

Maple Leaf Cement Factory Limited



42, Lawrance Road, Lahore (Pakistan)

Phones: +92-42-36278904-5, Fax: +92-42-36373067, Email: mlcfl@kmlg.com

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

Through PUCARS
MLCF/PSX-/41
September 25, 2026

Notice of Extraordinary General Meeting Publication of Ads in Newspapers

Dear Sir,

In continuation of our earlier letter dated September 18, 2026 and in pursuance of clause 5.6.9(b) of the Listing Regulations of Pakistan Stock Exchange, the enclosed notice is being sent to the Exchange prior to publication in daily newspapers namely, The Jung, Business Recorder and Dawn.

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

Thanking you,

Yours faithfully,
For Maple Leaf Cement Factory Limited


(Muhammad Ashraf)
Company Secretary



Encl. As above

**MAPLE LEAF CEMENT FACTORY LIMITED**

Registered Office: 42-Lawrence Road, Lahore.
Tel. 042-36278904-05

K M L G
Kohinoor Maple Leaf Group

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that pursuant to the Order dated 10 September 2026 of the Honourable Lahore High Court, Lahore passed in C.O. No. 50754 of 2026, an Extraordinary General Meeting (hereinafter the 'EOGM') of Maple Leaf Cement Factory Limited (hereinafter the 'Company' or 'MLCF') will be held on **Monday, 19 October 2026 at 04:00 P.M.** at 64-B/1 Gulberg-III, Lahore to transact the following business: -

Special Business:

To consider and, if thought fit, to pass, with or without modification, the following resolution for, *inter alia*, the merger, by way of amalgamation, of the entire undertaking of Pioneer Cement Limited with and into Maple Leaf Cement Factory Limited, along with all ancillary matters thereto, in accordance with the Scheme of Arrangement dated 02 September 2026, as approved by the Board of Directors of Maple Leaf Cement Factory Limited on 02 September 2026:

"Resolved that the Scheme of Arrangement in terms of provisions of sections 279 to 283 and all other enabling provisions of the Companies Act, 2017 between Maple Leaf Cement Factory Limited and its members and Pioneer Cement Limited and its members for the merger / amalgamation of the entire undertaking of Pioneer Cement Limited with and into Maple Leaf Cement Factory Limited, along with all ancillary matters put before the meeting be and is hereby agreed, approved and adopted, subject to any modification which may be required by the Honourable Lahore High Court, Lahore.

Resolved further that the Chief Executive and / or Company Secretary of Maple Leaf Cement Factory Limited, singly, be and are hereby authorized to take any steps / measures for the implementation and completion of the Scheme of Arrangement."

Statement under Section 281(1)(a) read with Section 134(3) of the Companies Act, 2017 pertaining to the Special Business along with Scheme of Arrangement referred to the above and Disclosure under Regulation 4(2) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, is annexed to this notice of meeting, being sent to the shareholders.

Chairpersons for the meeting

Barrister Areeb Farooq
Office: 180-B, Street P, Scotch Corner
Upper Mall, Lahore
Chairperson

Barrister Hamza Shehram Sarwar
Office: Suite No. 11, 2nd Floor
Saif Centre, Fane Road, Lahore
Chairperson

Muhammad Ashraf
Company Secretary

Lahore
26 September 2026

Notes:

1. The Statement under Section 281 of the Companies Act, 2017 (hereinafter the 'Act') read with the Statement of Material Facts under Section 134(3) of the Act (hereinafter the 'Statement') setting forth, *inter alia*, the terms of the arrangement and explaining its effect, along with a copy of the Scheme of Arrangement along with all annexures including Swap Letter dated 24 August 2026 issued by HLB Ijaz Tabussum & Co., Chartered Accountants (hereinafter the 'Scheme') are being circulated along with Notice of the EOGM to the members and other person(s) entitled to receive notice of EOGM.
2. Copies of the Scheme and the Statement can also be obtained, free of charge, from the registered office of the Company located at 42-Lawrence Road, Lahore during usual business hours i.e. 9:00 a.m. to 5:00 p.m. by the members and other persons entitled to attend the EOGM by making



application addressed to the Company Secretary, Maple Leaf Cement Factory Limited, 42-Lawrence Road, Lahore.

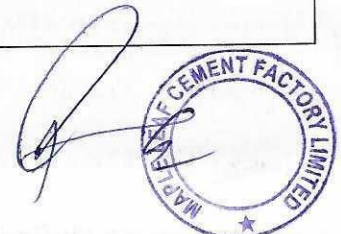
3. Copies of the Scheme, the Statement, the latest annual/quarterly audited financial statements of the Company along with all published or otherwise required financial statements of all prior periods of the Company along with copies of its Memorandum and Articles of Association, other report(s) and related information/documents have been kept at the registered office of the Company which can be inspected during the business hours on any working day from the date of publication of this notice till the day before the EOGM by the members and other persons entitled to attend the EOGM. The same will also be available for inspection at the EOGM. In case of any difficulty, the same should be brought immediately to the notice of the mentioned Chairpersons.
4. Notice of EOGM along with the Statement, the Scheme and the latest annual audited financial statements have also been placed on the website of the Company.
5. The Shares Transfer Books of the Company will remain closed from 13 October 2026 to 19 October 2026 (both days inclusive). Transfers received at Company's Share Registrar and Transfer Agent's Office, M/s Vision Consulting Limited, 5-C, LDA Flats, 2nd Floor, Lawrence Road, Lahore by the close of business hours on 12 October 2026 will be treated as being in time for the purpose of attending and voting at EOGM.
6. A member of the Company entitled to attend and vote at the EOGM may appoint another member as his / her proxy to attend and vote in place of him / her at the EOGM. Proxies in order to be effective must be received at the registered office of the Company duly stamped and signed not less than 48 hours before the time of EOGM. A proxy must be a member of the Company. Proxy Forms in Urdu and English languages are attached to the notice of EOGM circulated to the shareholders.
7. Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan in Circular No. 1 of 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 his/her original CNIC or, original Passport at the time of attending the Meeting.
- b. In case of corporate entity, the Board's 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

- 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 and the proxy 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, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.
8. The members can also participate in the EOGM through video link facility. To attend the EOGM through video link, members and their proxies are requested to register their following particulars by sending an e-mail at muhammad.ashraf@kmlg.com



Folio / CDC Account No.	No. of shares held	Name	CNIC No.	Cell No.	Email address

The video link and login credentials will be shared with the shareholders whose e-mails, containing all the requested particulars, are received at the given e-mail address by or before 17 October 2026.

9. Procedure for E-Voting

- In accordance with the Companies (Postal Ballot) Regulation, 2018, (the 'Regulations') the right to vote through electronic voting facility and voting by post shall be provided to members of every listed company for, inter alia, all businesses classified as special business under the Companies Act, 2017 in the manner and subject to conditions contained in the Regulations.
- Detail of e-Voting facility will be shared through e-mail with those members of the Company who have valid cell numbers / e-mail addresses (Registered e-mail ID) available in the Register of Members of the Company by the end of business on 12 October 2026. Members who intend to exercise their right of vote through E-voting shall provide their valid cell numbers and email addresses on or before 12 October 2026.
- Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- Members shall cast vote for agenda item online from 16 October 2026 till 18 October 2026 5:00 p.m. Voting shall close on 18 October 2026 at 5:00 p.m. A vote once cast by a Member, shall not be allowed to be changed.

10. Procedure for Voting Through Postal Ballot

- Members may alternatively opt for voting through postal ballot. For convenience of the members, Ballot Paper is annexed to this notice and the same is also available on the Company's website <https://www.kmlg.com/mlcfl/> to download.
- The members must ensure that the duly filled and signed ballot paper, along with a copy of Computerized National Identity Card (CNIC) should reach any of the Chairpersons of the meeting through post or email at the following addresses:

Barrister Areeb Farooq

Office: 180-B, Street P, Scotch Corner
Upper Mall, Lahore
areebfarooq2011@gmail.com

Barrister Hamza Shehram Sarwar

Office: Suite No. 11, 2nd Floor
Saif Centre, Fane Road, Lahore
hamza@sarwarandtarar.com

one day before the EOGM i.e. on 18 October 2026 till 5:00 p.m. A postal ballot received after this time / date shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.

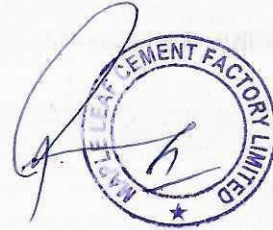
11. Appointment of E-Voting Service Provider

In accordance with the applicable law, M/s. CDC Share Registrar Services Limited have been appointed as the e-voting service provider for special business.

- Members are requested to notify immediately any change in their addresses. CDC beneficial owners maintaining their shares in electronic form should have their addresses updated with their participants or CDC Investor Account Services.
- Pursuant to requirement of Section 242 of the Companies Act, 2017 and the Companies (Distribution of Dividends) Regulations, 2017, the shareholders are requested to provide their bank details including International Bank Account Number (IBAN) of 24 digits in order to receive unclaimed e-dividends. Further, the shareholders may contact at the registered office of the Company to collect / enquire about their unclaimed physical dividends / physical shares;



14. Shareholders holding physical share certificates who have not yet submitted copy of their valid CNIC/NTN are once again requested to send a copy of their valid CNIC/NTN to our Share Registrar, Vision Consulting Limited. The shareholders while sending copy of CNIC/NTN must quote their respective folio numbers thereon enabling the Company to comply with the requirements of the Companies Act, 2017 and SROs issued thereunder in order to release the physical dividend warrants.
 15. In view of prohibition under Section 185 of the Companies Act, 2017, the Company will not distribute gifts in any form to its members at the meeting.
 16. As per Section 72 of the Companies Act, 2017, members of the Company, in their best interest, are requested once again to convert their physical shares into book-entry form at the earliest possible.
 17. Pursuant to provisions of Section 134 of the Companies Act, 2017, if the Company receives consent from members holding aggregate 10% or more shareholding, residing in geographical location to participate in the meeting through video conference at least seven days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.
 18. For any query / information, the shareholders may contact with the Company Secretary at the above registered office and / or The Manager of Share Registrar, Vision Consulting Limited, 5-C, LDA Flats, 2nd Floor, Lawrence Road, Lahore, Ph. Nos. (042) 36283096-97.
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MAPLE LEAF CEMENT FACTORY LTD

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POSTAL BALLOT PAPER

Postal Ballot Paper for voting through post for the Special Business at the Extraordinary General Meeting to be held on **Monday, October 19, 2026 at 4:00 PM** at 64-B/1 Gulberg-III, Lahore and through video conferencing.

Contact Details of the Chairpersons at which the duly filled in ballot paper may be sent:

Address:

Chairperson

Barrister Areeb Farooq

Office: 180-B, Street P, Scotch Corner, Upper Mall, Lahore

areebfarooq2011@gmail.com

Chairperson

Barrister Hamza Shehram Sarwar

Office: Suite No. 11, 2nd Floor

Saif Centre, Fane Road, Lahore

hamza@sarwarandtarar.com

Folio / CDS Account Number	
Name of Shareholder / Proxy Holders	
Registered Address	
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)	

Instructions 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 special resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below;

Special Resolution	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
To consider and, if thought fit, to pass, with or without modification, the following resolution for, <i>inter alia</i> , the merger, by way of amalgamation, of the entire undertaking of Pioneer Cement Limited with and into Maple Leaf Cement Factory Limited, along with all ancillary matters thereto, in accordance with the Scheme of Arrangement dated 02 September 2026, as approved by the Board of Directors of Maple Leaf Cement Factory Limited on 02 September 2026: -			



“Resolved that the Scheme of Arrangement in terms of provisions of sections 279 to 283 and all other enabling provisions of the Companies Act, 2017 between Maple Leaf Cement Factory Limited and its members and Pioneer Cement Limited and its members for the merger / amalgamation of the entire undertaking of Pioneer Cement Limited with and into Maple Leaf Cement Factory Limited, along with all ancillary matters put before the meeting be and is hereby agreed, approved and adopted, subject to any modification which may be required by the Honourable Lahore High Court, Lahore.

Resolved further that the Chief Executive and / or Company Secretary of Maple Leaf Cement Factory Limited, singly, be and are hereby authorized to take any steps / measures for the implementation and completion of the Scheme of Arrangement.”

Notes:

1. Duly filled ballot paper should be sent to the Chairpersons at any of the above addresses or email at areebfarooq2011@gmail.com and / or hamza@sarwarandtarar.com
2. Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Ballot paper should reach the Chairpersons one day before EOGM i.e. on 18 October 2026 till 05:00 p.m. Any postal ballot received after this date and time, will not be considered for voting.
4. Signature on ballot paper shall match with signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
6. 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.
7. Ballot Paper form has also been placed on the website of the Company at: <https://www.kmlg.com/mlcfl/> Members may download the ballot paper from the website or use an original/photocopy published in newspapers.

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

Place: _____
Date: _____

