>	
<p>(i) Maximum amount of investment</p>	<p>Rs. 2,500/- million.</p>
<p>(ii) Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment</p>	<p>To pay off short-term liabilities and also incur further expenditure in respect of the Power plant project. Timely completion of the commercial operations which will benefit the investing company and its members in the form of cheaper energy from MEL.</p>
<p>(iii) Sources of funds to be utilized for investment</p>	<p>Out of the total investment of Rs. 2,500.000/- million, Rs. 700.000/- million has been obtained from Pak Libya Holding Company (Private) Limited, whereas, rest will be from own sources.</p>

<p>(i) Justification for investment through borrowings;</p> <p>(ii) Detail of collateral, guarantees provided and assets pledged for obtaining such funds and;</p> <p>(iii) Cost benefit analysis</p>	<p>Purpose was to obtain long term financing for the project of MEL. However, since, MEL was in pre-commencement stage, therefore, Pak Libya Holding Company (Private) Limited, disbursed financing for the project on the balance sheet of Mughal Iron & Steel Industries Limited (MISIL).</p> <p>Joint Pari Passu charge over all present and future fixed assets (excluding land and building) of the Company with 25% margin. Personal guarantee of Directors.</p> <p>Markup cost on the borrowed funds of MISIL will be less than the estimated markup income earned by MISIL on the long term investment in MEL. Therefore, in long-term, net benefit is expected to be accrued to MISIL.</p>
<p>(iv) Salient features of the agreement (s), if any, with associated company or associated undertaking with regards to the proposed investment;</p>	<p>Agreement will be signed after approval of the shareholders. Other significant terms and conditions are as follows:</p> <ol style="list-style-type: none"> 1. The long-term loan shall be for a period of six years including 1.5 years grace period. 2. Principal amount shall be repaid in 18 equal quarterly installments starting from 21st month from 1st drawdown / disbursement date and subsequently every 3 months thereafter. 3. Markup will be payable quarterly in arrears calculated on a 365 days year based on the outstanding principal amount. The first such markup payment will fall due 3 months from the 1st disbursement date and subsequently every 3 months thereafter. 4. Markup will be charged at the rate of 3 months KIBOR + 2.25%, which is higher than the borrowing cost of the Company. 5. The long-term loan shall be unsecured. 6. In case of delay/default in repayment of principal and interest, an additional sum equivalent to 7% per annum on the unpaid amount for the period for which payment is delayed, shall be paid by MEL to the Company in addition to the agreed markup amount. 7. MEL shall be entitled to make early payment of the loan without any penalty or early settlement charges.

<p>(v) 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;</p>	<p>The directors, sponsors, majority shareholders and their relatives, do not have any direct or indirect interest in MEL or the transaction under consideration except as otherwise stated below.</p> <p>Mughal Iron & Steel Industries Limited (MIISL) holds 90% ordinary shares and 100% Class-B shares of MEL.</p> <p>Mirza Javed Iqbal, Khurram Javaid, Jamshed Iqbal and M. Mateen Jamshed who are directors of MISIL are also the directors of MEL. Fahad Javaid son of Mirza Javed Iqbal is Director of MEL. However, they do not hold any shares in MEL.</p> <p>Shareholding of the Directors of MISIL is as follows:</p> <table data-bbox="519 561 966 849"> <tr> <th>Name of Directors</th><th>Aggregate Ordinary & Class-C shareholding</th></tr> <tr> <td>Mirza Javed Iqbal</td><td>12,030,189</td></tr> <tr> <td>Jamshed Iqbal</td><td>19,902,131</td></tr> <tr> <td>M. Mubeen Tariq Mughal</td><td>23,793,777</td></tr> <tr> <td>Khurram Javaid</td><td>42,535,468</td></tr> <tr> <td>Abdul Rehman Qureshi</td><td>133</td></tr> <tr> <td>Shoaib Ahmad Khan</td><td>2,334</td></tr> <tr> <td>Fazeel Bin Tariq</td><td>23,574,653</td></tr> <tr> <td>M. Mateen Jamshed</td><td>32,592,496</td></tr> <tr> <td>Mariam Khawar</td><td>305</td></tr> </table> <p>Other than above the Company, or its directors or its sponsors have no interest directly or indirectly in MEL.</p>	Name of Directors	Aggregate Ordinary & Class-C shareholding	Mirza Javed Iqbal	12,030,189	Jamshed Iqbal	19,902,131	M. Mubeen Tariq Mughal	23,793,777	Khurram Javaid	42,535,468	Abdul Rehman Qureshi	133	Shoaib Ahmad Khan	2,334	Fazeel Bin Tariq	23,574,653	M. Mateen Jamshed	32,592,496	Mariam Khawar	305
Name of Directors	Aggregate Ordinary & Class-C shareholding																				
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M. Mateen Jamshed	32,592,496																				
Mariam Khawar	305																				
<p>(vi) In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information / justification for any impairment or write offs;</p>	<p>MISIL already made an investment in MEL in the form of short-term loan and corporate guarantee. MEL paid all contractual cash flows to MISIL on timely basis. Therefore, there is no impairment or write-off relating to the investment so far.</p>																				
<p>(vii) Any other important details necessary for the members to understand the transaction;</p>	<p>Already disclosed.</p>																				
<p>(C) Additional disclosure regarding loan</p>																					
<p>(i) Category-wise amount of investment.</p>	<p>None</p>																				
<p>(ii) 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.</p>	<p>Average borrowing cost of the company ranges from 1 month to 6 months KIBOR plus spread ranges from 0.50% to 2.0%.</p> <p>3 months KIBOR as at April 30, 2025 is 12.10%.</p>																				

(iii)	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company;	3 months KIBOR + 2.25% p.a.
(iv)	Particulars of collateral or security to be obtained in relation to the propose investment	No collateral / security required since MEL is subsidiary of MISIL.
(v)	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.	Not applicable
(vi)	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	Please refer point (B)(vi) above.

In pursuance to Section 199 of the Companies Act, 2017 and Regulation No. 3 (3) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 under SRO 1240(1)/2017 dated 6 December 2017, the directors of the Company certify that the investment is made after due diligence and financial health of Mughal Energy Limited will be such that it will be able to repay the loan as per agreement. The following documents shall be available to the members of the Company for inspection at the Meeting to be held on June 20, 2025.

1. Recommendations of due diligence report.
2. Last three years' annual reports of MEL.

Following directors of Mughal Energy Limited are also members in Mughal Iron & Steel Industries Limited, holding the following total ordinary and Class-C share:

1. Mirza Javed Iqbal	12,030,189
2. Khurram Javaid	42,535,468
3. Fahad Javaid	36,402,164
4. Jamshed Iqbal	19,902,131
5. Muhammad Mateen Jamshed	32,592,496

Accordingly, approval of the members is sought under section 199 of the Companies Act, 2017 by passing of the following draft proposed resolutions as special resolutions:

"RESOLVED that the consent and approval of the members of Mughal Iron & Steel Industries Limited (the Company), be and is hereby accorded and the Company be and is hereby authorized under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, and subject to compliance with all statutory and legal requirements to grant of a long-term loan of PKR. 2,500.000/- million to Mughal Energy Limited (subsidiary company) as per terms and conditions stated in the table included in the statement of material facts containing information required to be disclosed to the members under the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, in which investment is proposed to be made."

"RESOLVED FURTHER that any of the directors of the Company be and is hereby authorized singly to sign the agreement on behalf of the Company."

"RESOLVED FURTHER that the company secretary and/or any of the directors of the Company be and is hereby authorized singly to take steps and actions deemed necessary to give effect to the aforesaid resolution."

FORM OF PROXY
MUGHAL IRON & STEEL INDUSTRIES LIMITED
EXTRA ORDINARY GENERAL MEETING

I/We _____, being member(s) of
Mughal Iron & Steel Industries Limited and holder of _____ **Ordinary Shares** as per
Folio No. _____ CDC Participation ID # _____ and Sub Account #
_____/CDC Investor Account ID # _____ and/or holder of
_____ **Ordinary Class-C Shares** as per Folio No. _____ CDC
Participation ID # _____ and Sub Account # _____/CDC
Investor Account ID # _____ do hereby appoint _____ of
_____ or failing him/her _____ of
_____ having Folio No. _____ CDC Participation
ID # _____ and Sub Account # _____/CDC Investor Account ID
_____ as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the
Extra Ordinary General Meeting of Mughal Iron & Steel Industries Limited scheduled to be held
on Friday, June 20, 2025 at 11:45 a.m. at Avari Hotel shahrah-e- Quaid-e-Azam Lahore and at
any adjournment thereof.

At witness my/our hand this _____ day of _____ 2025.

1. Name _____
N.I.C _____
Address _____

Please
affix
Revenue
Stamp of
Rs. 50/-

2. Name _____
N.I.C _____
Address _____

Member's Signature

(This signature should
agree with
specimen
registered with the
Company

Notes:

1. A member entitled to attend and vote at this meeting may appoint any other member as his / her proxy to attend, speak and vote instead of him / her. A proxy must be a member of the Company.
2. A member shall not be entitled to appoint more than one proxy.
3. The instrument appointing a proxy must be duly signed and witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
4. Attested copies of the CNIC or the Passport of beneficial owners and the proxy shall be furnished along with the proxy form. In case of corporate entity, the board's resolution/power of attorney with specimen signature shall be furnished along with the proxy form. Proxies in order to be valid, must be received at the Share Registrar office of the Company, M/s. THK Associates (Pvt.) Limited, 32-C, Jami Commercial Street 2, D.H.A Phase-VII,, Karachi not later than forty eight (48) hours before the time scheduled for the meeting.
5. Proxies in order to be valid, must be received

پراکسی فارم

مغل آئرن اینڈ سٹیل انڈسٹریز لمیٹڈ

غیر معمولی جنرل میٹنگ

میں/ ہم، جو کہ **مغل آئرن اینڈ سٹیل انڈسٹریز لمیٹڈ** کے رکن (ارکان) ہیں اور _____ آرڈری شیئرز کے حامل ہیں جیسا کہ ہمارے فلیوئمبر _____ سی ڈی سی پارٹیشن آئی ڈی # _____ اور سب اکاؤنٹ # _____ / سی ڈی سی انویسٹرا کاؤنٹ آئی ڈی # _____ اور یا _____ آرڈری کلاس۔ سی شیئرز کے حامل ہیں جیسا کہ ہمارے فلیوئمبر _____ سی ڈی سی پارٹیشن آئی ڈی # _____ اور سب اکاؤنٹ # _____ / سی ڈی سی انویسٹرا کاؤنٹ آئی ڈی # _____ درج ہے، بذریعہ ہذا _____ محترم / محترمہ _____ بیان کی غیر موجودگی میں _____، جن کا فلیوئمبر _____، سی ڈی سی پارٹیشن آئی ڈی # _____ اور سب اکاؤنٹ # _____ / سی ڈی سی انویسٹرا کاؤنٹ آئی ڈی # _____ ہے، کو میرا/ ہمارا وکیل نامزد کرتا/ کرتے ہیں تاکہ وہ میرے/ ہمارے لیے مغل آئرن اینڈ سٹیل انڈسٹریز لمیٹڈ کی غیر معمولی جنرل میٹنگ، جو کہ بروز جمعہ 20 جون 2025 صبح 11:45 بجے آداری ہوٹل شاہراے قائد اعظم، لاہور میں منعقد ہو رہی ہے، اور اس کے کسی بھی التوا، بندہ اجلاس میں میری/ ہماری نمائندگی کرے، گفتگو کرے اور میرے/ ہمارے حق میں ووٹ دے۔

میرے/ ہمارے دستخط کے گواہ اس _____ دن _____ 2025۔

برائے مہربانی 50
روپے مالیت کی نکت
چسپاں کریں

ممبر کے دستخط

(یہ دستخط کھنی کے ساتھ رجسٹرڈ نمونے سے متفق ہونا چاہیے)

1. نام: _____
قومی شناختی کارڈ نمبر (N.I.C): _____
پتہ: _____

2. نام: _____
قومی شناختی کارڈ نمبر (N.I.C): _____
پتہ: _____

نوٹس:

1. ایک رکن جو اس اجلاس میں شرکت کرنے اور ووٹ دینے کا حق رکھتا ہو، وہ کسی دوسرے رکن کو اپنا پراسکریٹ کر سکتا ہے۔ تاکہ وہ اس کی جانب سے اجلاس میں شرکت کرے۔ بات کرے اور ووٹ دے۔ پراکسی کارکن کھنی کا رکن ہونا ضروری ہے۔
2. ایک رکن کو ایک سے زیادہ وکیل مقرر کرنے کا حق نہیں ہوگا۔
3. پراکسی مقرر کرنے والا دستاویز دو افراد کے دستخطوں اور گواہی سے درست طور پر دستخط شدہ ضروری ہے۔ جن کے نام، پتے اور این آئی سی نمبر فارم پر ذکر کیے جائیں۔
4. مفوضہ مالکان اور پراکسی کے CNIC یا پاسپورٹ کی تصدیق شدہ نقول پراکسی فارم کے ساتھ فراہم کی جائے گی۔ اگر کسی کارپوریٹ ادارے کا معاملہ ہو تو، بورڈ کی قرارداد یا پاور آف اناتاری اور دستخطوں کا نمونہ پراکسی فارم کے ساتھ فراہم کیا جائے گا۔
5. پراکسی کو درست قرار دینے کے لیے، اسے کھنی کے شیئرز رجسٹر اے ایم/ این ٹی این کے ایسوی ایشن (پرائیویٹ) لمیٹڈ، 32-سی، جی کرشل اسٹریٹ نمبر 2، ڈی ایچ اے فیئر VII، گراچی کے طے شدہ وقت سے کم از کم اڑتالیس (48) گھنٹے پہلے موصول ہونا ضروری ہے۔

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IF UNDELIVERED PLEASE RETURN TO

MUGHAL IRON & STEEL INDUSTRIES LIMITED

31-A, SHADMAN, LAHORE

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that Extra Ordinary General Meeting (the Meeting) of the members (Ordinary and Class-C) of **MUGHAL IRON & STEEL INDUSTRIES LIMITED** (the Company) will be held on Friday, June 20, 2025 at 11:45 a.m. at Avari Hotel, 87, Shahrah-e-Quaide-e-Azam, Lahore to transact the following business:

SPECIAL BUSINESSES

1. To consider and, if deemed fit, approve long-term loan investment of Rs. 2,500,000/- million in Mughal Energy Limited under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, by passing the proposed special resolutions as mentioned in the statement required under section 134(3) of the Companies Act 2017 annexed to the Notice of the Meeting.

Statement of material facts as required under section 134(3) of the Companies Act, 2017 relating to the above mention Special Business, has been sent to the members along with notice.

By Order of the Board

-Sd-

Muhammad Fahad Hafeez
Company Secretary

Lahore: May 27, 2025

NOTES:

1. Closure of share transfer books:

The share transfer books (Ordinary and Class-C) of the Company will remain closed from June 12, 2025 to June 20, 2025 (both days inclusive). Physical transfers / Central Depository System (CDS) Transaction IDs received in order by the Company's share registrar, M/s. THK Associates (Private) Limited, 32-C, Jami Commercial Street 2, D.H.A Phase-VII, Karachi, up to the close of business on June 11, 2025, will be considered in time for the entitlement of the members (Ordinary and Class-C) to participate and vote at the Meeting.

2. Participation / proxies:

A member of the Company entitled to participate and vote at this Meeting may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the Meeting. Attested copy of Computerized National Identity Card (CNIC) / Smart National Identity Card (SNIC) of the member appointing the proxy shall be attached with the instrument. An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, copies of the instrument of proxy may also be obtained from the registered office of the Company during normal office hours or downloaded from the Company's website: www.mughalsteel.com. A company or a corporation being a member of the Company may appoint a representative through a resolution of its board of directors for attending and voting at the Meeting. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are further advised to follow the guidelines as laid down by the SECP vide Circular No. 1 of 2000.

Pursuant to section 132(2) of the Companies Act, 2017, if the Company receives a request from members holding an aggregate 10% or more shareholding residing in a city, such members may request a video conferencing facility for the purposes of participating in the Meeting at such a location by sending a request to the Company at least seven (07) days prior to the date of the Meeting, the Company will arrange video conference facility in that city subject to the availability of such facility in that city.

Members are also being provided with the facility to participate in the meeting through electronic means via Zoom video-link. Accordingly, interested members are requested to get themselves registered by sending their particulars at the designated e-mail address fahadhafiez@mughalsteel.com, giving particulars as per below table latest by the close of business hours (5:00 PM) on June 18, 2025.

Name of Member	CNIC No./NTN No.	CDC Participant ID/ Folio No.	Cell No.	Registered email address

Members, who are registered, after the necessary verification, will be provided a Zoom video-link by the Company on the same e-mail address that they e-mail the Company with. The login facility will be provided on the day of the Meeting and will remain open from 11:45 AM till the end of the Meeting. Only those members whose names appear in the register of members as of June 11, 2025 will be entitled to participate and vote at the Meeting via Zoom-video link.

3. Postal ballot facility and Scrutinizer:

In accordance with the Companies (Postal Ballot) Regulations, 2018 (the Regulations), the right to vote through electronic voting facility and voting by post shall be provided to members of the Company in the manner and subject to conditions contained in the Regulations. Under Regulation 11 of the Regulations, the Board of directors has appointed M/s Fazal Mahmood & Company, Chartered Accountants, (a QCR-rated audit firm) to act as the Scrutinizer of the Company for the business to be transacted in the meeting and to undertake responsibilities as defined in the Regulations.

4. Gifts at the meeting:

As per SRO 452 (I)/2025 no gifts will be distributed at the meeting.

5. Conversion of Physical Shares into Book-Entry Form:

In reference to Section 72(2) of the Act, all shareholders holding physical shares are requested to get converted their shares into book entry form at the earliest. This would facilitate shareholders in many ways including safe custody of shares, avoidance of formalities required for issuance of duplicate shares, etc. For the conversion of physical shares into book entry form, the shareholders may contact their Brokers, CDC Participants or CDC Investor Account Service.

6. Statutory Code of Conduct at General Meetings:

Shareholders are advised to adhere to the Code of Conduct as provided in Section 215 of the Companies Act, 2017 and Regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018. Shareholders are further advised to take a note of meeting etiquettes as prescribed in the Guidelines for Professional Conduct in General Meetings (the "Guide") issued by SECP.

7. Placement of EOGM Notice on the website and dispatch via email:

The notice of EOGM has been placed on Company's website: www.mughalsteel.com and also been dispatched via email to those members who had provided their email addresses.

8. General:

Members holding shares in physical form are requested to promptly notify Company's share registrar, M/s. THK Associates (Private) Limited of any change in their postal/email addresses. Members maintaining their shares in CDS should have their address/ email addresses updated with their relevant Participant/CDC account services.

For any query/problem/information, the investors may contact Mr. Zeeshan Ejaz at +92-42-35960841 and e-mail address fahadhafiez@mughalsteel.com and/or THK Associates (Private) Limited at +92-21-35310191-6 and e-mail address sfc@thk.com.pk.

غیر معمولی اجلاس عام کانوٹس

بذریعہ نوٹس یہ اطلاع دی جاتی ہے کہ مغل آئرن اینڈ اسٹیل انڈسٹریز لمیٹڈ (کمپنی) کے اراکین (آرڈرری اورنگلاس-سی) کا غیر معمولی اجلاس عام (اجلاس) بروز جمعہ، تاریخ 20 جون 2025 کو صبح 11:45 بجے، آوارمی ہوسٹل، 87، شاہراہ قائد اعظم، لاہور میں، مندرجہ ذیل خاص کاروباری اہمیت کے لیے منعقد کیا جائے گا:

خصوصی کاروبار

- کمپنیز ایکٹ 2017 کی دفعہ 199 اور کمپنیز (دراستہ کمپنیاں یا وابستہ اداروں میں سرمایہ کاری) ریگولیشنز 2017 کے تحت، مغل آئرن اینڈ اسٹیل لمیٹڈ میں، 2,500,000/- ملین روپے کی طویل مدتی قرض فراہم کرنے کے حوالے سے، کمپنیز ایکٹ 2017 کی دفعہ (3) 134 کے تحت درکار بیان میں تجویز کردہ خصوصی قراردادوں کو پاس کر کے، نوٹ کرنا اور مناسب سمجھا جائے تو اس کی منظوری دینا۔
- کمپنیز ایکٹ، 2017 کی دفعہ (3) 134 کے تحت درکار اور پورے گئے خصوصی امور سے منسلک مندرجہ ذیل فیملی کا بیان ممبران کو نوٹس کے ساتھ بھیجا دیا گیا ہے۔

محکمہ پورہ
محمد حفیظ
کمپنی سیکرٹری

1- حصص کی منتقلی کی کتابوں کی بندش:

کمپنی کی (آرڈرری اورنگلاس-سی) حصص کی منتقلی کی کتابیں 12 جون 2025 سے 20 جون 2025 تک (بشمول دونوں ایام) بند رہیں گی۔ وہ فزیکل ٹرانسفرز/اسٹنڈل ڈپازٹری سسٹم (CDS) کے ٹرانزیکشن آئی ڈی جو کمپنی کے شیئر رجسٹرار، ایم/ایس ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، C-32، چامی کمرشل انڈسٹریل 2، ڈی ایچ ایچ اے فیز VII، کراچی کو 11 جون 2025 کو کاروباری اوقات کے اختتام تک موصول ہوں گی، وہ اجلاس میں شمولیت اور ووٹنگ کے لیے ممبران (آرڈرری اورنگلاس-سی) کے حق میں بروقت تصدیق کی جائیں گی۔

2- اجلاس میں شرکت/پراکسی:

اس اجلاس میں حصہ لینے اور ووٹ ڈالنے کا حقدار کمپنی کا ممبر اس اجلاس میں شرکت کرنے، بولنے اور رائے دہندگی کیلئے کمپنی کے کسی دوسرے ممبر کو اپنا پراکسی مقرر کر سکتا ہے۔ ایک ممبر ایک سے زیادہ پراکسی مقرر کرنے کا حقدار نہیں ہوگا۔ پراکسی کا تقرر کرنے والے فارم کو مناسب طریقے سے مکمل ہونا چاہیے اور درست ہونے کیلئے، کمپنی کے شیئر رجسٹرار کو اجلاس کے مقررہ وقت سے 48 گھنٹے قبل موصول ہونا لازمی ہے۔ پراکسی تقرری کرنے والے ممبر کی کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC)/سمارٹ قومی شناختی کارڈ (SNIC) کی تصدیق شدہ کاپی پراکسی فارم کے ساتھ منسلک کرنا لازمی ہے۔ اجلاس کیلئے لاگو ہونے والے پراکسی فارم کی ایک کاپی ممبران کو نوٹس بھیجنے کے ساتھ فراہم کی جارہی ہے۔ مزید یہ کہ پراکسی فارم کی کاپیاں عام دفتری اوقات میں کمپنی کے رجسٹرار آفس سے بھی حاصل کی جاسکتی ہیں یا کمپنی کی ویب سائٹ www.mughalsteel.com سے ڈاؤن لوڈ کی جاسکتی ہیں۔ ایک کمپنی یا ایک کارپوریٹشن جو کمپنی کی ممبر ہے، اجلاس میں شرکت اور ووٹ کیلئے اپنے پورڈ آف ڈائریکٹری قرارداد کے ذریعے نمائندہ مقرر کر سکتی ہے۔ ایسے ممبران کو، جنہوں نے اپنے شیئر رجسٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ میں رجسٹرڈ ہیں، مزید مشورہ دیا جاتا ہے کہ وہ ایس ای سی آئی کے سرٹیفیکٹ (1) آف 2000 کی ہدایات پر عمل کریں۔

کمپنیز ایکٹ، 2017 کی دفعہ (2) 132 کے تحت، اگر کمپنی کسی شری میں رہائش پزیر مجموعی طور پر 10 فیصد یا اس سے زیادہ شیئر ہولڈنگ رکھنے والے ممبران سے اجلاس کی تاریخ سے کم از کم سات (07) دن پہلے ویڈیو کانفرنسنگ کی سہولت فراہم کرنے کی درخواست وصول کرتی ہے تو کمپنی اس شری میں ویڈیو کانفرنسنگ کی سہولت کا بندوبست کرے گی بشرطیکہ اس شری میں یہ سہولت میسر ہو۔

ممبران کو اجلاس میں الیکٹرانک طریقے سے شرکت کی سہولت فراہم کرنے کیلئے زوم ویڈیو لنک کی سہولت بھی فراہم کی جارہی ہے۔ اس مناسب سے دلچسپی رکھنے والے ممبران سے درخواست ہے کہ وہ درج ذیل درکار تقبيلات 18 جون 2025 کو کاروباری دن کے اختتام (شام 5 بجے) تک fahadhafiez@mughalsteel.com پر ایچ ایچ کر ایٹری رجسٹریشن کروائیں۔

ممبر کا نام	شناختی کارڈ نمبر/این ٹی این	سی ڈی سی پارٹنرشپ آئی ڈی/فولیو نمبر	ممبران نمبر	رجسٹرڈ ای میل ایڈریس

ضروری تصدیق کے بعد رجسٹر شدہ ممبران کو کمپنی کی جانب سے ان کی ای میل ایڈریس پر جس سے انہوں نے کمپنی کو ای میل کی ہوگی ایک زوم ویڈیو لنک فراہم کر دیا جائے گا۔ لاگ ان کی سہولت صبح 11:45 بجے سے اجلاس کے اختتام تک کھلی رہے گی۔ صرف وہ ممبران جن کے نام 11 جون 2025 تک ممبران کے رجسٹر میں ظاہر ہوئے ہیں وہ زوم ویڈیو لنک کے ذریعے اجلاس میں شرکت اور ووٹ ڈالنے کے حقدار ہوں گے۔

3- ڈاک کے ذریعے رائے دہندگی کی سہولت اور چائے کنڈر (Scrutinizer):

کمپنیز (پرنسپل بیلٹ) ریگولیشنز 2018 کے تحت، کمپنی کے ممبران کو الیکٹرانک ووٹنگ کی سہولت اور بذریعہ ڈاک ووٹنگ کا حق ان ریگولیشنز میں دی گئی شرائط اور طریقہ کار کے مطابق فراہم کیا جائے گا۔ انٹرنیٹ ریگولیشنز کے ریگولیشن 11 کے تحت، پورڈ آف ڈائریکٹری نے ایم/ایس فیملی ممبران کو نوٹس، چارٹرڈ اکاؤنٹنٹس (QCR) ریڈیڈ آؤٹ فرم) کو چائے کنڈر مقرر کیا ہے تاکہ اجلاس میں ذریعہ فورکاروباری گھنٹری اور ریگولیشنز کے مطابق ذمہ داریاں انجام دے سکیں۔

4- اجلاس میں حاضری کی تصدیق:

اجلاس میں کوئی شخص تصدیق نہیں کیے جائیں گے۔

5- فزیکل شیئر ڈوکوپ انٹری فارم میں منتقل کرنے کی درخواست:

کمپنیز ایکٹ کی دفعہ (2) 72 کے تحت، تمام وہ شیئر ہولڈرز جو اپنی فزیکل شیئرز رکھتے ہیں، ان سے گزارش ہے کہ وہ جلد از جلد اپنے شیئر ڈوکوپ انٹری فارم میں تبدیل کروائیں۔ یہ اقدام شیئرز کی محفوظ تحویل، ڈیجیٹل شیئرز کے اجرا سے پکاوسیت دیکر کئی سہولیات فراہم کرے گا۔ اس تبدیلی کے لیے، شیئر ہولڈرز اپنے بروکرز یا سی ڈی سی پارٹنرشپ یا سی ڈی سی ایس ایس ایس کے ذریعے درخواستیں سے رابطہ کریں۔

6- جنرل میننگلز میں ضابطہ اخلاق:

شیئر ہولڈرز کو ہدایت کی جاتی ہے کہ وہ کمپنیز ایکٹ 2017 کی دفعہ 215 اور کمپنیز (جنرل پروڈیوزر اینڈ فارمز) ریگولیشنز 2018 کے ریگولیشن 28 میں فراہم کردہ ضابطہ اخلاق کی پابندی کریں۔ مزید یہ کہ شیئر ہولڈرز کو SECP کی جانب سے جاری کردہ "جنرل میننگلز میں پیشہ ورانہ رویے کے لیے رہنما اصول" ("Guide") میں درج آداب کا بھی خیال رکھنا چاہیے۔

7- ای او جی ایم نوٹس کی ویب سائٹ پر دستیابی اور ای میل کے ذریعے ارسال:

ای او جی ایم نوٹس کمپنی کی ویب سائٹ www.mughalsteel.com پر اپلوڈ کر دیا گیا ہے اور ان تمام ممبران کو ای میل کے ذریعے ارسال بھی کیا گیا ہے جنہوں نے اپنی ای میل ایڈریس فراہم کی ہوئی ہے۔

8- عمومی ہدایات:

جو ممبران فزیکل شیئرز رکھتے ہیں ان سے گزارش ہے کہ وہ اپنے ڈاک یا ای میل ایڈریس میں کسی بھی تبدیلی کی صورت میں کمپنی کے شیئر رجسٹرار، ایم/ایس ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ کو فوری طور پر مطلع کریں۔ جو ممبران اپنے شیئرز سی ڈی سی ایس ایس ایس میں رکھتے ہیں وہ اپنی محفوظ پارٹنرشپ یا سی ڈی سی ایس ایس ایس سے رابطہ کریں۔

کسی بھی سوال یا مسئلے یا معلومات کے لیے، سرمایہ کار جناب ڈیٹان انجاز سے فون نمبر 92-42-35960841 یا ای میل fahadhafiez@mughalsteel.com یا sfc@thk.com.pk پر رابطہ کر سکتے ہیں۔