

Ref: MEL/AGM/2026

September 29, 2026

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.
By PUCARS & Courier

SUBJECT: NOTICE OF ANNUAL GENERAL MEETING

Dear Sir,

Please find attached copy of the **Notice of the Annual General Meeting** (the Notice) of **Mughal Energy Limited** ("Company") to be held on Thursday October 22, 2026 at 11:45 am at Avari Hotel, 87-Shahrah-e-Quaid-e-Azam, Lahore prior to its dispatch to the shareholders, for circulation amongst the TRE Certificate Holders of the Exchange, along with copy of the Notice to be published in Business Recorder (English) and Nawa-i-Waqt (Urdu) on Wednesday, September 30, 2026.

Yours Sincerely,

For **MUGHAL ENERGY LIMITED**

MUHAMMAD FAHAD HAFEEZ
(Company Secretary)

CC: The Director / HOD

(Surveillance, Supervision and Enforcement Department),
Securities & Exchange Commission of Pakistan,
Islamabad.



PRINTED MATTER

NOTICE OF
ANNUAL GENERAL MEETING
OCTOBER 22, 2026

MUGHAL ENERGY LIMITED

MUGHAL ENERGY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting (the Meeting) of the members (Ordinary and Class-B) of MUGHAL ENERGY LIMITED (the Company) will be held on Thursday, October 22, 2026 at 11:45 a.m. at Avari Hotel, 87-Shahrah-e-Quaid-e-Azam, Lahore, as well as through electronic means, to transact the following businesses:

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2026, together with the Directors' and Auditor's Reports thereon and Chairman's Review Report.

In accordance with section 223 of the Companies Act, 2017, and pursuant to the S.R.O. 389(I)/2023 dated March 21, 2023, the Annual Audited Financial Statements along with Reports of the Company can be accessed through the following QR enabled code and weblink:



www.mughalenergy.com.pk

2. To appoint auditors of the Company to hold office from the conclusion of the Annual General Meeting until the conclusion of the next Annual General Meeting and fix their remuneration. The Board of Directors upon recommendation of the Audit Committee has recommended the name of M/s. Muniff Ziauddin & Company, Chartered Accountants, the retiring auditors, for re-appointment as external auditors of the Company after obtaining their consent.

Special Business

3. To consider and approve availing of funded/unfunded facilities from Mughal Iron & Steel Industries Limited (holding company), by passing of special resolutions as proposed in the statement under section 134(3) of the Companies Act, 2017 annexed to the notice of the Meeting.
4. To consider and approve alteration to the Memorandum and Articles of Association of the Company, so as to increase the Authorized Capital of the Company, by passing of special resolutions as proposed in the statement annexed to the notice of the Meeting.
5. To consider, approve and ratify the transactions already executed and to be executed with related parties, by passing of special resolutions as proposed in the statement under section 134(3) of the Companies Act, 2017 annexed to the notice of the Meeting.

Statement of material facts as required under section 134(3) of the Companies Act, 2017 is annexed.

By Order of the Board
-sd-

Muhammad Fahad Hafeez
Company Secretary

Lahore: September 29, 2026

NOTES:

1. Closure of share transfer books

The share transfer books of the Company will remain closed from October 13, 2026 to October 22, 2026 (both days inclusive). Physical transfers / Central Depository System (CDS) Transaction IDs received in order by the Company's share registrar, M/s. Digital Custodian Company Limited, 4th Floor, Perdesi House, Old Queens Road, Karachi, up to the close of business on October 12, 2026, will be considered in time for the entitlement of the members to participate and vote at the Meeting

2. PROXIES

A member of the Company entitled to participate and vote at this Meeting may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/ executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the Meeting. Attested copy of Computerized National Identity Card (CNIC) of the member

appointing the proxy shall be attached with the instrument. A company or a corporation being a member of the Company may appoint a representative through a resolution of its board of directors for attending and voting at the Meeting. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are further advised to follow the guidelines as laid down by the SECP vide Circular No. 1 of 2000 for appointment of proxies. An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, the instrument of proxy may also be obtained from the registered office of the Company during normal office hours or downloaded from the Company's website: www.mughalenergy.com.pk.

3. ATTENDANCE AT MEETING

Physical shareholders/CDC account holders and sub-account holders shall be required to produce their respective original Computerized National Identity Card (CNIC) or original Passport at the time of attending the Meeting to facilitate identification. CDC account holders and sub-account holders should also bring/know their respective participation I.D. No. and the CDC Account No. and in case of proxy, he/she must enclose an attested copy of his/her CNIC

or Passport. Representative(s) of corporate member(s) should bring attested copy of Board Resolution/ Power of Attorney and/ or all such documents that are required for such purpose under Circular No.1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan ("SECP").

4. ONLINE PARTICIPATION VIA ZOOM

Members or their proxies are being provided with the facility to participate in the meeting through electronic means via Zoom Video-Link. Interested members are requested to get themselves registered by sending the below mentioned particulars through their registered email address at the designated e-mail address fahadhafeez@mughalsteel.com, latest by the close of business hours (6:00 PM) on October 16, 2026:

Name of Member	CNIC No./ NTN No.	CDC Participant ID/Folio No.	Cell No	Registered email address

Members, who are registered, after the necessary verification, will be provided a Zoom Video-Link by the Company on the same e-mail address that they e-mail the Company with. Only those members whose names appear in the register of members as of October 12, 2026 will be entitled to participate in the Meeting via Zoom-Video Link.

5. VIDEO LINK FACILITY

Pursuant to section 132(2) 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.

6. POSTAL BALLOT FACILITY AND SCRUTINIZER

In accordance with the Companies (Postal Ballot) Regulations, 2018 (the Regulations), the right to vote through electronic voting facility and voting by post shall be provided to members of the Company in the manner and subject to conditions contained in the Regulations.

7. STATUTORY CODE OF CONDUCT AT GENERAL MEETINGS

Members are advised to adhere to the Code of Conduct as provided in section 215 of the Companies Act, 2017 and regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018. Members are further advised to a take note of meeting etiquettes as prescribed in the Guidelines for Professional Conduct in General Meetings (the "Guide") issued by SECP.

8. GIFTS AT THE MEETING

As per SRO 452 (I)/2025 no gifts will be distributed at the meeting.

9. TRANSMISSION OF ANNUAL REPORT AND NOTICE OF ANNUAL GENERAL MEETING

The Company has placed the Audited Annual Financial Statements for the year ended June 30, 2026 along with the reports thereon on its website:

www.mughalenergy.com.pk and the same have also been emailed to those members who had provided their email addresses. These are also available on PUCARS system of the Pakistan Stock Exchange Limited and can also be downloaded/viewed using the following QR code:



Any member requiring printed copy of Annual Report 2026 may send a request using a Standard Request Form placed on Company's website which shall be provided free of cost within seven (07) days.

The notice of Annual General Meeting containing QR enabled code and the weblink address to view and download the Annual Report including Annual Audited Financial Statements has been placed on Company's website: www.mughalenergy.com.pk and in addition to being dispatched physically to the members has also been sent via email to those members who had provided their email addresses. Furthermore, the notice has been published in English and Urdu languages in a daily newspaper of respective language having nationwide circulation.

10. GENERAL

Members holding shares in physical form are requested to promptly notify Company's share registrar of any change in their postal/email addresses. Members maintaining their shares in CDS should have their address/email addresses updated with their relevant Participant/CDC account services.

In reference to section 72(2) of the Companies Act, 2017, all members holding physical shares are requested to get converted their shares into book entry form at the earliest. This would facilitate shareholders in many ways including safe custody of shares, avoidance of formalities required for issuance of duplicate shares, etc. For the conversion of physical shares into book entry form, the members may contact their Brokers, CDC Participants or CDC Investor Account Service.

For any query/problem/information, the members may contact Mr. Zeeshan Ejaz at +92-42-35960841 and e-mail address: fahadhafeez@mughalsteel.com and/or M/s. Digital Custodian Company Limited, 4th Floor, Perdesi House, Old Queens Road, Karachi, e-mail address: share.registrar@digitalcustodian.com.

STATEMENT OF MATERIAL FACTS AS REQUIRED UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF SPECIAL BUSINESSES TO BE TRANSACTED AT THE FORTHCOMING ANNUAL GENERAL MEETING IS APPENDED BELOW:

This statement sets out the material facts concerning the special business listed at agenda items 3 to 5, to be transacted at the forthcoming Annual General Meeting of the Company to be held on Thursday, October 22, 2026 at 11:45 a.m. at Avari Hotel, 87-Shahrah-e-Quaid-e-Azam, Lahore, as well as through electronic means.

AGENDA ITEM NO. 3.

In order to meet working capital requirements, post achieving commercial operations date (CoD), it has been proposed to avail advance/running facility from Mughal Iron & Steel Industries Limited (holding company) of Rs. 500.000 million.

Further, in order to avail working capital lines from lender, the Company is required to provide corporate guarantee of holding company for which it is proposed to obtain corporate guarantee limit of Rs. 3,000.000 million from the holding company, which shall be in addition to the corporate guarantee limit already provided by the holding company for obtaining long-term financing.

Detail, description, terms and conditions of the proposed transactions are as follows:

Facility	Detail, description, terms and conditions of the transaction	
Facility – a	Advance/running finance facility	
	Nature	Short-term funded facility
	Amount	Rs. 500.000 million
	Purpose	For meeting working capital requirements.
	Tenure	The advance/running finance facility shall be available for one year commencing from October 28, 2026 which may be utilised during the said period of one year as per the convenience of the Company. During the tenure of the facility, the Company shall draw down / repay the facility as per its convenience multiple times up to the maximum limit of Rs. 500.000 million.
	Pricing and repayment	Facility to be completely repaid within one year. Mark-up shall be charged at the rate of 3MK + 1.25% or at average borrowing cost of Mughal Iron & Steel Industries Limited (holding company), whichever is higher. Mark-up shall be recovered on quarterly basis within 15 days of the end of the quarter. Kibor will reset on quarterly basis. Non-payment of mark-up within stipulated time period shall entail a further mark-up/penalty at the rate of 5% per annum on unpaid amount.
	Agreement	Agreement will be executed after approval of shareholders.
	Security	Unsecured

Facility	Detail, description, terms and conditions of the transaction	
Facility – b	Corporate Guarantee	
	Nature	Short-term unfunded facility
	Amount	Up-to Rs. 3,000.000 million
	Purpose	To meet the security requirements of the lender and assisting the Company to obtain working capital financing.
	Tenure	The limit of Corporate Guarantee will be for a period of one year and shall be renewable in the next general meeting(s) for a further period of one year commencing from October 28, 2026.
	Pricing	Since this is a corporate guarantee, there is no cost to the Company, however, the Company will reimburse all allied charges, if any, in connection with the issuance of Corporate Guarantee to Mughal Iron & Steel Industries Limited (holding company).
	Agreement	Agreement will be executed after approval of shareholders.
	Security	Unsecured

These proposed transactions have been placed before the Audit Committee and upon recommendations of the Audit Committee have been proposed by the Board of Directors. Since majority of Company's directors are directly or indirectly interested in these transactions due to their common directorship and/or holding of shares, the quorum of directors could not be formed for approval of these transactions. Accordingly, these transactions are now being placed before the members for their approval by passing the following draft/proposed special resolutions with or without modifications:

“RESOLVED that the consent and approval of the members of Mughal Energy Limited (the Company), be and is hereby accorded and the Company be and is hereby authorized to obtain advance/running finance facility of Rs. 500.000 million from Mughal Iron & Steel Industries Limited (holding company) as per terms and conditions stated in the table included in the statement of material facts in respect of agenda item no. 3.”

“RESOLVED FURTHER that the consent and approval of the members of Mughal Energy Limited (the Company), be and is hereby accorded and the Company be and is hereby authorized to obtain corporate guarantee facility of Rs. 3,000.000 million from Mughal Iron & Steel Industries Limited (holding company) as per terms and conditions stated in the table included in the statement of material facts in respect of agenda item no. 3.”

“RESOLVED FURTHER that any of the directors of the Company be and is hereby authorized singly to sign the agreement(s) on behalf of the Company.”

“RESOLVED FURTHER that the company secretary and/or any of the directors of the Company be and is hereby authorized singly to take such steps and actions deemed necessary to give effect to the aforesaid resolutions.”

The following directors/officers of the Company are interested directly/indirectly due to their common directorship, cross shareholding and common positions:

Directors

- | | |
|--------------------------------|-----------------------|
| 1. Mr. Mirza Javed Iqbal | 2. Mr. Khurram Javaid |
| 3. Mr. Muhammad Mateen Jamshed | 4. Mr. Jamshed Iqbal |
| 5. Mr. Muhammad Aslam Bhatti | |

Officers

- | | |
|-----------------------------|------------------------------|
| 1. Mr. Muhammad Zafar Iqbal | 2. Mr. Muhammad Fahad Hafeez |
|-----------------------------|------------------------------|

AGENDA ITEM NO. 4.

The reason for amendments in the Memorandum and Articles of Association of the Company is to increase the authorized share capital.

Accordingly, the Board of Directors of the Company have recommended to increase the Authorized Capital of the Company from Rs. 2,500,000,000/- (Rupees Twenty-Five Hundred Million) divided into 200,000,000 (Two Hundred Million) Ordinary shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred, Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five hundred, Seventy Thousand and Fifty-Five) Class B shares of Rs. 10/- each to Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million) divided into 400,000,000 (Four Hundred Million) Ordinary shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred, Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five hundred, Seventy Thousand and Fifty-Five) Class B shares of Rs. 10/- each.

Comparative analysis of existing and altered Authorized Capital and existing and altered clauses of the Memorandum and Articles of Association are as follows:

Existing authorized capital:	Revised authorized capital:
Rs. 2,500,000,000/- (Rupees Two Billion Five Hundred Million only), divided into 200,000,000 (Two Hundred Million only) Ordinary shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred, Twenty-Nine Thousand, Nine Hundred and Forty-Five only) Series-A Preference shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five Hundred, Seventy Thousand and Fifty-Five only) Class B shares of Rs. 10/- each.	Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million) divided into 400,000,000 (Four Hundred Million) Ordinary Shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred, Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five hundred, Seventy Thousand and Fifty-Five) Class B shares of Rs. 10/- each.
Existing clause V of Memorandum of Association is as follows:	Revised clause V of Memorandum of Association is as follows:
V. The authorized capital of the Company is Rs. 2,500,000,000/- (Rupees Two Billion Five Hundred Million only), divided into 200,000,000 (Two Hundred Million only) Ordinary Shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred Twenty-Nine Thousand, Nine Hundred and Forty-Five only) Series-A Preference Shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five Hundred Seventy Thousand and Fifty-Five only) Class B Shares of Rs. 10/- each, with the power to enhance, reduce or consolidate the share capital and to divide the shares of the Company into different classes and kinds subject to the provisions of the prevailing laws and regulations.	V. The Authorized Capital of the Company is Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million), divided into 400,000,000 (Four Hundred Million) Ordinary shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference Shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five Hundred Seventy Thousand and Fifty-Five) Class B Shares of Rs. 10/- each, with the power to enhance, reduce or consolidate the share capital and to divide the shares of the Company into different classes and kinds, subject to the provisions of the prevailing laws and regulations.

Existing Clause 6 of Articles of Association is as follows:	Revised Clause 6 of Articles of Association is as follows:
6. The authorized capital of the Company is Rs. 2,500,000,000/- (Rupees Two Billion Five Hundred Million only) divided into 200,000,000 (Two Hundred Million only) Ordinary Shares of Rs. 10/- each; 27,429,945 (Twenty-Seven Million, Four Hundred Twenty-Nine Thousand, Nine Hundred and Forty-Five only) Series-A Preference Shares of Rs. 10/- each; and 22,570,055 (Twenty-Two Million, Five Hundred Seventy Thousand and Fifty-Five only) Class B Shares of Rs. 10/- each, with the power to enhance, reduce or consolidate the share capital and to divide the shares of the Company into different classes and kinds subject to the provisions of the prevailing laws and regulations.	6. The Authorized Capital of the Company is Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million) divided into: 400,000,000 (Four Hundred Million) Ordinary Shares of Rs. 10/- each; 27,429,945 (Twenty-Seven Million, Four Hundred Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference Shares of Rs. 10/- each; and 22,570,055 (Twenty-Two Million, Five Hundred Seventy Thousand and Fifty-Five) Class B Shares of Rs. 10/- each, with the power to enhance, reduce or consolidate the share capital and to divide the shares of the Company into different classes and kinds, subject to the provisions of the prevailing laws and regulations.

The directors declare that the proposed alterations in the Memorandum of Association and Articles of Association of the Company are in line with the applicable provisions of the law and regulatory framework and that the proposed changes will not be detrimental to the interest of the Company or its members as a whole. The directors are interested in this business to the extent of their respective shareholding in the Company.

Accordingly, approval of the members is sought for the alterations of Memorandum and Articles of Association, so as to increase the Authorized Capital of the Company by passing of the following draft/proposed resolutions as special resolutions, with or without modification:

“RESOLVED that the Authorized Capital of Mughal Energy Limited (the Company) be and is hereby increased from Rs. 2,500,000,000/- (Rupees Twenty-five hundred Million) divided into 200,000,000 (Two Hundred Million) Ordinary shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred, Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five Hundred, Seventy Thousand and Fifty-Five) Class B shares of Rs. 10/- each to Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million) divided into 400,000,000 (Four Hundred Million) Ordinary shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred, Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five hundred, Seventy Thousand and Fifty-Five) Class B shares of Rs. 10/- each.

“RESOLVED FURTHER that Clause V of the Memorandum of Association of the Company shall in its entirety be substituted to read as follows:

V. The Authorized Capital of the Company is Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million), divided into 400,000,000 (Four Hundred Million) Ordinary Shares of Rs. 10/- each, 27,429,945 (Twenty-Seven Million, Four Hundred Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference Shares of Rs. 10/- each and 22,570,055 (Twenty-Two Million, Five Hundred Seventy Thousand and Fifty-Five) Class B Shares of Rs. 10/- each, with the power to enhance, reduce or consolidate the share capital and to divide the shares of the Company into different classes and kinds, subject to the provisions of the prevailing laws and regulations.”

“RESOLVED FURTHER that Article 6 of the Articles of Association of the Company shall in its entirety be substituted to read as follows:

6. The Authorized Capital of the Company is Rs. 4,500,000,000/- (Rupees Forty-Five Hundred Million) divided into: 400,000,000 (Four Hundred Million) Ordinary Shares of Rs. 10/- each; 27,429,945 (Twenty-Seven Million, Four Hundred Twenty-Nine Thousand, Nine Hundred and Forty-Five) Series-A Preference Shares of Rs. 10/- each; and 22,570,055 (Twenty-Two Million, Five Hundred Seventy Thousand and Fifty-Five) Class B Shares of Rs. 10/- each, with the power to enhance, reduce or consolidate the share capital and to divide the shares of the Company into different classes and kinds, subject to the provisions of the prevailing laws and regulations.

“RESOLVED FURTHER that the company secretary and/or any of the directors of the Company be and is hereby authorized singly to take such steps and actions deemed necessary to give effect to the aforesaid resolution including but not limited to filing of Memorandum and Articles of Association so altered with the SECP in accordance with the requirements of Companies Act, 2017.”

“RESOLVED FURTHER that any amendments/suggestions recommended by Securities and Exchange Commission of Pakistan (SECP), if any, to be incorporated in the Memorandum and Articles of Association are and shall hereby be considered deemed approved.”

AGENDA ITEM NO. 5.

During the year, there were transactions entered into by the Company with related parties. However, since some or majority of Company's directors were directly or indirectly interested in these transactions due to their common directorship and/or holding of shares in the related parties, the quorum of directors could not be formed for approval of these transactions. All related party transactions are carried out at arm's length in accordance with the Company policy and comply with legal requirements and are placed before the Audit Committee for recommendation.

Accordingly, these transactions, as disclosed in the relevant notes to the financial statements along with names, description, nature of relationship and amounts, are being placed before the members for their approval/ratification by passing the following draft/proposed special resolutions with or without modifications:

“RESOLVED that the transactions entered into by the Company with related parties during the year ended June 30, 2026 as disclosed in relevant notes to the financial

statements in which some or majority of the directors are interested and which require approval u/s 207 and 208 of the Companies Act, 2017, are hereby ratified and confirmed.”

It is expected that the Company may be conducting related party transactions in the upcoming financial year as well, wherein, some or majority of directors are expected to be interested in due to their relationships, common directorship and shareholding in these related parties. The members are informed that it is not possible to make estimate of the quantum of related party transactions to be undertaken in the period ending June 30, 2027, which depends on case-to-case basis, however, the Company will present the actual figures for subsequent ratification and confirmation by the members, at the next Annual General Meeting. Based on the above, approval of the members is also sought to authorize the Company to enter into such transactions with related parties during the ensuing year ending June 30, 2027 and further grant power to the Board to periodically review and approve such transactions based on the recommendation of the Board Audit Committee by passing the following draft/proposed special resolutions with or without modifications:

“FURTHER RESOLVED that the Company be and is hereby authorized to enter into and carry out transactions from time to time with related parties which would require approval(s) u/s 207 and 208 of the Companies Act, 2017 during the ensuing year ending June 30, 2027. Further, the members have noted that for the aforesaid transactions some or a majority of the directors may be interested. Notwithstanding the interest of the directors, the members hereby grant an advance authorization to the Board Audit Committee and the Board of Directors of the Company to review and approve all related party transactions based on the recommendation of the Board Audit Committee.”

“FURTHER RESOLVED that the related party transactions as aforesaid for the period ended June 30, 2027 would subsequently be presented to the members at the next Annual General Meeting for ratification and confirmation.”

“RESOLVED FURTHER that the company secretary and/or any of the directors of the Company be and is hereby authorized singly to take such steps and actions deemed necessary to give effect to the aforesaid resolutions.”

The following persons were directors/officers of the Company during the year and are/may be interested directly/indirectly due to their relationships, common directorship, cross shareholding and common positions in respect of the above:

Directors

- | | |
|--------------------------------|------------------------------|
| 1. Mr. Mirza Javed Iqbal | 2. Mr. Khurram Javaid |
| 3. Mr. Muhammad Mateen Jamshed | 4. Mr. Jamshed Iqbal |
| 5. Mr. Fahad Javaid | 6. Mr. Muhammad Aslam Bhatti |

Officers

- | | |
|-----------------------------|------------------------------|
| 1. Mr. Muhammad Zafar Iqbal | 2. Mr. Muhammad Fahad Hafeez |
|-----------------------------|------------------------------|

MUGHAL ENERGY LIMITED
FORM OF PROXY
14th ANNUAL GENERAL MEETING

I/We _____, being member(s) of
Mughal Energy Limited and holder of _____ Ordinary Shares as per Folio No. _____
CDC Participation ID # _____ and Sub Account # _____/CDC Investor
Account ID # _____ and/or holder of _____ Ordinary Class-B
shares as per Folio No. _____ CDC Participation ID # _____ and Sub Account #
_____/CDC Investor Account ID # _____ do hereby appoint _____
_____ of _____ or
failing him/her _____ of _____
having Folio No. _____ CDC Participation ID # _____ and Sub Account # _____/
CDC Investor Account ID # _____ as my/our proxy to attend, speak and vote for me/us and on my/
our behalf at the Annual General Meeting of Mughal Energy Limited scheduled to be held on October 22, 2026
at 11:45 a.m. At Avari Hotel, 87-Shahrah-e-Quaid-e-Azam, Lahore and at any adjournment thereof.
At witness my/our hand this _____ day of _____ 2026.

1. Signature _____
Name _____
C.N.I.C _____
Address _____

Please
Affix Revenue
Stamps of Rs.
50/-

2. Signature _____
Name _____
C.N.I.C _____
Address _____

Members' Signature
(This Signature should agree with
the specimen signature with the
company)

Notes:

1. A member entitled to attend and vote at this meeting may appoint any other member as his / her proxy to attend, speak and vote instead of him / her. A proxy must be a member of the Company.
2. A member shall not be entitled to appoint more than one proxy.
3. The instrument appointing a proxy must be duly signed and witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
4. Attested copies of the CNIC or the Passport of beneficial owners and the proxy shall be furnished along with the proxy form. In case of corporate entity, the board's resolution/power of attorney with specimen signature shall be furnished along with the proxy form.
5. Proxies in order to be valid, must be received at the Share Registrar office of the Company, M/s. Digital Custodian Company Limited, 4th Floor, Perdesi House, Old Queens Road, Karachi not later than forty-eight (48) hours before the time scheduled for the meeting.

مغل انرجی لمیٹڈ

پراکسی فارم (مختار نامہ)

چودھواں سالانہ اجلاس عام

میں/ہم _____ جو کہ مغل انرجی لمیٹڈ کے رکن (ارکان) ہیں اور _____ آرڈنری شیئرز کے حامل ہیں جیسا کہ ہمارے فوئیو نمبر _____ سی ڈی سی پانچویں آئی ڈی # _____ اور سب اکاؤنٹ # _____ / سی ڈی سی انوسٹر اکاؤنٹ آئی ڈی نمبر _____ اور یا _____ آرڈنری کلاس۔ بی شیئرز کے حامل ہیں جیسا کہ ہمارے فوئیو نمبر _____، سی ڈی سی پانچویں آئی ڈی # _____ اور سب اکاؤنٹ # _____ / سی ڈی سی انوسٹر اکاؤنٹ آئی ڈی # _____ جن کا فوئیو نمبر _____ درج ہے، بذریعہ بلا _____ محترم! محترمہ _____ یا ان کی غیر موجودگی میں _____ سی ڈی سی پانچویں آئی ڈی نمبر _____ اور سب اکاؤنٹ # _____ / سی ڈی سی انوسٹر اکاؤنٹ آئی ڈی # _____ ہے، کو میرا/ہمارا وکیل نامزد کرتا/کرتے ہیں تاکہ وہ میرے/ہمارے لیے مغل انرجی لمیٹڈ کی سالانہ جنرل میٹنگ، جو کہ 22 اکتوبر 2026 صبح 11:45 بجے آداری ہوں، 87 شاہراہ قائد اعظم، لاہور میں منعقد ہو رہی ہے، اور اس کے کسی بھی التوا، شدہ اجلاس میں میری/ہماری نمائندگی کرے گفتگو کرے اور میرے/ہمارے حق میں ووٹ دے۔

میرے/ہمارے دستخط کے گواہ اس _____ دن _____ 2026۔

گواہان

1۔

دستخط: _____

نام: _____

پتہ: _____

کمپیوٹر انرفو می شیاختی کارڈ نمبر: _____

2۔

دستخط: _____

نام: _____

پتہ: _____

کمپیوٹر انرفو می شیاختی کارڈ نمبر: _____

نوٹس:

- 1۔ اس اجلاس میں شرکت اور رائے دہی کا حق رکھنے والا کوئی بھی رکن کسی دوسرے رکن کو بطور وکیل (پراکسی) مقرر کر سکتا ہے تاکہ وہ اس کی جگہ اجلاس میں شریک ہو، بات کرے اور ووٹ دے۔ وکیل (پراکسی) کا کہنی کارکن ہونا ضروری ہے۔
- 2۔ ایک سہر کو ایک سے زیادہ پراکسی مقرر کرنے کا اختیار نہیں ہوگا۔
- 3۔ پراکسی انفری کے قواعد اپنی طور پر سٹیمپ، شدہ اور دو لوگوں سے گواہ شدہ ہوں۔ جن کے نام، پتے اور شیاختی کارڈ نمبر فارم پر درج ہوں۔
- 4۔ مفاد یافتہ مالکان اور وکیل (پراکسی) کے قومی شیاختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقل پر کسی فارم کے ساتھ جمع کرانا ضروری ہیں۔ اگر کوئی کارپوریٹ ادارہ وکیل مقرر کرے تو پراکسی فارم کے ساتھ بورڈ کی قرارداد/مختار نامہ اور دستخط کا نمونہ بھی فراہم کرنا ہوگا۔
- 5۔ "پراکسی فارم کو درست تصور کرنے کے لیے لازم ہے کہ وہ اجلاس کے مقررہ وقت سے کم از کم اڑتالیس (48) گھنٹے قبل کہنی کے شیئر رجسٹر اور مسٹر ڈیجیٹل سٹوڈین کہنی لمیٹڈ، پتہ: چٹائی منزل، پریڈی ہاؤس، اولڈ کونز روڈ، کراچی کے دفتر میں موصول ہو جائے۔"

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PRINTED MATTER

If undelivered please return to
Mughal Energy Limited
31-A, Shadman-1,
Lahore



MUGHAL ENERGY LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 14th Annual General Meeting (the Meeting) of the members (Ordinary and Class-B) of MUGHAL ENERGY LIMITED (the Company) will be held on Thursday, October 22, 2026 at 11:45 a.m. at Avari Hotel, 87-Shahrah-e-Quaid-e-Azam, Lahore, as well as through electronic means, to transact the following businesses:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2026, together with the Directors' and Auditor's Reports thereon and Chairman's Review Report.
In accordance with section 223 of the Companies Act, 2017, and pursuant to the S.R.O. 389(I)/2023 dated March 21, 2023, the Annual Audited Financial Statements along with Reports of the Company can be accessed through the following QR enabled code and weblink:



www.mughalenergy.com.pk

- To appoint auditors of the Company to hold office from the conclusion of the Annual General Meeting until the conclusion of the next Annual General Meeting and fix their remuneration. The Board of Directors upon recommendation of the Audit Committee has recommended the name of M/s. Muniff Ziauddin & Company, Chartered Accountants, the retiring auditors, for re-appointment as external auditors of the Company after obtaining their consent.

SPECIAL BUSINESS:

- To consider and approve availing of funded/unfunded facilities from Mughal Iron & Steel Industries Limited (holding company), by passing of special resolutions as proposed in the statement under section 134(3) of the Companies Act, 2017 annexed to the notice of the Meeting.
- To consider and approve alteration to the Memorandum and Articles of Association of the Company, so as to increase the Authorized Capital of the Company, by passing of special resolutions as proposed in the statement annexed to the notice of the Meeting.
- To consider, approve and ratify the transactions already executed and to be executed with related parties, by passing of special resolutions as proposed in the statement under section 134(3) of the Companies Act, 2017 annexed to the notice of the Meeting.

Statement of material facts as required under section 134(3) of the Companies Act, 2017 relating to the above-mentioned special business, has been sent to the Members along with Notice of AGM.

By Order of the Board

-Sd-

Muhammad Fahad Hafeez
Company Secretary

Lahore: September 29, 2026

NOTES:

1. CLOSURE OF SHARE TRANSFER BOOKS:

The share transfer books of the Company will remain closed from October 13, 2026 to October 22, 2026 (both days inclusive). Physical transfers /Central Depository System (CDS) Transaction IDs received in order by the Company's share registrar, M/s. Digital Custodian Company Limited, 4th Floor, Perdesi House, Old Queens Road, Karachi, up to the close of business on October 12, 2026, will be considered in time for the entitlement of the members to participate and vote at the Meeting.

2. PROXIES

A member of the Company entitled to participate and vote at this Meeting may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/ executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the Meeting. Attested copy of Computerized National Identity Card (CNIC) of the member appointing the proxy shall be attached with the instrument. A company or a corporation being a member of the Company may appoint a representative through a resolution of its board of directors for attending and voting at the Meeting. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are further advised to follow the guidelines as laid down by the SECP vide Circular No. 1 of 2000 for appointment of proxies. An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, the instrument of proxy may also be obtained from the registered office of the Company during normal office hours or downloaded from the Company's website: www.mughalenergy.com.pk.

3. ATTENDANCE AT MEETING

Physical shareholders/CDC account holders and sub-account holders shall be required to produce their respective original Computerized National Identity Card (CNIC) or original Passport at the time of attending the Meeting to facilitate identification. CDC account holders and sub-account holders should also bring/know their respective participation I.D. No. and the CDC Account No. and in case of proxy, he/she must enclose an attested copy of his/her CNIC or Passport. Representative(s) of corporate member(s) should bring attested copy of Board Resolution/Power of Attorney and/ or all such documents that are required for such purpose under Circular No. 1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan ("SECP").

4. ONLINE PARTICIPATION VIA ZOOM

Members or their proxies are being provided with the facility to participate in the meeting through electronic means via Zoom Video-Link. Interested members are requested to get themselves registered by sending the below mentioned particulars through their registered email address at the designated e-mail address fahadhafiez@mughalsteel.com, latest by the close of business hours (6:00 PM) on October 16, 2026:

Name of member	CNIC No./NTN No.	CDC Participant ID/ Folio No.	Cell No.	Registered Email address

Members, who are registered, after the necessary verification, will be provided a Zoom Video-Link by the Company on the same e-mail address that they e-mail the Company with. Only those members whose names appear in the register of members as of October 12, 2026 will be entitled to participate in the Meeting via Zoom-Video Link.

5. VIDEO LINK FACILITY

Pursuant to section 132(2) 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.

6. POSTAL BALLOT FACILITY AND SCRUTINIZER

In accordance with the Companies (Postal Ballot) Regulations, 2018 (the Regulations), the right to vote through electronic voting facility and voting by post shall be provided to members of the Company in the manner and subject to conditions contained in the Regulations.

7. STATUTORY CODE OF CONDUCT AT GENERAL MEETINGS

Members are advised to adhere to the Code of Conduct as provided in section 215 of the Companies Act, 2017 and regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018. Members are further advised to take note of meeting etiquettes as prescribed in the Guidelines for Professional Conduct in General Meetings (the "Guide") issued by SECP.

8. GIFTS AT THE MEETING

As per SRO 452 (I)/2025 no gifts will be distributed at the meeting.

9. TRANSMISSION OF ANNUAL REPORT AND NOTICE OF ANNUAL GENERAL MEETING

The Company has placed the Audited Annual Financial Statements for the year ended June 30, 2026 along with the reports thereon on its website: www.mughalenergy.com.pk and the same have also been emailed to those members who had provided their email addresses. These are also available on PUCARS system of the Pakistan Stock Exchange Limited and can also be downloaded/ viewed using the following QR code:



Any member requiring printed copy of Annual Report 2026 may send a request using a Standard Request Form placed on Company's website which shall be provided free of cost within seven (07) days. The notice of Annual General Meeting containing QR enabled code and the weblink address to view and download the Annual Report including Annual Audited Financial Statements has been placed on Company's website: www.mughalenergy.com.pk and in addition to being dispatched physically to the members has also been sent via email to those members who had provided their email addresses. Furthermore, the notice has been published in English and Urdu languages in a daily newspaper of respective language having nationwide circulation.

10. GENERAL:

Members holding shares in physical form are requested to promptly notify Company's share registrar of any change in their postal/email addresses. Members maintaining their shares in CDS should have their address/email addresses updated with their relevant Participant/CDC account services. In reference to section 72(2) of the Companies Act, 2017, all Members holding physical shares are requested to get converted their shares into book entry form at the earliest. This would facilitate shareholders in many ways including safe custody of shares, avoidance of formalities required for issuance of duplicate shares, etc. For the conversion of physical shares into book entry form, the Members may contact their Brokers, CDC Participants or CDC Investor Account Service. For any query/problem/information, the Members may contact Mr. Zeeshan Ejaz at +92-42-35960841 and e-mail address: fahadhafiez@mughalsteel.com and/or M/s. Digital Custodian Company Limited, 4th Floor, Perdesi House, Old Queens Road, Karachi, e-mail address: share.registrar@digitalcustodian.com.

20cm x 3col

عمومی امور:

1- 30 جون 2026



2- کمپنی کے آڈیٹرز کا آ

خصوصی امور:

4۔ کمپنی کے مجاز سربراہ

5۔ ایسے لیمن دین جو مٹے

لپنیز ایکٹ، 2017

2026 29.04.2026

1- شمعہ زکریا علیہ السلام

کمیٹی کی شہرہ زکا

-2- راکس

تقرر کرنے والے

ڈیپازٹری کمپنی آ

3 اجلاس میں شرک

اکاؤنٹ ہولڈ

جاری کردہ سر

نمبران یا ان کے

ممبر کا نام	
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ضروری تصدیق

5۔ ویڈیو لنک کی سہولت

رضا مندی اجلا

مہینہ (پوسل بیلن)

ممبران لو مستور
کموش ۳۰

8- اجلاس میں حاضری

کمیٹی: 30



(07) دن -

فراہم سردیاں

10- جزل

کمیونز (کے)۔

رابطہ کر سکتے ہیں۔

مرد کے ساتھ