

NOTICE OF THE 20TH ANNUAL GENERAL MEETING

Notice is hereby given that the 20th Annual General Meeting (AGM) of Pak-Qatar General Takaful Limited will be held on 30th April 2026 at 02:00 Noon at Ballroom B, Ground Floor, Pearl Continental Hotel, Club Road, Opposite PIDC, Civil Lines, Karachi as well as through Video Conferencing Facility to transact the following business:

Ordinary Business

- To confirm the minutes of 19th Annual General Meeting held on 30th April 2025 and minutes of EOGM held on 29th May 2025.
- To receive, consider and adopt the audited financial statements of the Company for the year ended 31st December 2025, together with the Directors' and Auditors' Reports thereon.
- To approve a cash dividend @ 10% i.e., Re. 1 per share for the year ended 31st December 2025 as recommended by Board of Directors.
- To appoint auditors of the Company for the year ending 31st December 2026 and to fix their remuneration. The present Auditors, M/S Yousuf Adil, Chartered Accountants, being eligible, have offered themselves for re-appointment.

Special Business

- Transmission of Annual Accounts through QR enabled Code and Weblink.**
To consider and if thought fit to pass with or without modification the following as an Ordinary Resolution:
a) "RESOLVED THAT in accordance with the Companies Act, 2017 and the Securities and Exchange Commission of Pakistan Notification S.R.O. 389(I)/2023 dated March 21, 2023, the approval of the shareholders is hereby required and sought to allow the Company to share its Annual Audited Financial Statements, including the Directors' Report and Auditors' Report, with shareholders through a QR code and website link instead of sending printed copies to all shareholders."
b) "FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to do all necessary acts, deeds and things to give effect to this resolution".
- To consider and if thought appropriate, to pass with or without modification, the following resolutions as special resolutions:
Amendments in the Articles of Association of Pak-Qatar General Takaful Ltd.
Consequent upon listing of Pak-Qatar General Takaful Ltd. on the Pakistan Stock Exchange, and in order to align the Articles of Association of the Company with the applicable provisions of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Articles of Association of the Company be and are hereby amended as under:
Amendment in Clause 51 of the Articles of Association (Quorum of General Meeting)
Clause 51 of the Articles of Association of the Company presently provides that "the quorum of the general meeting shall be two members present personally, or through video-link who represent not less than twenty-five percent of the total voting power, either of their own account or as proxies".
In terms of section 135 of the Companies Act, 2017, the quorum of a general meeting of a public listed company, unless the Articles provide for a larger number, shall be not less than ten members present personally or through video-link who represent not less than twenty-five percent of the total voting power.
a) RESOLVED THAT Clause 51 of the Articles of Association of the Company be and is hereby amended to read as follows:
"The quorum of the general meeting shall be ten members present personally, or through video-link who represent not less than twenty-five percent of the total voting power, either of their own account or as proxies."
Clause 72 of the Articles of Association of the Company presently provides that "the number of directors to be elected in accordance with the provisions of the Act shall not be less than three and more than twelve".
In terms of Section 154(d) of the Companies Act, 2017, the minimum number of directors of a listed company shall not be less than seven.
b) RESOLVED THAT Clause 72 of the Articles of Association of the Company be and is hereby amended to read as follows:
"The number of directors to be elected in accordance with the provisions of the Companies Act, 2017 shall not be less than seven."
- To transact any other business with the permission of the chair.

By Order of the Board,


 Company Secretary

Dated: 9th April 2026

Place: Karachi

Notes:

- Book Closure**
The Share Transfer Books of the Company will remain closed from 23rd April 2026 to 30th April 2026 (both days inclusive). Transfers received in order by the Company's Share Registrar, M/S CDC Share Registrar Services Ltd, CDC House, 99-B, Block "B", S.M.C.H, Main Shahrah-e-Faisal Karachi-74400 by the close of business on 22nd April-2026 will be considered in time for registration in the name of transferees and be eligible to attend and vote at the meeting.
- Appointing Proxies**
 - A member entitled to attend and vote at the meeting is also entitled to appoint another member as proxy to attend and vote on his/her behalf. In case of corporate entity, being a member, may appoint as its proxy any of its official or any other person, through BOD Resolution/ Power of Attorney. The instrument appointing proxy must receive at the Registered office of the Company: Suit 402-404, Business Arcade, Block 6, PECHS Shakra-e-Faisal, Karachi or at its Share Registrar or through email at company.secretary@pakqatar.com.pk not less than 48 hours before the time of meeting. Copy of resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.
 - CDC Account Holders, while appointing proxies, will follow the prescribed guidelines as under:
 - 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 the passport of the beneficial owners and proxy shall be furnished with the proxy form.
 - The proxy shall produce his/her original CNIC or original passport at the time of the AGM.
 - In case of corporate entity, the Board of Director's Resolution/ Power of Attorney with specimen signature and an attested copy of the valid CNIC of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted along with proxy form to the company.
 - A blank proxy form is enclosed with the notice.
- Change of Address**
Members having physical shareholding are requested to notify any change in their addresses immediately at Share Registrar, CDC Share Registrar Services Ltd. Whereas, CDC account holders can contact their respective CDS participant/Broker/Investor Accounts Services.
- Deduction of Income Tax**
As per the provisions of Section 150 of the Income Tax Ordinance, 2001 ("Ordinance") different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. The Current withholding tax rates are as under:
(a) For the persons whose names are appearing on ATL: 15%
(b) For the persons whose names are not appearing on ATL: 30%
All the shareholders whose names are not entered into the Active Tax Payer list (ATL) provided on the website of the Federal Board of Revenue (FBR), despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the date of payment of dividend, otherwise tax on their Dividend will be deducted @ 30% instead of @ 15%.
The corporate shareholders having CDC account are required to have their National Tax Number updated with their respective participants, where corporate physical shareholders should send a copy of their NTN certificates to the Company or Company's Share Registrar, CDC Share Registrar Services Ltd.
The shareholders while sending NTN or NTN certificate, as the case may be, must quote Company Name and their respective Folio Number.
As per FBR clarification, the valid Exemption Certificate under Section 159 of the Ordinance is mandatory to claim exemption of withholding tax under clause 47B of Part IV of Second Schedule to the Ordinance. Those who fail in the category mentioned in the above clause must provide Valid Tax Exemption Certificate to our Share Registrar, otherwise tax will be deducted on dividend amount as per rates prescribed in Section 150 of the Ordinance.
For Shareholders holding their shares jointly, as per the clarification by the FBR, withholding tax will be determined separately on 'Filer/Non-Filer's status of principal shareholder as well as joint-holder(s) based on their shareholding proportions. All shareholders who hold shares jointly are therefore requested to provide shareholding proportions of principal shareholder and joint holder(s) in respect of shares held by them to the share registrar and shares transfer agent in writing as follows:

Folio/ CDC Account No.	Total Shares	Principal Shareholder		Joint Shareholder (s)	
		Name & CNIC	Shareholding Proportion (No. of Shares)	Name & CNIC	Shareholding Proportion (No. of Shares)

- Electronic Dividend Mandate**
Under the provisions of Section 242 of the Companies Act, 2017 it is mandatory for a listed company to pay cash dividend to its shareholders only through electronic mode directly into bank account designated by the entitled shareholders.
In order to receive dividend directly into bank account, shareholders are requested to provide details of the bank mandate specifying: Title of Account, Account Number, Bank Name, Branch Name and Code, IBAN Number. In the event of non-receipt or incorrect submission of International Bank Account Number (IBAN) and related particulars, or non-availability of CNIC, the Company shall withhold the cash dividend of such members in accordance with Section 242 of the Companies Act, 2017.
Shareholders holding physical shares are requested to open a CDC account and convert their holdings into book-entry form. Please submit duly signed information and CNIC copy to M/s CDC Share Registrar Services Limited.
- Zakat Declaration**
Members of the Company are requested to submit Zakat exemption declarations, in accordance with the Zakat and Ushr Ordinance, 1980, to the Share Registrar, M/S CDC Share Registrar Services Ltd, where applicable.
- Participation Through Video Conferencing Facility**
The shareholders can also participate in the AGM proceeding via video link. Those members who are willing to attend and participate in the AGM via video link are requested to register themselves by sending an email along with following particulars and valid copy of both side CNIC at company.secretary@pakqatar.com.pk with subject of "Registration for AGM" 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
---------------------	----------	---------------------------	----------	---------------

- Members who will be registered, after necessary verification as per the above requirement, will be provided a password protected video link by the company via email. The said link will remain open from 11:45 AM on the date of AGM till the end of the meeting.
- Procedure for E-Voting**
Pursuant to the Companies (Postal Ballot) Regulations 2018, members are allowed to exercise their right to vote through Electronic Voting Facility for all businesses classified as Special Business. Details of E-Voting facility will be shared through email with those members of the Company who have their valid CNIC numbers, Cell numbers and email addresses available with the Company by the close of business on 23rd April, 2026.
The web address, login details, will be communicated to members via email. The security codes will be communicated to members through SMS from web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
Identity of the shareholders intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
E-voting lines will open from 27th April 2026 at 9:00 AM and shall be closed on 29th April 2026 at 5:00 PM. Members can cast their votes any time during this period. A vote once cast by a member will not be allowed to be changed.
 - Prohibition of Gift**
Members are respectfully informed that, in accordance with section 185 of the Companies Act, 2017 and SECP S.R.O.452(I)/2025 dated March 17, 2025 companies are not permitted to offer gifts or incentives, including tokens, coupons, or any other similar items, to shareholders at or in connection with general meetings.

10. Notice Under Ultimate Beneficial Ownership (UBO)

In pursuant to section 123A of the Companies Act, 2017 ("the Act") and Regulations 48A of the Companies Regulations, 2024 ("the Regulations"), a company shall take reasonable measure to identify and obtain the the information of its ultimate beneficial owners. As per the procedure prescribed under the aforesaid regulations, any shareholder who falls in these criteria of Ultimate Beneficial Owner, (holds 25% holding or voting power directly or indirectly in the company inform the Company at company.secretary@pakqatar.com.pk with full name, CNIC number and Folio number/ CDC participant ID number along with the details of holding/voting powers or stake in the company or in any associated companies.

11. Procedure of voting through Postal Ballot

Pursuant to the Companies (Postal Ballot) Regulations 2018, members are allowed to exercise their vote by post for business classified as special business.
Intending shareholders shall ensure that attached dully filled-in and signed Ballot Paper, along with a copy of valid CNIC, reach the Chairman of the meeting through post at Company's registered address, Pak-Qatar General Takaful Ltd, Suit-402-404, Business Arcade, Block 6, PECHS, Shakra-e-Faisal Karachi by 29th April, 2026. Or e-mail at company.secretary@pakqatar.com.pk on or before the date during working hours. The signature on the ballot paper shall match the signature on the CNIC.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

Agenda Item Number 5

The Board of Directors of Pak-Qatar General Takaful Ltd, in its meeting held on 8 April 2026, has recommended, subject to approval of the shareholders in the General Meeting, the transmission of the Annual Audited Financial Statements of the Company, together with the Directors' Report, Auditors' Report and other documents forming part of the Annual Report, through a QR-enabled code and weblink

This proposal is in accordance with the permission granted by the Securities and Exchange Commission of Pakistan (SECP) vide S.R.O. 389(I)/2023 dated 21 March 2023, issued under sections 223(6), 223(7) and 510(1) of the Companies Act, 2017, which allows listed companies to circulate annual audited financial statements to their members through QR-enabled code and weblink, subject to fulfillment of prescribed conditions.

Accordingly, the Notice of Annual General Meeting shall be dispatched to members at their registered addresses and shall contain the QR-enabled code and the weblink through which the members may view and download the Annual Audited Financial Statements and related documents.

Further, in line with the aforesaid SECP notification, the Company shall circulate the Annual Audited Financial Statements through email, where an email address has been provided by the member to the Company, without requiring separate consent of the member.

Notwithstanding the above, the Company shall, free of cost, dispatch the complete set of Annual Audited Financial Statements and related documents in hard copy to any shareholder at their registered address within one week of receipt of a request made by the member. Such request may be submitted to the Company at company.secretary@pakqatar.com.pk

In view of technological advancements and obsolescence of old media, the circulation of Annual Audited Financial Statements through CD/DVD/USB shall be discontinued.

The Board of Directors believes that the proposed mode of circulation enhances efficiency, improves timely access to information, reduces environmental impact, and is in the best interest of the Company and its shareholders.

Below is the link for view and download of Annual Accounts of the Company:

• **Weblink:** <https://pqgtl.com.pk/financials/annual-report/>

• **QR Code:**



Agenda Item Number 6

Since Pak-Qatar General Takaful Ltd has now been listed on the Pakistan Stock Exchange Limited, the Articles of Association of the Company are required to be amended to ensure compliance with the applicable provisions of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019.

Accordingly, the Board of Directors has proposed two amendments in the Articles of Association of the Company, relating to:

- The quorum of a general meeting, in order to align it with the minimum quorum requirements prescribed for a listed company under the Companies Act, 2017; and
- The minimum number of directors, to ensure compliance with the governance requirements applicable to Companies Act, 2017 and listed companies under the Listed Companies (Code of Corporate Governance) Regulations, 2019.

The proposed amendments are being placed before the members for approval by way of Special Resolutions, as required under the Companies Act, 2017.

The Board of Directors is of the view that the proposed amendments are necessary to ensure statutory compliance and are in the best interest of the Company and its shareholders.

BALLOT PAPER FOR VOTING THROUGH POST

Name of shareholder/joint shareholders	Registered Address	Number of shares held and folio number	CNIC Number (copy to be attached)	Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)
----------------------------------------	--------------------	----------------------------------------	-----------------------------------	--------------------------------------------------------------------------------------------------------------------------

- Please indicate your vote by ticking (✓) the relevant box.
- In case if both the boxes are marked as (✓), your poll shall be treated as **"Rejected"**.
- I/we hereby exercise my/our vote in respect of the 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 Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1	Agenda Item Number 5 a) RESOLVED THAT in accordance with the Companies Act, 2017 and the Securities and Exchange Commission of Pakistan Notification S.R.O. 389(I)/2023 dated March 21, 2023, the approval of the shareholders is hereby required and sought to allow the Company to share its Annual Audited Financial Statements, including the Directors' Report and Auditors' Report, with shareholders through a QR code and website link instead of sending printed copies to all shareholders." b) FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to do all necessary acts, deeds and things to give effect to this resolution			
2	Agenda Item Number 6 a) RESOLVED THAT Clause 51 of the Articles of Association of the Company be and is hereby amended to read as follows: "The quorum of the general meeting shall be ten members present personally, or through video-link who represent not less than twenty-five percent of the total voting power, either of their own account or as proxies."			
3	Agenda Item Number 6 b) RESOLVED THAT Clause 72 of the Articles of Association of the Company be and is hereby amended to read as follows: "The number of directors to be elected in accordance with the provisions of the Companies Act, 2017 shall not be less than seven."			

Signature of shareholder(s) Place:

Date:

INSTRUCTIONS

- Dully filled ballot paper should be sent to the Chairman of the meeting at Suit 402-404, Business Arcade, Block 6, PECHS, Shakra-e-Faisal, Karachi or through email at: company.secretary@pakqatar.com.pk
- Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the Chairman within business hours by or before Wednesday, April 29, 2026. Any postal ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport (In case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
- In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution, / Power of Attorney, / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable.
- Ballot Paper form has also been placed on the website of the Company at <https://pqgtl.com.pk/media-room/news-events/>. Members may download the ballot paper from the website.

