

Panther Tyres Limited

Head Office: Panther House, 97-B, Aziz
Avenue, Jail Road, Lahore-Pakistan

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www.panthertyres.com



PANTHER

December 10, 2025

PTL/Corp/PSX/28

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

Subject: **Notice of Extraordinary General Meeting**

Dear Sir,

I have attached the notice of the Extraordinary General Meeting to be held on December 31, 2025, at 12:00 p.m. The same notice is being published in the nationwide newspapers, The Pakistan Observer in English, and Nai Baat in Urdu, on December 10, 2025.

Yours faithfully,

Mohsin Muzaffar Butt
Company Secretary

CC:

Executive Director/HOD,
Offsite-II Department,
Supervision Division,
Securities & Exchange Commission of Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area,
Islamabad.



Notice of Extraordinary General Meeting

Notice is hereby given that an Extraordinary General Meeting of Panther Tyres Limited (the "Company") will be held on Wednesday, December 31, 2025, at 12:00 P.M. at Avari Hotel, 87 Shahrah-e-Quaid-e-Azam, Lahore, to transact the following business:

1. To confirm the minutes of the Annual General Meeting held on October 28, 2025.
2. To elect seven (07) directors of the company as fixed by the Board of directors under section 159(1) of the Companies Act, 2017, for a period of three (3) years, commencing from January 01, 2026. The names of retiring directors are as follows and are eligible for re-election:

1. Mr Mian Iftikhar Ahmed	2. Mr Mian Faisal Iftikhar
3. Ms Ayesha Iftikhar	4. Mr Mohammad Ali Durrani
5. Mr Iqbal Ahmad Khan	6. Mr Mohammad Junaid Ali
7. Mr Zahid Mahmud Malik	

A statement of material facts under section 166(3) of the Companies Act, 2017, about the election of independent directors is being sent to the shareholders along with this notice.

By order of the Board

Mohsin Muzaffar Butt
Company Secretary

Lahore
December 10, 2025

NOTES

1. Book Closure

The Share Transfer Books of the company will remain closed from December 25, 2025, to December 31, 2025 (both days inclusive). Members whose names appear in the Central Depository System (CDS) of the Central Depository Company of Pakistan Limited (CDC) at the close of business on December 24, 2025, will be entitled to attend, vote, and appoint proxies at the Extraordinary General Meeting.

2. Proxy and Attendance

Members of the company entitled to attend and vote at the company meeting may appoint another member as their proxy to exercise their rights to attend, speak, and vote. The proxy form is enclosed and also available on the company's website. The proxy form must be signed by the appointer or attorney duly authorised in writing.

A company may also authorise an individual to act as its representative at the meeting by resolution of its Board. The proxy form must be signed by an officer or attorney duly authorised by the company. The authorised individual shall be entitled to exercise the same powers as the



appointer. The proxies must be lodged with the company at least forty-eight hours before holding the EOGM. An earlier submission is preferable.

When attending the meeting, a member or their proxy shall authenticate their identity by presenting the original CNIC/passport and also bring their CDC Investor Account/CDC Participant Account or Stockbrokers Account number. All shareholders are requested to arrive at the venue by 11:30 A.M to ensure timely attendance and avoid congestion.

3. Video Conference Facility

Under the provisions of the Companies Act 2017, shareholders residing in a city and collectively holding at least 10% of the total paid-up share capital may demand that the Company provide a video-link facility for participating in the meeting. The demand for the video-link facility must be received by the Company at least seven days before the meeting date in the following format.

I/we [name] of [city], being members of Panther Tyres Limited, holder of [no of shares] as per [CDC Account No], hereby opt for a video conference facility at [name of city] regarding the Company's Extraordinary General Meeting.

In that case, the Company will inform the respective members of the venue for the video-link facility five days before the meeting, along with all necessary information to enable them to access the facility.

4. Prohibition on the Distribution of Gifts

The Securities and Exchange Commission of Pakistan (the "SECP"), through its Circular 2 of 2018, dated February 9, 2018, has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/coupons/lunches/takeaway packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offence. Companies failing to comply may face penalties. In accordance with the directive issued by the SECP, vide its S.R.O. 452(I)/2025 dated 17 March 2025, the Company would like to inform all shareholders that no gifts will be distributed at the EOGM.

5. Virtual Participation

According to the clarification issued by the Securities and Exchange Commission of Pakistan (SECP) vide its letter no. SMD/SE/2(20)/2021/117 dated December 15, 2021, the video link facility through the Zoom application is being offered to shareholders to attend/participate in the extraordinary general meeting. To attend the Extraordinary General Meeting via video link, members and proxies are requested to register their particulars, including Name, CNIC Number, CDC Account Number, Cell Number, and Email Address, by sending an email to corporate@panthertyres.com at the earliest, but no later than 48 hours, before the meeting time. The video link and login credentials will be shared with the shareholders whose e-mails containing all the requested particulars are received in time, as mentioned above.

Shareholders can also provide their comments/suggestions on the proposed agenda items for the EOGM using the methods above.

6. Election of Directors

The term of office of the current directors of the Company will expire on December 31, 2025. In accordance with Section 159(1) of the Act, the Board of Directors has fixed the number of Directors to be elected at the EOGM at seven (07) to hold the office of director for a period of three (3) years commencing from January 01, 2026.

Independent Directors shall be selected in accordance with the provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

To safeguard the interests of minority shareholders, any member may nominate himself for election as a director.

Any person who seeks to contest the election of the director, whether they are a retiring director or otherwise, shall submit the following documents to the Company Secretary at the registered address of the company, Panther House, 97-B, Aziz Avenue, Jail Road, Lahore, not later than fourteen (14) days before the date of EOGM:

1. Notice of their intention to offer themselves for the election of directors as per Section 159(3) of the Act, and consent to act as a director on the Appendix to Form 9 as prescribed under the Act, and the Companies Regulations, 2024.
2. Any person contesting the election of directors must be a Member of the Company at the time of filing their consent unless such person is representing a member which is not a natural person.
3. A signed declaration confirming that:
 - a) They are aware of their duties and powers under the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Rule Book of Pakistan Stock Exchange Limited, Memorandum and Articles of Association of the Company, and other relevant laws and regulations.
 - b) He/she is not ineligible to become a director of a listed company under the provisions (including section 153) of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, and other applicable laws/regulations.
4. A detailed profile along with their address for placement on the Company's website as required under SRO 1196 (1)/2019 dated October 03, 2019.
5. Details of other directorships held and a declaration that the director is not serving more than seven listed companies.
6. Copy of a valid CNIC or Passport (in case of a foreign national) along with NTN and Folio Number /CDC Account or Sub Account number.
7. The following additional documents are required to be submitted by the candidates intending to contest the election as an independent Director:
 - a) Declaration of independence under Regulation 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019.
 - b) Undertaking on non-judicial stamp paper that he/she meets the requirements of Regulation 4(1) of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.



8. After the contestants file their notice/intention to stand for elections as an independent director, the Company shall ensure the following criteria for choosing the appointee for appointment as an independent director:
 - a) Inclusion of the name of independent directors in the data bank maintained by the Pakistan Institute of Corporate Governance (PICG), duly authorised by SECP.
 - b) Respective competencies, diversity, skills, knowledge, and experience of the election contestants shall be assessed.
 - c) The company shall exercise due diligence before selecting a person from the data bank, to ensure that the contestant meets the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017.

The final list of candidates contesting the election will be circulated not later than seven (7) days before the date of the EOGM in terms of Section 159(4) of the Act. The Company's website will be updated with the required information and the Directors' profiles.

7. E-voting and Postal Ballot Facility

According to the Companies (Postal Ballot) Regulations 2018, for the election of directors, where the number of contestants is more than the number of directors to be elected, members will be allowed to exercise their right to vote through a postal ballot, that is, voting by post in accordance with the requirements and procedure contained in the regulations above.

In case the number of persons who have filed consent to contest election exceeds the number of directors to be elected in the EOGM, the Company will publish the Ballot Paper and information laid down in the relevant sub-regulation in one English and one Urdu newspapers (in which EOGM notice is being published) providing the detailed information as laid down in Annexure-I to the said regulations and also upload the Ballot Paper on its website not later than seven (7) days before the holding of EOGM.

The Board of Directors of the company appointed M/s. Rizwan & Co., Chartered Accountants, to act as the "Scrutinizer" under the Companies (Postal Ballot) Regulations, 2018. The Scrutinizer possesses the necessary knowledge and experience to scrutinise the voting process independently.

Rizwan & Company, Chartered Accountants, is a QCR-rated and a panel of auditors for regulated entities issued by the Securities and Exchange Commission of Pakistan. This fast-paced and progressive consultancy house has been in operation since 2005. Rizwan & Company is also enlisted on the panel of auditors of the Audit Oversight Board. The audit firm is a member Firm of Allinial Global, which is an award-winning association of independent accounting and advisory firms.

Furthermore, M/s Corplink (Pvt) Limited, the Company's Shares Registrar, has been appointed as the "e-voting service provider" as per the requirement of the Regulations

8. Contact Information

For any queries, problems, or information, investors may contact the Corporate Department at phone 042-111-554444 (Extension 173) and email address corporate@panthertyres.com or M/S. Corplink Private Limited, Share Registrar, at 042-35916719 and e-mail address: shares@corplink.com.pk



STATEMENT OF MATERIAL FACTS UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017.

Pursuant to the requirements of Section 166(3) of the Companies Act, 2017, independent directors will be elected in the same manner as other directors are elected in terms of Section 159 of the Companies Act, 2017.

The company shall exercise due diligence before selecting a person from the data bank, so that the contestant meets the independence criteria set out in Section 166(2) of the Companies Act, 2017, and is competent and experienced.

The candidates are requested to read the relevant provisions/requirements relating to the appointment/election of directors, as mentioned in the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2017, and ensure compliance with the same in letter and spirit.

The present directors are interested to the extent that they are eligible for re-election as Directors of the Company, subject to the eligibility criteria.

FORM OF PROXY
PANTHER TYRES LIMITED
EXTRA ORDINARY GENERAL MEETING

The Company Secretary
Panther Tyres Limited
97-B, Aziz Avenue, Jail Road
Lahore

**Rs. 50/-
Revenue
Stamp**

I/We _____

Of (Residence / Registered Office*) _____

Being a member of **Panther Tyres Limited** hereby appoint (Name & CNIC) _____

Of (Residence) _____

As a proxy to attend, speak and vote on my / our behalf at the Extra Ordinary General Meeting of the Company to be held on Wednesday, 31st day of December 2025 at **12:00 P.M.** and at any adjournment thereof.

Appointer detail:

CNIC / CUIIN*: _____

CDC Investor Account /CDC Participant Account /

Stockbroker Account _____

Signature / Stamp*

Date:

Notes:

1. The proxy form should be signed by the appointer or attorney duly authorised in writing, or if the appointer is a company, it must be signed by an officer or attorney duly authorised.
2. A company may authorise an individual to act as its representative at the meeting by resolution of its board.
3. The proxies must be lodged with the company not later than forty-eight hours before the time for holding the extra ordinary general meeting (EOGM).
4. All members, through the proxy, shall authenticate their identity by showing the original CNIC/passport at the time of attending the meeting.

*In case the appointer is a company.