



NAVIGATING HEADWINDS WITH FOCUSED VISION

Annual Report 2025

**NOTICE OF
ANNUAL
GENERAL
MEETING**

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **Sixty-fifth (65th) Annual General Meeting of Pakistan Refinery Limited** will be held on **Monday, September 29, 2025 at 11:00 hours** at the premises of the Company situated at Korangi Creek Road, Karachi as well as **through video-link facility** to transact the following business:

Ordinary Business

1. To receive, consider and approve the Audited Financial Statements of the Company for the year ended June 30, 2025 together with the Reports of the Board and the Auditors thereon.

In accordance with Section 223 of the Companies Act, 2017 and pursuant to the S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements of the Company can be accessed through the following weblink and QR enabled code:

<http://www.prl.com.pk/downloads/PRLannualreport2025.pdf>



2. To appoint Company's Auditors for the year ending June 30, 2026 and to fix their remuneration.

Any Other Business

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

By Order of the Board

Shehrzad Aminullah
Company Secretary

Karachi:
Date: September 08, 2025

Notes:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from Tuesday, September 23, 2025 to Monday, September 29, 2025 (both days inclusive). Transfers received in order by the Shares Registrar of the Company, M/s. FAMCO Share Registration Services (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahr-e-Faisal, Karachi up to the close of business on Monday, September 22, 2025 will be treated in time for attending the AGM.

2. Electronic transmission of Annual Report:

In compliance with Section 223(6) of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023 the Company has electronically transmitted the Annual Report 2025 through weblink, QR enabled code and through email to Members whose email addresses are available with the Company's Share Registrar, M/s. FAMCO Share Registration Services (Private) Limited. However, in cases, where email addresses are not available with the Company's Share Registrar, printed copies of the notices of AGM along-with the QR enabled code/weblink to download the Annual Report 2025 (containing the financial statements), have been dispatched.

Notwithstanding the above, the Company will provide hard copies of the Annual Report 2025, to any Member on their request, at their registered address, free of cost, within one (1) week of receiving such request. Further, Members are requested to kindly provide their valid email address (along with a copy of valid CNIC) to the Company's Share Registrar, M/s. FAMCO Share Registration Services (Private) Limited if the Member holds shares in physical form or, to the Member's respective Participant/Investor Account Services, if shares are held in book entry form.

3. Participation in the AGM proceedings via physical presence or through video link facility:

A Member, who has deposited his/her shares into Central Depository Company of Pakistan Limited, must bring his/her Participant's ID Number and CDC Account/Sub-account Number along with Original Computerized National Identity Card (CNIC) or Original Passport at the time of attending the Meeting.

In order to attend the Meeting through video-link facility, the Members are requested to get themselves registered not later than 72 hours before the Meeting by providing the following information to the contact details stated at the bottom of this Note. In case of the information sent through courier, the same should be received at the Company's Office by September 26, 2025:

Full Name	CNIC No.	Folio/CDS No.	Email Address	Cell No.

A copy of CNIC will be required with the abovementioned information. The video-link for the Meeting will be sent to the Members on their provided email addresses enabling them to attend the Meeting on the given date and time. The login facility will remain open from 10:30 am till the end of the Meeting. In case of any suggestions or comments for the agenda items, the Members may send the same at the email address mentioned below:

Pakistan Refinery Limited

P.O. Box 4612, Korangi Creek Road, Karachi - 75190.

Telephone: +92 21 35092636

Direct: +92 21 35122131-40 (Ext: 216)

WhatsApp: +92 3080930461

Email: companysecretarial@prl.com.pk

4. Submission of valid CNIC (Mandatory):

Individual Members who have not yet submitted a copy of their valid Computerized National Identity Card (CNIC) to the Company are once again requested to send a copy of their valid CNIC at the earliest directly to the office of the Share Registrar of the Company, M/s. FAMCO Share Registration Services (Private) Limited, 8-F, near Hotel Faran, Nursery, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi ("Share Registrar Office"). Corporate Members are requested to provide their National Tax Number (NTN) and Folio Number. In case of non-receipt of the copy of a valid CNIC or NTN (as the case may be), the Company would be unable to comply with the requirements of the Companies Act, 2017 and SROs issued thereunder.

5. Requirements for appointing Proxies

A Member entitled to attend and vote at the Meeting may appoint another Member as his/her Proxy to attend, speak and vote at the Meeting on his/her behalf through video-link. The instrument appointing the Proxy, as per the format available at the Company's website, must be received at the Registered Office of the Company i.e. (PAKISTAN REFINERY LIMITED, Korangi Creek Road, P.O. Box 4612, Karachi - 75190) not less than 48 hours (excluding holidays) before the time of holding the Meeting.

For appointing Proxies:

- In case of Individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded shall submit the Proxy Form as per the above requirement.
- The Proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- Attested copies of CNIC or Passport of the beneficial owners and the Proxy shall be furnished with the Proxy Form.
- In case of a Corporate Entity, the Board of Directors' Resolution/Power of Attorney with specimen signature of the Nominee shall be submitted along with the Proxy Form (unless it has been provided earlier) to the Company.
- The Proxy shall produce his/her original CNIC or original valid passport at the time of the Meeting.

6. Updation of Shareholder Addresses/Email and Cell Numbers:

The Members are requested to notify the Company if there is any change in their addresses or other particulars immediately; in case of physical shares, to the Company/Share Registrar and for CDC shares, to the respective Central Depository System (CDS) Participants.

Further, to comply with requirement of Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, all CDC and physical shareholders are requested to provide their email address and cell phone number incorporated/updated in their physical folio or CDC Account.

7. Conversion of Physical Shares into CDC Account

The Securities and Exchange Commission of Pakistan (SECP) has issued Letter No. CSD/ED/Misc./2016-639-640 dated March 26, 2021 addressed to all listed companies drawing their attention towards the provision of Section 72 of the Companies Act, 2017 (Act) which requires them to replace shares issued by them in physical form with shares in the Book-Entry form within a period not exceeding four years from the date of the promulgation of the Act.

In order to ensure full compliance with the provisions of the aforesaid Section 72 and to benefit from the facility of holding shares in the Book-Entry-Form, the Shareholders who still hold shares in Physical form are requested to convert their shares into the Book-Entry form.

8. Proxy Form

A Proxy Form is enclosed and is also available on the Company's Website.

Proxy Form

Sixty Fifth (65th) Annual General Meeting 2025

I/We _____ S/o D/o W/o _____ ,
CNIC _____ being a Member of Pakistan Refinery Limited and
holder of _____ Ordinary Shares as per Registered Folio No. _____
and/or CDC Participant I.D No. _____ and Sub Account No. _____
hereby appoint _____ S/o D/o W/o _____
CNIC _____ or failing him/her _____
as my/our Proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to
be held on September 29, 2025 and at any adjournment thereof.

Signed under my / our hands on this _____ day of _____ , 2025.

Signature of Member

(Signature should agree with the specimen signature registered with the Company and in case of shares held
in electronic form signature should agree with the specimen as per CNIC)

Signed in the presence of:

Witnesses:

1. Signature: _____	2. Signature: _____
Name: _____	Name: _____
Address: _____	Address: _____
CNIC: _____	CNIC: _____

Notes:

1. This Proxy Form duly completed and signed, together with the Power of Attorney or other Authority pursuant to which this proxy is signed must be received at the Registered Office of the Company i.e. (PAKISTAN REFINERY LIMITED, Korangi Creek Road, P.O. Box 4612, Karachi - 75190) not less than 48 hours (excluding holidays) before the time of holding the Meeting.
2. The Proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
3. Attested copies of CNIC or passport of the appointer and the proxy-holder shall be furnished with the Proxy Form.
4. The Proxyholder shall produce his/her original CNIC at the time of the Meeting.
5. A Member entitled to attend and vote at the Meeting may appoint another Member as his/her Proxy.
6. In case of a Corporate Entity, the Board of Directors' Resolution / Power of Attorney with specimen signature shall be submitted along with the Proxy Form to the Company (unless it has been provided earlier).

FAMCO SHARE REGISTRATION SERVICES (PRIVATE) LIMITED

8-F, Near Hotel Faran, Nursery, Block-6,
P.E.C.H.S.,Shahrah-e-Faisal, Karachi.

Tel: (+92-21) 34380101-5

Fax: (+92-21) 34380106

Web: www.famcosrs.com

پراکسی فارم

پینسٹھواں (65واں) سالانہ اجلاس عام 2025

میں/ہم _____ ولد/دختر/زوجہ _____
CNIC _____ پاکستان ریفرنسری لمیٹڈ کارکن اور _____
پارٹسپینٹ آئی ڈی نمبر اور سب اکاؤنٹ نمبر _____ CDC حصص کا حامل، رجسٹرڈ فوئیو نمبر اور/یا _____
کے مطابق، اس خط کے ذریعے _____ ولد/دختر/زوجہ _____
شناختی کارڈ نمبر _____ یا بصورت ناکامی _____
کو اپنا/ہمارا پراکسی مقرر کرتا ہوں/کرتے ہیں جو میری/ہماری جانب سے کمپنی کے سالانہ اجلاس عام جو 29 ستمبر 2025 کو منعقد ہوگا، میں میری/ہماری جانب سے ووٹ دے گا/دیں گے اور کسی بھی ملوث شدہ اجلاس میں بھی میری/ہماری نمائندگی کریں گے۔

میں/ہم نے اس _____ دن _____ 2025 کو اس پر دستخط کیا ہے/کیے ہیں۔

رکن کے دستخط

(دستخط کمپنی میں رجسٹرڈ نمونہ دستخط کے مطابق ہونے چاہئیں اور اگر حصص الیکٹرانک صورت میں ہوں تو دستخط CNIC کے مطابق ہونے چاہئیں)
گواہان کی موجودگی میں دستخط کئے گئے:

گواہ:

1- دستخط: _____	2- دستخط: _____
نام: _____	نام: _____
پتہ: _____	پتہ: _____
CNIC: _____	CNIC: _____

نوٹس:

- 1- یہ پراکسی فارم مکمل طور پر پُر اور دستخط شدہ حالت میں پاور آف اٹارنی یا دیگر اتھارٹی کے ساتھ، جس کے تحت یہ پراکسی دستخط شدہ ہے، کمپنی کے رجسٹرڈ دفتر (پاکستان ریفرنسری لمیٹڈ، کورنگی کریک روڈ، ٹی۔ او۔ باکس 4612، کراچی۔ 75190) میں اجلاس کے وقت سے کم از کم 48 گھنٹے (تعطیلات کے علاوہ) قبل موصول ہونا چاہیے۔
- 2- پراکسی فارم پر دو افراد کے دستخط بطور گواہ لازمی ہیں اور ان کے نام، پتے اور CNIC نمبر فارم پر درج کیے جائیں۔
- 3- مقرر کنندہ اور پراکسی ہولڈر کے CNIC یا پاسپورٹ کی تصدیق شدہ نقول پراکسی فارم کے ساتھ فراہم کی جائیں۔
- 4- پراکسی ہولڈر کو اجلاس کے وقت اپنا اصل CNIC پیش کرنا ہوگا۔
- 5- وہ کن جو اجلاس میں شرکت اور ووٹ دینے کا اہل ہے، کسی دوسرے رکن کو اپنا پراکسی مقرر کر سکتا ہے۔
- 6- کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی یا بعد نمونہ دستخط اس پراکسی فارم کے ساتھ کمپنی میں جمع کرانا ہوگا (اگر پہلے سے فراہم نہ کیا گیا ہو)۔

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