

18<sup>th</sup> March 2026

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

Subject: **Notice of Extraordinary General Meeting – Arif Habib Corporation Limited**

Dear Sir

This is in continuation of our communication on 11<sup>th</sup> March 2026 about conduct of EOGM on **Friday, 10<sup>th</sup> April 2026 at 11:30 a.m. at Karachi**. In connection with above, please find enclosed the following documents for your information and record :

- Notice of the EOGM including the proposed resolutions to be adopted [ *Annexure – I* ].  
(To be dispatched / emailed to the shareholders on 19<sup>th</sup> March 2026 along with the Statements under Section 134(3) of the Act, Ballot Paper and Proxy Form)
- Notice of the EOGM including the proposed resolution to be adopted, and the Ballot Paper.  
(To be published in the issues of 'The Nation' in English language [ *Annexure – II* ] and in 'Nawa-e-Waqt' in Urdu translation [ *Annexure – III* ] on 19<sup>th</sup> March 2026)

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Thanking you

Yours Sincerely



**Manzoor Raza**  
Company Secretary



cc :

<b>The Registrar of Companies</b> Securities and Exchange Commission of Pakistan Company Registration Office Dawood Centre, Ground Floor, M. T. Khan Road, Civil Lines, Karachi.	<b>Executive Director/HOD</b> Offsite-II Department, Supervision Division, Securities & Exchange Commission of Pakistan, 63, NIC Building, Jinnah Avenue, Blue Area, Islamabad
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**Arif Habib Corporation Limited**

Registered & Corporate Office: Arif Habib Centre, 23, M.T. Khan Road, Karachi - 74000  
UAN: +92 21 111 245 111 | Phone: +92 21 3246 0717-9 | Fax: +92 21 32468117, 32429653  
Email: info@arifhabibcorp.com | Web: www.arifhabibcorp.com

## **Notice of Extra-Ordinary General Meeting**

to be held on Friday, 10<sup>th</sup> April 2026 at 11:30 a.m.

at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi.



**Arif Habib Corp**

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## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-Ordinary General Meeting (EOGM) of **Arif Habib Corporation Limited (the Company)** will be held on Friday, 10<sup>th</sup> April 2026 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi to transact the following business:

### ORDINARY BUSINESS:

1. To confirm the minutes of the 31<sup>st</sup> Annual General Meeting held on 24<sup>th</sup> October 2025.

### SPECIAL BUSINESS:

2. To consider and if deemed fit, to pass the following Special Resolutions under Section 199 of the Companies Act, 2017 and Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, as recommended by the Board of Directors, with or without modification(s), addition(s) or deletion(s):

#### *Investments in Associated Companies & Associated Undertakings*

**Resolved that**, the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and other applicable laws for:

- allocation of Rs. 40 Billion for investment in PIA Equity Limited (associated company) valid for a period of around one year, and Rs. 1 Billion for Javedan Corporation Limited (associated company) valid for a period upto three years, subject to the terms and conditions as mentioned in Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc., which shall be renewable for further period(s) as specified.

**Further resolved that**, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto.

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

A Statement under Section 134(3) of the Companies Act 2017 pertaining to the special businesses is being sent to the shareholders along with this notice.

**By order of the Board**

Manzoor Raza  
Company Secretary

Karachi, 19<sup>th</sup> March 2026

**Notes:**

1. Share transfer books of the Company will remain closed from 3<sup>rd</sup> April 2026 to 10<sup>th</sup> April 2026 (both days inclusive). Transfers received in order at the office of our registrar: CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi [AHCL's Share Registrar (CDCSRSL)], by the close of business on Thursday, 2<sup>nd</sup> April 2026 will be treated in time for the determination of entitlement of shareholders to attend and vote at the meeting.
2. 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.
3. Procedure including the guidelines as laid down in Circular No. I- Reference No. 3(5-A) Misc/ARO/LES/96 dated 26<sup>th</sup> January 2000 issued by Securities & Exchange Commission of Pakistan:
  - (i) Members, proxies or nominees shall authenticate their identity by showing their original national identity card or original passport and bring their folio numbers at the time of attending the meeting.
  - (ii) In the case of corporate entity, Board of Directors' resolution/power of attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
  - (iii) In order to be effective, the proxy forms must be received at the office of AHCL's Share Registrar (CDCSRSL) not later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
  - (iv) 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.
  - (v) 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 alongwith proxy form.

**4. Online Participation in EOGM:**

In order to maximize the member's participation, the Company is convening this EOGM via video link in addition to holding physical meeting with shareholders. Accordingly, those members and participants who desire online participation in the EOGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at [corporate.affairs@arifhabibcorp.com](mailto:corporate.affairs@arifhabibcorp.com) with subject of 'Registration for AHCL EOGM 2026' not less than 48 hours before the time of the meeting:

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	Cell No.	Email Address

Video Link to join the EOGM will be shared with only those Members whose emails, containing all the required and correct particulars, are received at [corporate.affairs@arifhabibcorp.com](mailto:corporate.affairs@arifhabibcorp.com). The Shareholders can also provide their comments and questions for the agenda items of the EOGM on this email address and WhatsApp Number 0311-2706624.

**5. Provision of Video Link Facility :**

If the Company receives a demand (at least 7 days before the date of meeting) from shareholder(s) holding an aggregate 10% or more shareholding residing in any other city, to participate in the meeting through video link, the Company will arrange video link facility in that city.

Shareholders, who wish to participate through video-link facility, are requested to fill in Video Link Facility Form available at Company's website and send a duly signed copy to the Registered Address of the Company. It may be noted that no person other than the member or proxy holder can attend the meeting through video link facility.

**6. Vote Casting In Person or Through Proxy**

Polling booth will be established at the place of physical gathering of the EOGM for voting.

**7. E-Voting / Postal Ballot**

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-144 of the Companies Act, 2017 and SRO 2192(1)/2022 dated 5<sup>th</sup> December 2022, members will be allowed to exercise their right to vote for the special business(es) in accordance with the conditions mentioned therein. Following options are being provided to members for voting:

**i) E-Voting Procedure**

- (a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on 2<sup>nd</sup> April 2026.
- (b) The web address, login details and password will be communicated to members via email. The security codes will be communicated to members through SMS and email from web portal of the e-voting service provider.
- (c) Identity of the members intending to cast vote through E-Voting shall be authenticated through electronic signature or authentication for login.
- (d) E-Voting lines will start from 7<sup>th</sup> April 2026 at 9:00 a.m. and shall close on 9<sup>th</sup> April 2026 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

**ii) Postal Ballot**

- (a) Members may alternatively opt for voting through postal ballot. Ballot Paper shall also be available for download from the website of the Company at [www.arifhabibcorp.com](http://www.arifhabibcorp.com) or use the same as annexed to this Notice and published in newspapers.
- (b) The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at Arif Habib Centre, 23 M. T. Khan Road, Karachi (Attention of the Company Secretary) OR through the registered email address of shareholder at [chairman.generalmeeting@arifhabibcorp.com](mailto:chairman.generalmeeting@arifhabibcorp.com) with subject of 'Postal Ballot for AHCL EOGM 2026' by Thursday, 9<sup>th</sup> April 2026 before 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.
- (c) Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman shall be the deciding authority.

**Note:**

In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. UHY Hassan Naem & Co. Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the special business to be transacted in the meeting (Agenda # 2 pertaining to approval for Investments in associates under section 199 of the Companies Act, 2017), and to undertake other responsibilities as defined in Regulation 11A of the Regulations. Qualification & experience are mentioned on their website ([www.uhy-hnco.com/](http://www.uhy-hnco.com/)) in detail.

**8. Prohibition on Distribution of Gifts and Shareholder Conduct :**

In compliance with Section 185 of the Companies Act, 2017 and S.R.O. 452(I)/2025 issued by SECP, shareholders are hereby informed that no gifts, in any form, shall be distributed at or in connection with the general meeting. Shareholders are also advised to observe decorum and meeting etiquette as prescribed in SECP's Guidelines for Professional Conduct in General Meetings.

**9. Provision of Information by Shareholders :**

To comply with various statutory requirements, and to avoid any non-compliance of law or any inconvenience in future, all shareholders are hereby advised to coordinate / update their records with their respective Participant / CDC Investor Account Services / AHCL's Share Registrar (CDCSRSL) in connection with following :

- Submission of copies of their valid / updated CNIC / NTN Certificate / Zakat Declaration (Exemption) Form / Tax Exemption Certificate
- Provision of relevant details including valid bank account details / IBAN in order to enable the Company to pay unclaimed / future cash dividends, if any
- Convert their physical shares into scrip less form, which will also facilitate the shareholders having physical shares in many ways, including safe custody, efficient trading and convenience in other corporate actions.
- Provision of mandatory registration details in terms of Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, including mobile number / landline number and email address (if available).
- Promptly notify any change in mailing address, email address and mobile number by writing to the office of AHCL's Share Registrar (CDCSRSL).

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

**This Statement sets out the material facts concerning the Special Business to be transacted at the Extra-Ordinary General Meeting of the Company to be held on Friday, 10<sup>th</sup> April 2026:**

### **Investments in Associated Companies & Associated Undertakings**

#### **1 – PIA Equity Limited for the acquisition of Pakistan International Airlines Corporation Limited (PIACL)**

Arif Habib Corporation Limited (AHCL / the Company), as lead member of consortium comprising AHCL, Fatima Fertilizer Company Limited, The Lake City Holdings (Private) Limited, AKD Group Holdings (Private) Limited and City Schools (Private) Limited (the Consortium) was declared the successful bidder with a bid of PKR 135 billion for the step-wise acquisition of 75% equity stake in Pakistan International Airlines Corporation Limited (PIACL) under the privatisation process of the Government of Pakistan.

Pursuant to the execution of the relevant transaction agreements with the Privatisation Commission and other stakeholders, the Consortium has incorporated a special purpose vehicle, PIA Equity Limited (PIAEL), to undertake the acquisition. The Consortium has also requested the Privatisation Commission to include Fauji Fertilizer Company Limited as a nominated person to subscribe to a portion of the shareholding in PIAEL, in accordance with the transaction documents.

AHCL, as subscriber to the Memorandum of Association of PIAEL, has made an initial equity investment of PKR 1,699,998,440 in PIAEL. In order to meet its funding obligations under the transaction documents and to enable PIAEL to complete the acquisition of PIACL, the Board of Directors has approved, subject to the approval of members under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, a consolidated limit for further investments in PIAEL. Such investments may be made in any form, including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnities, pledge of shares etc.

Completion of the transaction is subject to satisfaction of the agreed conditions precedent, following which transfer of management control of PIACL is expected. In accordance with the transaction documents, the Consortium / PIAEL also intends to exercise its option to acquire the remaining 25% shareholding of PIACL held by the Government of Pakistan.

The proposed investment aligns with the Company's strategic objective of expanding its portfolio in key sectors and is expected to facilitate operational, financial and governance improvements in PIACL under private sector management, with the aim of enhancing efficiency and long-term value. The Board confirms that necessary due diligence has been carried out and considers the proposed investment to be in the best interest of the Company and its shareholders.

The proposed investment may involve transactions with related parties and associates. Accordingly, common directors may be considered interested due to their directorships and/or shareholdings in the relevant entities. The Company has already obtained shareholders' approval for such transactions up to the next Annual General Meeting. Any transactions undertaken and approved by the Board will be deemed approved under Sections 207 and/or 208 of the Companies Act, 2017, where applicable.

**A - Disclosures for all types of investments:**

<b>Ref. No.</b>	<b>Requirement</b>	<b>Information</b>
I	Name of associated company or associated undertaking	PIA Equity Limited (PIAEL)
II	Basis of relationship	An associated undertaking due to common directorship of Mr. Arif Habib and shareholding.
III	Earnings per share for the last three years	Not Applicable – PIAEL was recently incorporated and has not yet completed a financial period.
IV	Break-up value of share, based on the latest audited financial statements	Not Applicable – PIAEL was recently incorporated and has not yet completed a financial period. Face value of PIAEL share is Rs.10 per share.
V	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	Not Applicable – PIAEL was recently incorporated and has not yet completed a financial period.
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;	PIAEL has been incorporated as a special purpose vehicle (SPV) pursuant to the requirements of the Privatisation Commission, Government of Pakistan through its Letter of Acceptance dated 2 <sup>nd</sup> January 2026 and Transaction Documents, in connection with the privatisation of Pakistan International Airlines Corporation Limited (PIACL).  The sole and exclusive principal business of PIAEL shall be to acquire the shares / equity stake in PIACL in accordance with the applicable Transaction Documents, and not to undertake any other business.
VII	Maximum amount of investment to be made	Approval is requested for a consolidated limit of PKR 40 billion for further investments in PIAEL, to be utilized in any form, including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnities, pledge of shares etc.
VIII	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	The proposed investment aims to generate long-term returns by leveraging strategic opportunities in the aviation sector and supporting operational, financial, and governance improvements under private sector management to enhance efficiency and sustainable shareholder value.  Approval is sought for a period of around one year which may be renewed / extended. Limits utilized for equity and loans shall be exhausted to

		that extent, while limits for running finance, standby letters of credit, guarantees and similar facilities, along with any unutilized amounts, may be renewed in subsequent general meetings.
IX	<p>Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds</p> <p>1. Justification for investment through borrowing</p> <p>2. Detail of collateral, guarantees provided and assets pledged for obtaining such funds.</p> <p>3. Cost benefit analysis</p>	<p>The investment may be made from Company's own available liquidity and/or credit lines.</p> <p>1. Higher rate of return</p> <p>2. Pledge of listed securities and / or charge over assets of the Company, if and where needed.</p> <p>3. Company expects to make the investment to earn return over and above the borrowing cost.</p>
X	Salient feature of agreements (if any) with associated company or associated undertaking with regards to proposed investment	<p>On 29<sup>th</sup> January 2026, following agreements were executed :</p> <p>1- Share Purchase and Subscription Agreement (SPSA) among the President of the Islamic Republic of Pakistan, Privatisation Commission, PIA Holding Company Limited (PIAHCL), PIA Equity Limited (PIAEL), Arif Habib Corporation Limited (AHCL), Fatima Fertilizer Company Limited (FATIMA), The Lake City Holdings (Private) Limited (LCHPL), City Schools (Private) Limited (CSPL), AKD Group Holdings (Private) Limited (AKDGHPL), and Pakistan International Airlines Corporation Limited (PIACL), to record the terms and conditions relating to issuance and transfer of the PIACL Shares and management control to PIAEL on the terms and subject to the conditions of SPSA and the Shareholders' Agreement.</p> <p>2- Shareholders' Agreement (SHA) among the PIAHCL, PIAEL, AHCL, FATIMA, LCHPL, CSPL, AKDGHPL, and PIACL, to set forth their mutual understanding with respect to the affairs of PIACL and matters <i>inter se</i> the Shareholders.</p>
XI	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company	The proposed investment may involve transactions with related parties and associates. Accordingly, some directors may be considered interested due to their

	or associated undertaking or the transaction under consideration	directorships and/or shareholdings in the relevant entities. The Company had already obtained shareholders' approval for such transactions up to the next AGM. Any transactions undertaken and approved by the Board will be deemed approved under Sections 207 and/or 208 of the Companies Act, 2017, where applicable.
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	PIAEL was recently incorporated on 9 <sup>th</sup> January 2026. AHCL, being a subscriber to the Memorandum of Association of PIAEL, has made an initial equity contribution of PKR 1,699,998,440 towards its share capital.
XIII	Any other important details necessary for the members to understand the transaction:	None

**B - Disclosures relating to proposed equity investments:**

XIV	Maximum price at which securities will be acquired	At par, premium, or such price as may be offered or negotiated at the time of the transaction/investment, in accordance with applicable laws and the terms of the relevant transaction or any agreements.
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	Before: AHCL, as subscriber to the Memorandum of Association of PIAEL, presently holds 169,999,844 ordinary shares representing 51.51% of the issued share capital of PIAEL. Subject to approval of the Privatisation Commission for inclusion of Fauji Fertilizer Company Limited (FFCL) as a nominated person and issuance of new PIAEL shares to FFCL, AHCL's shareholding shall remain 169,999,844 ordinary shares; however, its percentage holding shall be diluted to 34%.  After: Increase in securities / percentage in accordance with Sr. Nos. VII, XIV and XVI.
XVIII	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Not applicable
XIX	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities	Not Applicable – PIAEL was recently incorporated in January 2026. Face value of PIAEL share is Rs.10 per share.

**C - Disclosures relating to proposed investments in the form of loans, advances running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc. :**

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 1-month to 3-month KIBOR plus a spread of 0.70% to 1.75% per annum
XXII	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company	If applicable, at least the average borrowing cost of the investing company.
XXIII	Particulars of collateral or security to be obtained in relation to the proposed investment	Not Applicable
XXIV	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, 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.
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 / Standby Letters of Credit (SBLC) / Guarantee / Indemnity, Pledge of shares etc. shall be for a period of around one year and renewable in next annual general meeting(s) for further period(s). SBLC may be issued directly, or routed through PIAEL. Facilities to be extended in the nature of Long-term Loan shall be for a period as agreed at the time of disbursement.

**2 – Javedan Corporation Limited**

The Board of Directors of the Company (AHCL) has approved the specific limits for the investments in the form of equity, loans, advances, running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc along with other particulars for investments in Javedan Corporation 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 for a period upto three years , with the option of renewal thereon.

The proposed investment may involve transactions with related parties and associates. Accordingly, common directors may be considered interested due to their directorships and/or shareholdings in the

relevant entities. The Company has already obtained shareholders' approval for such transactions up to the next Annual General Meeting. Any transactions undertaken and approved by the Board will be deemed approved under Sections 207 and/or 208 of the Companies Act, 2017, where applicable.

**A - Disclosures for all types of investments:**

Ref. No.	Requirement	Information																		
I	Name of associated company or associated undertaking	Javedan Corporation Limited (JCL)																		
II	Basis of relationship	An associated undertaking due to common control, shareholding & common directorships of Mr. Arif Habib, Mr. Samad Habib, Mr. Kashif Habib and Mr. Muhammad Ejaz																		
III	Earnings per share for the last three years	Year 2025: 4.11 Year 2024: 4.47 Year 2023: 17.70																		
IV	Break-up value of share, based on the latest audited financial statements	PKR 66.64 per share base on the audited financial statement of JCL for the year ended 30 <sup>th</sup> June 2025.																		
V	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	<table border="0"> <tr> <td><b>30<sup>th</sup> June 2025</b></td> <td style="text-align: right;"><b>(PKR in Million)</b></td> </tr> <tr> <td>Non-current assets</td> <td style="text-align: right;">20,989.61</td> </tr> <tr> <td>Current assets</td> <td style="text-align: right;">20,357.66</td> </tr> <tr> <td>Equity</td> <td style="text-align: right;">25,381.82</td> </tr> <tr> <td>Non-current liabilities</td> <td style="text-align: right;">4,569.53</td> </tr> <tr> <td>Current liabilities</td> <td style="text-align: right;">11,395.92</td> </tr> <tr> <td>Operating Revenue</td> <td style="text-align: right;">7,361.13</td> </tr> <tr> <td>Profit before Tax</td> <td style="text-align: right;">2,151.86</td> </tr> <tr> <td>Profit after Tax</td> <td style="text-align: right;">1,564.93</td> </tr> </table>	<b>30<sup>th</sup> June 2025</b>	<b>(PKR in Million)</b>	Non-current assets	20,989.61	Current assets	20,357.66	Equity	25,381.82	Non-current liabilities	4,569.53	Current liabilities	11,395.92	Operating Revenue	7,361.13	Profit before Tax	2,151.86	Profit after Tax	1,564.93
<b>30<sup>th</sup> June 2025</b>	<b>(PKR in Million)</b>																			
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VI	<p>In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:</p> <ol style="list-style-type: none"> <li>1. Description of the project and its history since conceptualization;</li> <li>2. Starting date and expected date of completion of work;</li> <li>3. Time by which such project shall become commercially operational;</li> <li>4. Expected time by which the project shall start paying return on investment; and</li> <li>5. Funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;</li> </ol>	Not Applicable																		
VII	Maximum amount of investment to be made	Fresh limit of PKR 1 billion for further investments in JCL, to be utilized in any form, including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnities, pledge of shares etc. This is in addition to the available unutilized limits of equity investment and sanctioned limits of other investments.																		

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 on investment by capturing the opportunities on the right time. The approval hereby sought shall be valid for the period upto 3 years and shall be renewable for any further period(s) as approved by the shareholders subsequently. Limits utilized for equity and loans shall be exhausted to that extent, while limits for running finance, standby letters of credit, guarantee and similar facilities, along with any unutilized amounts, may be renewed in subsequent general meetings.
IX	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds 1. Justification for investment through borrowing  2. Detail of collateral, guarantees provided and assets pledged for obtaining such funds.  3. Cost benefit analysis	The investment may be made from Company's own available liquidity and/or credit lines.  1. Higher rate of return  2. Pledge of listed securities and / or charge over assets of the Company, if and where needed.  3. Company expects to make the investment to earn return over and above the borrowing cost.
X	Salient feature of agreements (if any) with associated company or associated undertaking with regards to proposed investment	There is no agreement to date.
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	The proposed investments may involve transaction with related parties, directors, or substantial shareholders of the companies. Consequently, the directors of the Company may be deemed interested in these investments in their capacity as directors or shareholders of the companies involved. The Company has already obtained shareholders' approval for such transactions up to the next Annual General Meeting. Any transactions undertaken and approved by the Board will be deemed approved under Sections 207 and/or 208 of the Companies Act, 2017, where applicable.
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	JCL's FY-25 performance delivered several operational milestones. The launch of the Naya Nazimabad Business Enclave attracted a diverse mix of SMEs and brand outlets, and several allottees have commenced construction on their plots. Projects progressed through REIT structures with construction on schedule, reinforcing Naya Nazimabad's position as Karachi's leading master-planned community. Secondary-market activity surged, with a total of

		1,234 property transfers and an estimated transaction value of Rs. 22 billion (plots, houses and apartments), indicating rising buyer confidence and sustained demand. In the subsequent six-month period, demand for commercial properties persisted, and overall performance remained satisfactory.
XIII	Any other important details necessary for the members to understand the transaction:	None

**B - Disclosures relating to proposed equity investments:**

XIV	Maximum price at which securities will be acquired	At par / premium / market / offered / negotiated price prevailing at the time 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	Before: 139,474,412 (ordinary shares) being 36.62% holding in JCL as on 16 March 2026.  After: Increase in securities / percentage in accordance with Sr. Nos. VII, XIV and XVI.
XVIII	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	As at 16 March 2026, Current price per share: PKR 98.60 Weighted average market price per share of preceding twelve weeks: PKR 134.30.
XIX	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities	Not Applicable

**C - Disclosures relating to proposed investments in the form of loans, advances running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc. :**

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 1-month to 3-month KIBOR plus a spread of 0.70% to 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.
XXIV	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
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 shall be for a period upto three years and renewable in next annual general meeting(s) for further period(s).

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**ARIF HABIB CORPORATION LIMITED**  
**BALLOT PAPER FOR VOTING THROUGH POST / EMAIL**

For the Special Business at the Extraordinary General Meeting of Arif Habib Corporation Limited (the Company) to be held on Friday, 10<sup>th</sup> April 2026 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means.

Designated email address of the Chairman at which the duly filled in ballot paper may be sent:

[chairman.generalmeeting@arifhabibcorp.com](mailto:chairman.generalmeeting@arifhabibcorp.com)

Name of shareholder / Joint shareholder(s) / Proxy Holder(s)	
Registered Address:	
Folio / CDC Participant / Investor ID with sub-account No.	
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)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below:

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	<p><b>Agenda item No. 2</b></p> <p>To consider and if deemed fit, to pass the following Special Resolutions under Section 199 of the Companies Act, 2017 and Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, as recommended by the Board of Directors, with or without modification(s), addition(s) or deletion(s):</p> <p><b><i>Investments in Associated Companies &amp; Associated Undertakings</i></b></p> <p><b>Resolved that</b>, the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and other applicable laws for:</p> <ul style="list-style-type: none"> <li>- allocation of Rs. 40 Billion for investment in PIA Equity Limited (associated company) valid for a period of around one year, and Rs. 1 Billion for Javedan Corporation Limited (associated company) valid for a period upto three years, subject to the terms and conditions as mentioned in Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc., which shall be renewable for further period(s) as specified.</li> </ul> <p><b>Further resolved that</b>, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds, and things which are</p>			

	necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto.			
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**NOTES:**

1. Dully filled postal ballot should be sent to the Chairman of Arif Habib Corporation Limited through post at Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan (Attention of the Company Secretary) **OR** through the registered email address of shareholder at [chairman.generalmeeting@arifhabibcorp.com](mailto:chairman.generalmeeting@arifhabibcorp.com)
2. Copy of CNIC / Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms through post or email should reach the Chairman by **Thursday, 9<sup>th</sup> April 2026 before 5:00 p.m.** Any postal ballot received after this date and time, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC / Passport No. (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. This postal Poll paper is also available for download from the website of Arif Habib Corporation Limited at <https://www.arifhabibcorp.com/announcement.php> Shareholders may download the ballot paper from website or use the same ballot paper as published in newspapers.

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**Signature of shareholder(s)/ Proxy Holder(s)/Authorized Signatory**

(In case of corporate entity, please affix company stamp)

Place: \_\_\_\_\_

Date: \_\_\_\_\_

# Form of Proxy Extra-Ordinary General Meeting

The Company Secretary  
Arif Habib Corporation Limited  
Arif Habib Centre  
23, M.T. Khan Road  
Karachi.

I/ we \_\_\_\_\_ of \_\_\_\_\_ being a member(s)  
of Arif Habib Corporation Limited holding \_\_\_\_\_ ordinary shares as per  
CDC A/c. No. \_\_\_\_\_ hereby appoint Mr./Mrs./Miss \_\_\_\_\_  
\_\_\_\_\_ of (full address) \_\_\_\_\_  
\_\_\_\_\_ or failing him/her  
Mr./Mrs./Miss \_\_\_\_\_ of (full address) \_\_\_\_\_

(being member of the company) as my/our Proxy to attend, act vote for me/us and on my/our behalf at  
the Extra-Ordinary General Meeting of the Company to be held on 10<sup>th</sup> April 2026, and/or any  
adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2026.

Witnesses:

1. Name : \_\_\_\_\_  
Address : \_\_\_\_\_  
CNIC No. : \_\_\_\_\_  
Signature : \_\_\_\_\_

Signature on Revenue Stamp
-------------------------------

2. Name : \_\_\_\_\_  
Address : \_\_\_\_\_  
CNIC No. : \_\_\_\_\_  
Signature : \_\_\_\_\_

NOTES:

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 original CNIC / passport and bring folio number at the time of attending the meeting.
3. In order to be effective, the proxy Form must be received at the registered office of the company 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.
5. 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 alongwith proxy Form.

# پراکسی فارم غیر معمولی اجلاس عام

کمپنی بیکریٹری

عارف حبیب کارپوریشن لمیٹڈ

عارف حبیب بیننر

23، ایم ٹی خان روڈ

کراچی۔

میں مستی/مستاقہ \_\_\_\_\_ ساکن \_\_\_\_\_ ضلع \_\_\_\_\_ بحیثیت ممبر  
عارف حبیب کارپوریشن لمیٹڈ، حامل (تعداد) عمومی/خصوصی حصص برطابق سی ڈی سی اکاؤنٹ \_\_\_\_\_  
مستی/مستاقہ \_\_\_\_\_ ساکن \_\_\_\_\_ کو، بصورت دیگر مستی/مستاقہ \_\_\_\_\_  
ساکن \_\_\_\_\_ کو بطور مختار (پراکسی) مقرر کرتا ہوں تاکہ وہ میری جگہ اور میری طرف سے کمپنی کے غیر معمولی اجلاس عام جو تاریخ 10 اپریل 2026  
بروز ہند منعقد ہو رہے ہیں، یا ان کے کسی ملتوی شدہ اجلاس میں ووٹ ڈالے۔

گواہان:

1	2
نام: _____	نام: _____
پتہ: _____	پتہ: _____
شناختی کارڈ نمبر: _____	شناختی کارڈ نمبر: _____
دستخط: _____	دستخط: _____

دستخط  
ریویو بیورو اسٹیٹسٹ

نوٹ:

- دور کن حصہ اجلاس میں شرکت یا ووٹ حاصل ہے وہ کسی ناگزیر صورت حال میں اپنی جگہ کسی دوسرے ممبر کو یہ حق دے سکتا ہے کہ وہ کن اس کی پراکسی استعمال کرتے ہوئے  
اگے بجائے اجلاس میں شریک ہو سکتا ہے خطاب کر سکتا ہے یا ووٹ کا اندراج کر سکتا ہے۔
- پراکسی ثابت کرنے کے لئے اسے اپنا اصل شناختی کارڈ یا پاسپورٹ اور فوٹو کیونکر دکھانا لازمی ہے تاکہ اجلاس میں شرکت کی اجازت سے قبل اسکی شناخت کی جاسکے۔
- منوثر بنانے کے لئے، پراکسی فارم کمپنی کے رجسٹرڈ دفتر پر اجلاس سے کم از کم 48 گھنٹے قبل وصول ہونا لازمی ہیں۔ فارم میں تمام مطلوبہ معلومات، رکن کے دستخط اور مہر،  
تیز رو گواہان کی بنیادی معلومات یعنی نام پتے، دستخط اور شناختی کارڈ نمبر کا اندراج ضروری ہے۔
- انفرادی رکن کی صورت میں اصل اونز اور پراکسی کے شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقول منسلک کرنا لازمی ہے۔
- پراکسی کے کارپورٹ ہونے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد، پاور آف اٹارنی، شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقول، پراکسی فارم کے ساتھ منسلک کرنا لازمی ہے۔

# **BOOK POST**

**PRINTED MATTER**



## **Arif Habib Corporation Limited**

Arif Habib Centre  
23, M.T. Khan Road  
Karachi-74000  
Tel: (021) 32460717-19  
Fax: (021) 32429653, 32468117  
E-mail: [info@arifhabibcorp.com](mailto:info@arifhabibcorp.com)  
Website: [www.arifhabibcorp.com](http://www.arifhabibcorp.com)

# ARIF HABIB CORPORATION LIMITED

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING



# ARIF HABIB CORPORATION LIMITED

## BALLOT PAPER FOR VOTING THROUGH POST / EMAIL

For the Special Business at the Extra-Ordinary General Meeting of Arif Habib Corporation Limited (the "Company") to be held on Friday, 10<sup>th</sup> April 2026 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means.

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: [chairman.generalmeeting@arifhabibcorp.com](mailto:chairman.generalmeeting@arifhabibcorp.com)

Name of shareholder / Joint shareholder(s) / Proxy Holder(s)	
Registered Address:	
Folio /CDC Participant / Investor ID with sub-account No.	
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)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below:

Sr. No	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	<p><b>Agenda item No. 2</b></p> <p>To consider and if deemed fit, to pass the following Special Resolutions under Section 199 of the Companies Act, 2017 and Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, as recommended by the Board of Directors, with or without modification(s), addition(s) or deletion(s):</p> <p><b>Investments in Associated Companies &amp; Associated Undertakings</b></p> <p><b>Resolved that</b>, the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and other applicable laws for:</p> <p>- allocation of Rs. 40 Billion for investment in PIA Equity Limited (associated company) valid for a period of around one year, and Rs. 1 Billion for Javedan Corporation Limited (associated company) valid for a period upto three years, subject to the terms and conditions as mentioned in Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc., which shall be renewable for further period(s) as specified.</p> <p><b>Further resolved that</b>, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements /documents, and any ancillary matters thereto.</p>			

### NOTES:

- Duly filled postal ballot should be sent to the Chairman of Arif Habib Corporation Limited through post at Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan (Attention of the Company Secretary) OR through the registered email address of shareholder at [chairman.generalmeeting@arifhabibcorp.com](mailto:chairman.generalmeeting@arifhabibcorp.com)
- Copy of CNIC / Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms through post or email should reach the Chairman by **Thursday, 9<sup>th</sup> April 2026 before 5:00 p.m.** Any postal ballot received after this date and time, will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC / Passport No. (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
- This postal Poll paper is also available for download from the website of Arif Habib Corporation Limited at <https://www.arifhabibcorp.com/announcement.php> Shareholders may download the ballot paper from website or use the same ballot paper as published in newspapers.

Signature of shareholder(s)/ Proxy Holder(s)/Authorized Signatory  
(In case of corporate entity, please affix company stamp)

Place: \_\_\_\_\_

Date: \_\_\_\_\_

By order of the Board  
Manzoor Raza  
Company Secretary

Notice is hereby given that an Extra-Ordinary General Meeting (EOGM) of Arif Habib Corporation Limited (the Company) will be held on Friday, 10<sup>th</sup> April 2026 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi to transact the following business:

### ORDINARY BUSINESS:

- To confirm the minutes of the 31<sup>st</sup> Annual General Meeting held on 24<sup>th</sup> October 2025.

### SPECIAL BUSINESS:

- To consider and if deemed fit, to pass the following Special Resolutions under Section 199 of the Companies Act, 2017 and Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, as recommended by the Board of Directors, with or without modification(s), addition(s) or deletion(s):

#### Investments in Associated Companies & Associated Undertakings

**Resolved that**, the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and other applicable laws for:

- allocation of Rs. 40 Billion for investment in PIA Equity Limited (associated company) valid for a period of around one year, and Rs. 1 Billion for Javedan Corporation Limited (associated company) valid for a period upto three years, subject to the terms and conditions as mentioned in Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, standby letters of credit, guarantee, indemnity, pledge of shares etc., which shall be renewable for further period(s) as specified.

**Further resolved that**, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto.

- To consider any other business with the permission of the Chair.

A Statement under Section 134(3) of the Companies Act 2017 pertaining to the special businesses is being sent to the shareholders along with this notice.

Karachi, 19<sup>th</sup> March 2026

### Notes:

- Share transfer books of the Company will remain closed from 3<sup>rd</sup> April 2026 to 10<sup>th</sup> April 2026 (both days inclusive). Transfers received in order at the office of our registrar: CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi [AHCL's Share Registrar (CDCSRSL)], by the close of business on Thursday, 2<sup>nd</sup> April 2026 will be treated in time for the determination of entitlement of shareholders to attend and vote at the meeting.
- 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.
- Procedure including the guidelines as laid down in Circular No. I- Reference No. 3(5-A) Misc/ARO/LES/96 dated 26<sup>th</sup> January 2000 issued by Securities & Exchange Commission of Pakistan:
  - Members, proxies or nominees shall authenticate their identity by showing their original national identity card or original passport and bring their folio numbers at the time of attending the meeting.
  - In the case of corporate entity, Board of Directors' resolution/power of attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
  - In order to be effective, the proxy forms must be received at the office of AHCL's Share Registrar (CDCSRSL) not later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
  - 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.
  - 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 alongwith proxy form.

#### 4. Online Participation in the Extra-Ordinary General Meeting

In order to maximize the member's participation, the Company is convening this EOGM via video link in addition to holding physical meeting with shareholders. Accordingly, those members and participants who desire online participation in the EOGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at [corporate.affairs@arifhabibcorp.com](mailto:corporate.affairs@arifhabibcorp.com) with subject of 'Registration for AHCL EOGM 2026' not less than 48 hours before the time of the meeting:

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	Cell No.	Email Address

Video Link to join the EOGM will be shared with only those Members whose emails, containing all the required and correct particulars, are received at [corporate.affairs@arifhabibcorp.com](mailto:corporate.affairs@arifhabibcorp.com). The Shareholders can also provide their comments and questions for the agenda items of the EOGM on this email address and WhatsApp Number 0311-2706624.

#### 5. Provision of Video Link Facility:

If the Company receives a demand (at least 7 days before the date of meeting) from shareholder(s) holding an aggregate 10% or more shareholding residing in any other city, to participate in the meeting through video link, the Company will arrange video link facility in that city.

Shareholders, who wish to participate through video-link facility, are requested to fill in Video Link Facility Form available at Company's website and send a duly signed copy to the Registered Address of the Company. It may be noted that no person other than the member or proxy holder can attend the meeting through video link facility.

#### 6. Vote Casting In-Person or Through Proxy:

Polling booth will be established at the place of physical gathering of the EOGM for voting.

#### 7. E-Voting / Postal Ballot

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-144 of the Companies Act, 2017 and SRO 2192(1)/2022 dated 5<sup>th</sup> December 2022, members will be allowed to exercise their right to vote for the special business(es) in accordance with the conditions mentioned therein. Following options are being provided to members for voting:

##### i) E-Voting Procedure

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on 2<sup>nd</sup> April 2026.
- The web address, login details and password will be communicated to members via email. The security codes will be communicated to members through SMS and email from web portal of the e-voting service provider.
- Identity of the members intending to cast vote through E-Voting shall be authenticated through electronic signature or authentication for login.
- E-Voting lines will start from 7<sup>th</sup> April 2026 at 9:00 a.m. and shall close on 9<sup>th</sup> April 2026 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

##### ii) Postal Ballot

- Members may alternatively opt for voting through postal ballot. Ballot Paper shall also be available for download from the website of the Company at [www.arifhabibcorp.com](http://www.arifhabibcorp.com) or use the same as annexed to this Notice and published in newspapers.
- The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at Arif Habib Centre, 23 M. T. Khan Road, Karachi (Attention of the Company Secretary) OR through the registered email address of shareholder at [chairman.generalmeeting@arifhabibcorp.com](mailto:chairman.generalmeeting@arifhabibcorp.com) with subject of 'Postal Ballot for AHCL EOGM 2026 by Thursday, 9<sup>th</sup> April 2026 before 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.
- Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman shall be the deciding authority.

### Note:

In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. UHY Hassan Naeem & Co. Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the special business to be transacted in the meeting (Agenda # 2 pertaining to approval for Investments in associates under section 199 of the Companies Act, 2017), and to undertake other responsibilities as defined in Regulation 11A of the Regulations. Qualification & experience are mentioned on their website ([www.uhy-hnco.com/](http://www.uhy-hnco.com/)) in detail.

#### 8. Prohibition on Distribution of Gifts and Shareholder Conduct :

In compliance with Section 185 of the Companies Act, 2017 and S.R.O. 452(I)/2025 issued by SECP, shareholders are hereby informed that no gifts, in any form, shall be distributed at or in connection with the general meeting. Shareholders are also advised to observe decorum and meeting etiquette as prescribed in SECP's Guidelines for Professional Conduct in General Meetings

#### 9. Provision of Information by Shareholders :

To comply with various statutory requirements, and to avoid any non-compliance of law or any inconvenience in future, all shareholders are hereby advised to coordinate / update their records with their respective Participant / CDC Investor Account Services / AHCL's Share Registrar (CDCSRSL) in connection with following :

- Submission of copies of their valid / updated CNIC / NTN Certificate / Zakat Declaration (Exemption) Form / Tax Exemption Certificate
- Provision of relevant details including valid bank account details / IBAN in order to enable the Company to pay any unclaimed / future cash dividends, if any
- Convert their physical shares into scrip less form, which will also facilitate the shareholders having physical shares in many ways, including safe custody, efficient trading and convenience in other corporate actions.
- Provision of mandatory registration details in terms of Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, including mobile number / landline number and email address (if available).
- Promptly notify any change in mailing address, email address and mobile number by writing to the office of AHCL's Share Registrar (CDCSRSL).

### Registered and Corporate Office:

Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan.

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