Oil & Gas Development
Company Limited

HQ

CS04-08 (PSX/LSE/SECP)

September 24, 2026

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi-74000, Pakistan.

London Stock Exchange Plc.,
10 Paternoster Square,
London EC4M 7LS.

Tel: (44) 20 7334 8907

Subject: **NOTICE OF 29th ANNUAL GENERAL MEETING**

Dear Sir,

Enclosed please find a copy of the Notice of Twenty-Ninth Annual General Meeting of Oil and Gas Development Company Limited, scheduled to be held on Friday, October 16, 2026 for circulation amongst your members.

Thanking you.

Yours sincerely,

(Wasim Ahmad)
Company Secretary

Encl: As above

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

OIL & GAS DEVELOPMENT COMPANY LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty-Ninth Annual General Meeting (AGM) of Oil and Gas Development Company Limited will be held at OGDCL Head Office, Islamabad, on October 16, 2026, at 11:00 a.m. to transact the following business:

ORDINARY BUSINESS

1) To confirm the minutes of 28^{th} Annual General Meeting held on October 27, 2025.
2) To receive, consider and adopt the audited separate and consolidated accounts of the Company for the year ended June 30, 2026, together with the Directors' and Auditors' Reports thereon and Chairman's Review Report.
3) To approve the final cash dividend @ Rupees 6/- per share i.e., 60% for the year ended June 30, 2026, as recommended by the Board of Directors. This is in addition to three interim cash dividends aggregating Rs 11/- per share, i.e., 110%, already paid during the year.
4) To appoint Auditors for the year 2026-27 and fix their remuneration.
5) Any other business with the permission of the Chair.

By order of the Board

September 24, 2026 (Wasim Ahmad)
Islamabad Company Secretary

NOTES:

1- Closure of Share Transfer Books
The share transfer books of the Company will remain closed and no transfer of shares will be accepted for registration from October 09, 2026 to October 16, 2026 (both days inclusive). Transfers received in order at the Share Registrar's office by the close of business on October 08, 2026, will be treated in time for the purpose of attending the AGM and payment of final cash dividend, if approved by the Shareholders.

2-Participation in the Annual General Meeting
A member entitled to attend and vote at this meeting may appoint another person as proxy to exercise all or any of the member's rights to attend, speak and vote at the meeting. Proxies, in order to be effective, must be duly stamped, signed and received at the Registered Office of the Company not less than 48 hours before the time fixed for holding the meeting.

3-CDS Account holders are also required to follow the guidelines set out below:

a. For attending the meeting

In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per regulations, shall authenticate his / her identity by showing his / her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

In the case of corporate entities, the Board of Directors' 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.

b. For appointing proxies

i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per regulations, shall submit the proxy form in accordance with the requirements stated above.

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

iii) Attested copies of CNICs or the passports of the beneficial owners and of the proxy shall be furnished with the proxy form.

iv) The proxy shall produce his / her original CNIC or original passport at the time of the meeting.

v) In the case of a corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted (unless it has been provided earlier) along with proxy form to the Company. Blank proxy forms are available on the Company's website www.ogdcl.com

4-Video Conference Facility

In accordance with Section 132(2) of the Companies Act, 2017, if the Company receives a request from members residing in a geographical location and holding, in aggregate 10% or more shareholding to participate in the meeting through video conference at least 7 days prior to the date of the Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility, please submit such a request to the Company Secretary of the Company at the following address:

Company Secretary, Oil and Gas Development Company Limited, OGDCL House, Plot No. 3, F-6/G-6, Jinnah Avenue, Blue Area, Islamabad.

5- Change in Address

Members are requested to promptly notify any change in their address.

6- Dividend Payments through Electronic Mode

Pursuant to Section 242 of the Companies Act, 2017, any dividend payable in cash by a listed company shall only be paid through electronic mode directly into the bank account designated by the entitled shareholder. Shareholders are, therefore, requested to provide the following details:

Title of Bank Account:	____________________
Bank Account (IBAN) Number:	____________________
Bank's Name:	____________________
Branch Name and Address:	____________________
CNIC Number of the Shareholder:	____________________
Cell Number of the Shareholder:	____________________
Landline No. of the Shareholder (if any):	____________________

7-Transmission of Annual Reports through E-Mail

Pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, and the authorization granted by the shareholders at the Annual General Meeting held on October 30, 2023, the annual audited financial statements of the Company for the year ended June 30, 2026, together with the reports thereon, are being circulated to the members through a QR-enabled code and weblink. The same are also being sent through email to those members whose email addresses are available with the Company. A hard copy of the Annual Report will be provided to any member, free of charge, upon request.

8-Availability of Audited Financial Statements on Company's Website:
The audited financial statements of the Company for the year ended June 30, 2026, have been made available on the Company's website www.ogdcl.com, in addition to annual and quarterly financial statements for the prior years which can be accessed and downloaded from the following link and QR code.

https://ogdcl.com/investors/financial-reports

9-Mandatory Registration Details of Physical Shareholders:
Pursuant to Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, shareholders holding shares in physical form are requested to provide or update their particulars, including CNIC number, postal address, email address, mobile/telephone number and International Bank Account Number (IBAN), with the Company's Share Registrar at the address given below, to enable the Company to maintain complete and updated statutory records:

CDC Share Registrar Services Limited, CDC House, 99-B, Block B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi- 74400 Tel: +92 21 111 111 500 Fax: + 92 21 34326053 Website: www.cdcsrsl.com Email: info@cdcsrsl.com

10- Conversion of Physical Shares into CDC Account:
Pursuant to Section 72 of the Companies Act, 2017, existing companies are required to replace shares issued in physical form with shares in book-entry form. Accordingly, shareholders of the Company holding shares in physical form are requested to convert their shares into book-entry form at the earliest through the Central Depository System. Shareholders may contact the Company or its Share Registrar for assistance in this regard.

11- Unclaimed Dividends and Share Certificates
Pursuant to Section 244 of the Companies Act, 2017, the Company has previously approached the concerned shareholders to claim their unpaid or unclaimed dividends and undelivered share certificates. Shareholders whose dividends or share certificates remain unclaimed or undelivered are once again requested to lodge their claims with the Company's Share Registrar at the address given above. Details of unclaimed dividends and undelivered share certificates are available on the Company's website.

12- Virtual Participation in the AGM:
Members interested in participating in the AGM proceedings through video-link are requested to provide the following details by email at general.meetings2026@ogdcl.com:

Name of Shareholder	CNIC No.	Folio No./ CDS Account No.	No. of Shares	Contact No.	Email Address

The video link for joining the AGM will be shared one day before the meeting with those Members whose requests, containing all the required particulars, are received at the above email address by 5:00 p.m. on Thursday, October 15, 2026. The login facility will remain available until the conclusion of the meeting on Friday, October 16, 2026.

13- Prohibition on grant of gifts to Shareholders
The SECP, through Circular No. 2 of 2018 dated February 9, 2018, and S.R.O. 452(I)/2025 dated March 17, 2025, has prohibited companies from providing gifts or incentives in lieu of gifts (including tokens, coupons, lunches and takeaway packages), in any form or manner, to shareholders at or in

connection with general meetings. Under Section 185 of the Companies Act, 2017, any contravention constitutes an offence and may attract penalties under the applicable law.

14-Deduction of Income Tax from Dividend and Exemptions from Deduction

The current prescribed rates for the deduction of withholding tax under Section 150 of the Income Tax Ordinance, 2001 from payment of dividend by the companies are as under:

For Filer: 15%

For Non-Filer: 30%

The income tax is deducted from the payment of dividend according to the Active Tax-Payers List (ATL) provided on the website of Federal Board of Revenue (FBR). All those members who are filers of income tax returns are therefore advised to ensure that their names are entered into ATL to enable the Company to withhold income tax from payment of cash dividend @ 15% instead of 30%. Further, according to FBR, withholding tax will be determined separately on 'Filer/ non-Filer' status of principal member as well as joint holder(s) based on their shareholding proportions in case of joint accounts held by the members.

In this regard all members who hold shares jointly are requested to provide the shareholding proportions of principal member and Joint holders in respect of shares held by them to our Shares Registrar in writing as follows:

FORM OF JOINT SHAREHOLDING PROPORTION						
Folio/CDC Account Number	Total Holding	Principal Member		Joint Members		Signatures
		Name of Principal Member and CNIC No.	Shareholding Proportion (No. of Shares)	Names of Joint Members and CNIC No.	Shareholding Proportion (No. of Shares)	

The joint accounts information must reach our Shares Registrar within 10 days of this notice. In case of non-receipt of the information, it will be assumed that the shares are equally held by principal member and the joint holder(s).

The corporate members of the Company in CDC are advised to ensure that their National Tax Numbers (NTNs) have been updated with their respective participants, whereas corporate physical members must send a copy of their NTN Certificate with their Folio/ CDS Account Number mentioned thereon to our Shares Registrar.

The members who want to avail exemption u/s 150 of the Income Tax Ordinance 2001, must provide valid Tax Exemption Certificate to our Shares Registrar before commencement of book closure otherwise tax will be deducted on dividend as per applicable rates.

Form of Proxy

29th Annual General Meeting

Oil and Gas Development Company Limited

I/We, ______________________ of ___________________ being a member of Oil and Gas Development Company Limited, holder of ___________________Ordinary Share(s) as per Register Folio No. ________ hereby appoint___________________ Folio No. (if member) ________ of _________or failing him, _______________________ Folio No. (if member) ________of _______________ as my / our proxy in my / our absence to attend and vote for me / us, and on my / our behalf at the Twenty-Ninth Annual General Meeting of the Company to be held on October 16, 2026 and at any adjournment thereof.

Affix Rupees Fifty
Revenue Stamp

Signature of Member

Signed under my / our hand this ___________day of ____________ 2026.

Signature of Proxy: ________________________________

Name: _________________________

Folio/CDS A/c No.________________

Signed in the presence of:

1.	Signature	2.	Signature
	Name		Name
	Address		Address
	CNIC or Passport		CNIC or Passport

Witnesses:

NOTES:
1. A member entitled to attend, speak and vote at the meeting may appoint another person as proxy to exercise all or any of the member's rights to attend, speak and vote at the meeting.

2. A duly completed, signed and stamped form of proxy must be lodged with the Company Secretary at the Registered Office of the Company, OGDCL House, Plot No. 3, F-6/G-6, Jinnah Avenue, Blue Area, Islamabad, not later than 48 hours before the time for holding the meeting.

For CDS Account holders / Corporate Entities

In addition to the above, the following requirements have to be met:

I. Attested copies of the CNICs or passports of the shareholders and the proxy shall be provided with the proxy form.
II. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
III. In case of a corporate entity, the Board of Directors' resolution / power of attorney, together with the specimen signature of the authorized representative, shall be submitted to the Company with the proxy form.