ZUMA RESOURCES LTD

EXPORT REGISTERATION NO W-077224 NTN 0658669-4 SALES TAX REGISTERATION NO
IMPORTER REGISTERATION NO W-211496 04-04-5202-011-46

July 09, 2026

The General Manager
Pakistan Stock Exchange
LimitedStock Exchange
Building,
Stock Exchange
Road,Karachi.

SUB: NOTICE OF EXTRA ORDINARY GENERAL MEETING – ZUMA RESOURCES LIMITED

Dear Sir,

Enclosed please find a copy of the Notice of Extra Ordinary General Meeting (EOGM) of Zuma Resources Limited to be held on **Saturday August 01, 2026 at 11:30 AM** at Registered Office of the Company--4th floor Building, 90/50-B, Broadway, DHA, Phase-08, Lahore.
The notice will appear in newspapers "The Time Daily" and "The Daily Asas" Lahore & Karachi on 10th July 2026 and will also be placed at our website: **https://zumaresources.ltd**
The Share Transfer Books will remain closed from 25.07.2026 to 01.08.2026 (both days inclusive).

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

Yours truly,
For Zuma Resources Limited

Muhammad Saeed
Company Secretary

Cc: Executive Director/HOD, Offsite II Department, Supervision Division, SECP, Islamabad.

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting (EOGM) of Zuma Resources Limited ("the Company") will be held on Saturday**, August 01, 2026** at 11:30 AM at the registered office of the Company at 4th floor building, 90/50-B, Broadway, DHA, Phase-08, Lahore to transact the following business:

A. SPECIAL BUSINESS:

1. **To consider and, if deemed fit, to pass, with or without modification(s), the following as Special Resolution for the subdivision of the share capital of the Company:**

RESOLVED THAT, pursuant to Section 85(1)(c) of the Companies Act, 2017, the existing capital of the Company, including authorized, issued, and paid-up capital, be and is hereby altered such that the face value of each ordinary share of the Company is changed from Rupees Ten (Rs.10/-) to Rupee Two (Rs.2/-), thereby sub dividing each share into five (05) ordinary shares of Rs.2/- each, with no change in the rights and privileges attached to the shares.

FURTHER RESOLVED THAT as a consequence of the above sub-division, the Company's issued, subscribed and paid-up share capital shall remain unchanged at Rs. 141,000,000/-, save that the total number of issued ordinary shares of the Company shall increase from 14,100,000 ordinary shares of Rs. 10/- each to 70,500,000 ordinary shares of Rs. 2/- each.

FURTHER RESOLVED THAT Clause 5 of the Memorandum of Association of the Company relating to the share capital of the Company be and is hereby amended to read as follows, to reflect the revised capital structure resulting from the sub-division:
"The authorized capital of the company is Rs. 350,000,000/- (Rupees Three Hundred Fifty Million Only) divided into 175,000,000 ordinary shares of Rs. 2/- each."
FURTHER RESOLVED THAT, the Chief Executive Officer and Company Secretary be and are hereby jointly and/or singly authorized to do all acts, deeds, and things necessary or incidental to give effect to this resolution, including filing of necessary documents with the Securities and Exchange Commission of Pakistan (SECP), Pakistan Stock Exchange (PSX), Central Depository Committee (CDC) and other relevant authorities.
FURTHER RESOLVED THAT, the aforesaid special resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the SECP and/or any other regulatory body which suggestion, direction and advice shall be deemed to be part of these special resolution without the need of the shareholders to pass fresh Special Resolution(s).

2. **To consider and, if deemed fit, to pass, with or without modification(s), the following as Ordinary Resolution Approval of Remuneration of the Chief Executive Officer and Full-Time Working Director for the Year Ended June 30, 2027**

RESOLVED THAT the Chief Executive Officer and one full-time working director will be paid an amount not exceeding PKR 15 million which includes allowances and other benefits as per terms of their employment for the year ending June 30, 2027 be and is hereby approved.

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

Statement in compliance with Section 134(3) of the Companies Act, 2017 is annexed to the notice of EOGM.

By Order of the Board

July 10, 2026
Lahore.

Muhammad Saeed
Company Secretary

NOTES:

BOOK CLOSURE NOTICE;

The Shares Transfer Books of the Company will remain closed from **25-07-2026 to 01-08-2026** (both days inclusive). Transfers received in order in all respect up to the close of business hours on Friday July 24, 2026 at Share Registrar Office, M/S Corplink (Pvt.) Limited, Wing Arcade, 1 Commercial, Model Town, Lahore, will be considered in time for attending and voting at the meeting.

ATTENDANCE AT THE MEETING

A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote. The Instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested copy of the power of attorney must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. A proxy must be a member of the company.
Members through book entry system under Central Depositary Company of Pakistan Limited, are advised to must bring their original National Identity Cards/ Passport along with copy of their particulars of CDC Account duly authenticated by the concerned Participant/Investor Account Services for verification and also follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan under Circular No.1of 2000:

A. **For Attending the Meeting**

a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing is/her original CNIC or, original Passport along with copy of CDC Account Registration details duly authenticated by the concerned Participant/Investor Account Services at the time of attending the Meeting.
b. In case of corporate entity, the person attending the meeting on behalf of the corporate entity must produce Board Resolution duly certified by the Chief Executive Officer/Director and/or a duly notarized power of attorney

in his favor along with copy of proxy form submitted with the Company, the Board Resolution/Power of Attorney must contain specimen signature of the person attending meeting.

B. For Appointing Proxies

a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.

b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.

c. Attested copies of the CNIC or the passport of beneficial owners, proxy holder and witnesses shall be furnished with the proxy form.

d. The proxy shall produce his original CNIC or original passport at the time of the Meeting.

e. In case of corporate entity, Board Resolution duly certified by the Chief Executive Officer/Director and/or a duly notarized power of attorney in favor of proxy holder along with proxy form to the Company, the Board Resolution/Power of Attorney must contain specimen signature of proxy holder.

Video Conference Facility

If the Company receives consent from the members holding at least 10% shareholding residing in a city, to participate in the meeting through video-link at least 07 days prior to date of the meeting, the Company will arrange facility of video-link in that city subject to availability of such facility in that city. The Company will intimate members regarding venue of the video-link facility at least five days before the date of the general meeting along with complete information necessary to enable them to access the facility.

In this regard, shareholders are requested to fill the following form and submit to the Registered Office of the Company seven days before the date of holding of the general meeting:

ZUMA RESOURCES LTD

EXPORT REGISTERATION NO W-077224 NTN 0658669-4 SALES TAX REGISTERATION NO
IMPORTER REGISTERATION NO W-211496 04-04-5202-011-46

I/We....................of........................being a member of Zuma Resources Limited, holder of .... ordinary shares as per Registered Folio No./CDC A/C # ....hereby opt for video conference facility at. . . . .

Signature of Member

Video Link Facility for Meeting

Securities and Exchange Commission of Pakistan ("SECP") has advised vide Circular No. 4 of 2021 dated 15 February, 2021 to provide participation of the members through electronic means. The members can also attend the EOGM via video link. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card {both sides)/passport, attested copy of board resolution/power of attorney {in case of corporate shareholders) through mail at **info@zumaresources.ltd** not later than seven days before holding of EOGM.

Name of Member / Proxy holder	CNIC No.	Folio No./CDC Account No.	Cell No./Whatsapp No.	Email ID

The video-link and login credentials will be shared with shareholders upon authentication.

E-Voting / Postal Ballot:

Pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143 and 144 of the Companies Act, 2017, Members will be allowed to exercise their right to vote through postal ballot, that is voting by post or electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations. Detailed procedures for voting by postal ballot are provided on the ballot paper, while instructions for electronic voting will be sent to the Members who have valid cell numbers/e-mail addresses available in the Register of Members of the Company on or before July 25, 2026 by the Company's Share Registrar.

Voting Rights of Members at The EOGM Under S.R.O. 451(I)/2025:

Pursuant to S.R.O. 451(I)/2025 dated March 13, 2025 issued by the SECP shareholders/members who did not cast their vote through electronic voting or postal ballot prior to the date of the EOGM and attend the meeting in person shall be allowed to cast their vote at the EOGM through ballot paper only for agenda items classified as special business under the Companies Act, 2017.

Prohibition of Distribution of Gifts:

The SECP, vide Circular No. 2 of 2018 dated February 9, 2018, and S.R.O. 452(I)/2025 dated March 17, 2025, has strictly prohibited companies from offering or distributing gifts, incentives, or any similar benefits (including but not limited to tokens, coupons, meals, or takeaway packages) to Members at or in connection with general meetings. In accordance with Section 185 of the Companies Act, 2017, any non-compliance with these directives constitutes a punishable offence, and companies found in violation may be subject to enforcement actions and penalties.

E-voting Service Provider:

M/S Corplink (Private) Limited

The form of proxy and ballot paper are being sent to the members along with notice and also placed on Company's website: https://zumaresources.ltd

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A Statement of Material Facts covering the above-mentioned special business, as required pursuant to Section 134(3) of the Companies Act, 2017, concerning the special business to be transacted at EOGM is being sent with the notice to the members.

STATEMENT OF MATERIAL FACTS

(Pursuant to Section 134(3) of the Companies Act, 2017)

This Statement sets out the material facts concerning the Special Business to be transacted at the Extraordinary General Meeting of the Company to be held on August 01, 2026 convened by the Notice to which this Statement is annexed, and is being furnished as required under Section 134(3) of the Companies Act, 2017.

1. Background

The Board of Directors of the Company, in its meeting held on August 01, 2026, considered and approved a proposal to sub-divide the Company's ordinary shares in the ratio of 1:5, thereby reducing the face value of each ordinary share from Rs. 10/- to Rs. 2/-, and resolved to recommend the same to the members for approval by way of a Special Resolution at the EOGM.

2. Rationale for the Proposed Sub-Division

The Board is of the view that the proposed sub-division is in the best interest of the Company and its members, for the following reasons:

- It is expected to improve the liquidity and trading volume of the Company's shares on the Pakistan Stock Exchange;
- It will reduce the per-share market price, thereby making the shares more affordable and accessible to retail and small investors;
- It is expected to encourage broader and more diversified participation in the Company's shareholding; and
- It is expected to enhance the overall marketability of the Company's shares without affecting the underlying value of members' holdings.

3. Effect on Capital Structure

The proposed sub-division will not result in any change to the Company's issued, subscribed or paid-up capital, which shall remain Rs. 141,000,000/-. Only the face value and the number of shares will change, from 14,100,000 shares of Rs. 10/- each to 70,500,000 shares of Rs. 2/- each. The proportionate shareholding, voting rights and entitlements of each member shall remain unaffected and unchanged.

4. Amendment to the Memorandum of Association

As a consequence of the proposed sub-division, Clause 5 of the Memorandum of Association, which sets out the Company's authorized/share capital structure, requires corresponding amendment. The proposed amended text of Clause 5 is set out in the Special Resolution above.

5. Regulatory Approvals

The proposed sub-division is subject to the approval of the members by way of a Special Resolution and to all requisite approvals, consents, and no-objections of SECP, PSX and CDC, as may be applicable. The Company will make all necessary filings and take all necessary steps to implement the sub-division following the passing of the Special Resolution and receipt of the requisite regulatory approvals.

6. Interest of Directors

None of the Directors, CEO, Company Secretary, CFO, or their respective spouses and minor children, has any direct or indirect interest in the Special Business proposed to be transacted at the EOGM, except to the extent of their respective shareholding, if any, in the Company, which interest is common to all members of the Company generally, and to the extent that the proposed sub-division proportionately increases the number of shares held by each such person without any change in their percentage shareholding.

7. Documents Available for Inspection

The following documents are available for inspection by the members at the Registered Office of the Company during business hours, on any working day, up to the date of the EOGM, and will also be available for inspection at the venue of the meeting:

1. Minutes of the Board meeting at which the proposed sub-division was approved and recommended;
2. Memorandum and Articles of Association of the Company; and
3. Draft amended Clause 5 of the Memorandum of Association.

8. Approval of Remuneration of the Chief Executive Officer and Full-Time Working Director for the Financial Year Ended June 30, 2027

The Chief Executive Officer and the full-time working Director devote their full working time and attention to the affairs of the Company and are actively involved in its day-to-day management, administration, strategic planning, and business operations. In consideration of the extensive responsibilities performed by them and the valuable services rendered for the continued growth and efficient management of the Company, they shall be entitled to receive remuneration, including salary, allowances, perquisites, and other employment-related benefits, in accordance with the terms and conditions of their employment as determined by the Board of Directors, subject to the applicable provisions of the Companies Act, 2017. None of the Directors of the Company has any direct or indirect interest in the Special Business, except to the extent that the remuneration payable to any Director may be determined, or approved pursuant to the proposed Special Resolution.

The Board of Directors recommends that the members vote in favour of the Special Resolution set out in the Notice.

By Order of the Board

Company Secretary, Zuma Resources Limited

Form of Proxy

The Corporate Secretary

Zuma Resources Limited

4th floor building, 90/50-B, Broadway, DHA, Phase-08, Lahore

Folio # / CDC A/C #.	
Participant I.D	
Account #	
Shares held	

I/We____ of _____________________________

being a member (s) of Zuma Resources Limited hold ___________ ordinary shares hereby appoint Mr./Mrs./Miss _______________________________________ of _________________________ or failing him/her ______________________________ of ____________________________ as my /our Proxy to attend and vote for me/us and on my/our behalf at the General Meeting of the Company to be held on ----------------------at 11:30 a.m. at, 4th floor building, 90/50-B, Broadway, DHA, Phase-08, Lahore and at every adjournment thereof.

Signed this _______________________________ day of ______________2026.

1. Witness:

   Signature ________________

   Name ________________

   Address ________________

   CNIC ________________

AFFIX

REVENUE

STAMP of Fifty rupees

2. Witness:

   Signature ________________

   Name ________________

Signature________________

(Signature appended above should agree with the specimen

Address ____________________

____

CNIC ____________________

signatures registered with the Company.)

IMPORTANT

1. This Form of proxy, duly completed and signed, must be received at the registered office of the company, at 4th floor building, 90/50-B, Broadway, DHA, Phase-08, Lahore Pakistan, not less than 48 hours before the time of holding the meeting.

2. If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the company, all such instruments of proxy shall be rendered invalid.

ZUMA RESOURCES LTD

BALLOT PAPER

Ballot paper for voting through post for the Special Business at the Extra Ordinary General Meeting (EOGM) of the Company, to be held on Saturday, August 01, 2026, at 4th floor building, 90/50-B, Broadway, DHA, Phase-08, Lahore.

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman@zumaresources.ltd.

Folio / CDS Account Number	
Name of shareholder/joint shareholders	
Registered Address	
Number of shares held	
CNIC Number / 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.)	

INSTRUCTION FOR POLL

1. Please indicate your Vote by ticking (✓) the relevant box.

2. 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 against the particular resolution:

AGENDA-1 **(Special Resolution)**

RESOLVED THAT, pursuant to Section 85(1)(c) of the Companies Act, 2017, the existing capital of the Company, including authorized, issued, and paid-up capital, be and is hereby altered such that the face value of each ordinary share of the Company is changed from Rupees Ten (Rs.10/-) to Rupee Two (Rs.2/-), thereby sub dividing each share into five (05) ordinary shares of Rs.2/-each, with no change in the rights and privileges attached to the shares.

FURTHER RESOLVED THAT as a consequence of the above sub-division, the Company's issued, subscribed and paid-up share capital shall remain unchanged at Rs. 141,000,000/-, save that the total number of issued ordinary shares of the Company shall increase from 14,100,000 ordinary shares of Rs. 10/- each to 70,500,000 ordinary shares of Rs. 2/- each.

FURTHER RESOLVED THAT Clause 5 of the Memorandum of Association of the Company relating to the share capital of the Company be and is hereby amended to read as follows, to reflect the revised capital structure resulting from the sub-division:

"The authorized capital of the company is Rs. 350,000,000/- (Rupees Three Hundred Fifty Million Only) divided into 175,000,000 ordinary shares of Rs. 2/- each."

FURTHER RESOLVED THAT, the Chief Executive Officer and Company Secretary be and are hereby jointly and/or singly authorized to do all acts, deeds, and things necessary or incidental to give effect to this resolution, including filing of necessary documents with the Securities and Exchange Commission of Pakistan (SECP), Pakistan Stock Exchange (PSX), Central Depository Committee (CDC) and other relevant authorities.

FURTHER RESOLVED THAT, the aforesaid special resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the SECP and/or any other regulatory body which suggestion, direction and advice shall be deemed to be part of these special resolution without the need of the shareholders to pass fresh Special Resolution(s).

AGENDA-2 (Ordinary Resolution)

FURTHER RESOLVED THAT the Chief Executive Officer and one full-time working director will be paid an amount not exceeding PKR 15 million which includes allowances and other benefits as per terms of their employment for the year ending June 30, 2027 be and is hereby approved.

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

Sr. No.	Nature and Description of Resolutions	No. of Ordinary Share For Which Votes Cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Special Resolution as per the Agenda Item No. 01 (as given above)			
2.	Ordinary Resolution as per the Agenda Item No. 02 (as given above)			

Signature of shareholder(s) / Proxy holder Signature / Authorized Signatory

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

Place: ___________________

Date: ___________________

NOTES:

i. Dully filled postal ballot should be sent to Chairman, Zuma Resources Limited4th floor building, 90/50-B, Broadway, DHA, Phase-08, Lahore Designated e-mail address: chairman@zumaresources.ltd.

ii. Copy of CNIC/Passport (in case of foreign shareholder) must be enclosed with the postal ballot form.

iii. Postal ballot forms should reach chairman of the meeting on or before August 01, 2026 during business hours, (05:00pm closing time). Any postal ballot received after this date, will not be considered for voting .

iv. Signature on postal ballot should match with signature on CNIC/Passport.

v. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.

vi. In case of representative of body corporate and corporation, postal ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board Resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable. In case of foreign body corporate etc. all documents must be attested from the Counsel General of Pakistan having jurisdiction over the member.

vii. The Ballot paper form has also been placed on the website of the Company https://zumaresources.ltd.