



ZUMA
RESOURCES LIMITED

Connecting local capital with global opportunities

October 06, 2026

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

SUB: NOTICE OF ANNUAL GENERAL MEETING

Dear Sir,

Enclosed please find a copy of the Notice of Annual General Meeting of Zuma Resources Limited to be held on Wednesday, October 28, 2026 at 05:30 p.m. at the Registered Office of the Company, Building 90/50, 4th Floor, Block B, Broadway Commercial, Phase 08, DHA, Lahore, for circulation amongst the TRE Certificate Holders of the Exchange.

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.

PAKISTAN OFFICE

Building 90/50, 4th Floor, Block B,
Broadway Commercial, Phase 8 DHA,
Lahore, Pakistan

UK Office

Zuma Global Ltd
(Wholly Owned UK Subsidiary)
Office 19, 1-13 Adler Street,
London E1 1EG, UK

Website:

<https://zumaresources.ltd>

Email:

info@zumaresources.ltd



ZUMA RESOURCES LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of ZUMA RESOURCES LIMITED will be held on Wednesday, October 28, 2026 at 05:30 p.m. at Building 90/50, 4th Floor, Block B, Broadway Commercial, Phase 08, DHA, Lahore, to transact the following business:

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 reports of the Directors and Auditors thereon.
2. To appoint auditors for the financial year 2026-27 and to fix their remuneration. The present auditors retire and, being eligible for re-appointment, offer themselves for re-appointment.

Special Business:

3. To consider and, if deemed fit, to amend Article No. 45 of the Articles of Association of the Company.
4. To consider and, if deemed fit, to approve circulation of annual audited financial statements to the members of the Company through QR-enabled code and web-link instead of CD/DVD/USB, as recommended by the Board of Directors pursuant to SECP S.R.O. No. 389(I)/2023 dated March 21, 2023.
5. To consider and, if deemed fit, to approve the use of Zuma Global Limited, United Kingdom, a wholly-owned subsidiary of the Company, as an international investment, acquisition and strategic business platform, and to authorize the Company to fund or settle permissible international acquisitions, investments and related obligations through or on behalf of Zuma Global Limited, subject to applicable laws, regulations and requisite approvals.

Other Business:

To transact any other business which may be brought forward with the permission of the Chairman.

BY ORDER OF THE BOARD

Lahore:
October 07, 2026


Muhammad Saeed
Company Secretary

NOTES:

BOOK CLOSURE NOTICE

The Share Transfer Books of the Company will remain closed from October 22, 2026 to October 28, 2026 (both days inclusive). Transfers received in order in all respects up to the close of business hours on October 21, 2026 at the 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

Members whose names appear in the Register of Members as of October 21, 2026 are entitled to attend and vote at the AGM. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote. The proxy form may be downloaded from the Company's website (www.zumaresources.ltd).

An instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a certified true copy of such power or authority duly notarized, 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 are requested to submit, along with the proxy form, a copy of their and the proxy's valid Computerized National Identity Card (CNIC) or Passport.

If a member appoints more than one proxy and more than one instrument of proxy is deposited by him/her, all such instruments of proxy shall be rendered invalid.

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GUIDELINES FOR CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED (CDC) INVESTOR ACCOUNT HOLDERS:

CDC Account Holders shall further follow the under-mentioned guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan (SECP):

A. For Attending the Meeting

- In case of individuals, the account holder 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.
- In case of a corporate entity, a 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

- In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the CDC Regulations shall submit the proxy form as per the above requirements.
- Attested copies of the CNIC or Passport of beneficial owners, proxy holder and witnesses shall be furnished with the proxy form.
- The proxy shall produce his/her original CNIC or original Passport at the time of the meeting.
- In case of a corporate entity, a Board of Directors' resolution and/or a duly notarized power of attorney in favor of the proxy holder with specimen signature of the nominee shall be produced along with the proxy form to the Company.

Video Conference Facility

If the Company receives consent from members holding at least 10% shareholding residing in a city to participate in the meeting through video-link at least seven days prior to the date of the meeting, the Company will arrange a video-link facility in that city subject to availability. The Company will intimate members regarding the 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 submit the prescribed request to the Registered Office of the Company seven days before the date of the general meeting.

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

Members may also attend the meeting via video link. To attend through video link, members and their proxies are requested to register themselves by providing the following information together with a valid copy of CNIC (both sides)/Passport and an attested copy of Board Resolution/Power of Attorney (in case of corporate shareholders) by email at info@zumaresources.ltd not later than seven days before the meeting.

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.

Availability of Audited Financial Statements on Company's Website:

In accordance with Section 223(7) of the Companies Act, 2017, the financial statements of the Company for the year ended June 30, 2026 can be accessed through the following web-link: www.zumaresources.ltd

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Postal Ballot/E-Voting:

In accordance with the Companies (Postal Ballot) Regulations, 2018, for any agenda item subject to the requirements of Sections 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right to vote through postal ballot (by post) or e-voting in the manner and subject to the conditions contained in the aforesaid regulations. Detailed procedures for voting by postal ballot are provided on the postal ballot paper, while instructions for electronic voting will be sent to members who have valid cell numbers/e-mail addresses available in the Register of Members of the Company on October 21, 2026.

E-voting Service Provider:

M/s Corplink (Private) Limited

Updation of Shareholders' Particulars

In compliance with Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, all CDC and physical shareholders are requested to provide and keep updated their essential registration details (i.e., valid CNIC, postal address, e-mail address, active mobile or landline number and IBAN).

Physical shareholders must submit details directly to the Company's Share Registrar, while electronic/CDC shareholders must update their information through their respective participants or the Central Depository Company.

Conversion of Physical Shares into CDC Account

Shareholders who still hold shares in physical form are requested to convert their shares into Book Entry Form.

Unclaimed Dividend

Shareholders who, for any reason, could not claim their dividends are advised to contact the Share Registrar to enquire about their unclaimed dividends.

Prohibition on Grant of Gifts to Shareholders

In terms of S.R.O. 452(I)/2025 dated March 17, 2025 issued by the Securities and Exchange Commission of Pakistan (SECP), no gifts will be distributed at the meeting.

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STATEMENT U/S 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business to be transacted at the Annual General Meeting of the Company to be held on October 28, 2026.

AGENDA ITEM NO. 3: AMENDMENT OF ARTICLE NO. 45 OF THE ARTICLES OF ASSOCIATION

To consider and, if deemed fit, to amend Article No. 45 of the Articles of Association of the Company.

Proposed Special Resolution:

“RESOLVED THAT the existing Article No. 45 of the Articles of Association of the Company be and is hereby replaced and the amended Article No. 45 be read as follows:

45(a) The Board of Directors shall be fully authorized, subject to the provisions of the Act, the applicable regulations and these Articles, to determine, approve and revise from time to time the remuneration and compensation packages of the Directors, including the Chairman of the Board, for attending meetings of the Board or its Committees and/or for performing additional, executive, advisory, supervisory or other services for the Company. Such remuneration and compensation may include meeting fees, fixed remuneration, retainers, allowances, benefits, perquisites and such other components as the Board may consider appropriate having regard to the responsibilities, expertise, time commitment and services of the relevant Director or Chairman; provided that no Director shall participate in or vote upon the determination of his or her own remuneration where prohibited or restricted by applicable law or regulation.

(b) The Company may also pay to any Director all such reasonable expenses as the Director may incur in attending and returning from meetings of the Directors or Committees of Directors, or which the Director may otherwise incur in or about the business of the Company.

FURTHER RESOLVED THAT the Chief Executive of the Company be and is hereby authorized to do all acts, deeds and things and take all steps and necessary actions ancillary and incidental thereto, including filing requisite documents and returns with the Registrar of Companies and complying with all other regulatory requirements, to give effect to the alteration of the Articles of Association and implement this Special Resolution.”

INFORMATION REQUIRED PURSUANT TO S.R.O. 423(I)/2018

S.R. No.	Description	Information Required
1.	Comparative analysis of existing clause with the proposed amendment along with reasons for the change	Existing Clause: The remuneration of the Directors shall from time to time be determined by the Company in general meeting subject to the provisions of the Act. Proposed Clause: Article 45(a) and (b) as set out in the proposed Special Resolution above.
2.	Reasons for each change in the Articles of Association of the Company	The existing process for determination of Directors' remuneration by the Company in general meeting may be time-consuming and inefficient for a listed company. The proposed amendment is intended to streamline the process and expressly authorize the Board, subject to applicable law and the Company's Articles, to

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		determine and periodically revise appropriate remuneration and compensation packages for individual Directors, including the Chairman, having regard to their responsibilities, expertise, time commitment and services. The amendment also supports a formal and transparent remuneration framework and preserves the principle that no Director should determine his or her own remuneration.
3.	Statement that the proposed alterations are in line with applicable law and regulatory framework	It is confirmed that the proposed alteration to the Articles of Association is intended to be in line with the applicable provisions of law and regulatory framework.

Interest of Directors:

The Directors of the Company are interested in this business only to the extent of their entitlement to remuneration as Directors.

AGENDA ITEM NO. 4: CIRCULATION OF ANNUAL AUDITED FINANCIAL STATEMENTS THROUGH QR-ENABLED CODE AND WEB-LINK

The Securities and Exchange Commission of Pakistan, vide S.R.O. 389(I)/2023 dated March 21, 2023, has allowed listed companies to circulate annual audited financial statements to their members through QR-enabled code and web-link instead of CD/DVD/USB, subject to approval of shareholders in general meeting. Accordingly, shareholder approval is being sought.

Proposed Special Resolution:

“RESOLVED THAT the consent and approval of the members of Zuma Resources Limited (the “Company”) be and is hereby accorded and the Company be and is hereby authorized to circulate its annual audited financial statements to its members through QR-enabled code and web-link as part of the notice of Annual General Meeting.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to do all acts, deeds and things and take or cause to be taken any action as may be necessary, incidental or consequential to give effect to this resolution.”

Interest of Directors:

The Directors of the Company have no interest, directly or indirectly, in this Special Business and/or Special Resolution except in their capacities as Directors/shareholders.

Statement by the Board:

The Company is desirous of obtaining members’ approval to circulate annual audited financial statements to its members through QR-enabled code and web-link. The aforesaid resolution was approved by the Board of Directors at its meeting held on October 02, 2026 and is intended to be in line with the applicable provisions of law and regulatory framework.

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AGENDA ITEM NO. 5: INTERNATIONAL ACQUISITIONS AND INVESTMENTS THROUGH ZUMA GLOBAL LIMITED, UNITED KINGDOM

To consider and, if deemed fit, approve and authorize the Company to undertake international investments, acquisitions, strategic partnerships and business expansion through Zuma Global Limited, United Kingdom, a wholly-owned subsidiary of Zuma Resources Limited, and to pass the following resolution, with or without modification:

Proposed Special Resolution:

“RESOLVED THAT, subject to the provisions of the Companies Act, 2017, applicable regulations, foreign exchange regulations and all other applicable laws and regulatory approvals, the consent of the members of Zuma Resources Limited (the “Company”) be and is hereby accorded to utilize its wholly-owned subsidiary, Zuma Global Limited, United Kingdom (“Zuma Global”), as an international investment, acquisition and strategic business platform of the Company.

FURTHER RESOLVED THAT Zuma Global may identify, negotiate, acquire, invest in, subscribe to, purchase or otherwise obtain, directly or indirectly, shares, businesses, brands, intellectual property, digital assets, technology platforms, contractual rights, commercial undertakings or other assets and interests in companies and businesses situated in the United Kingdom or elsewhere internationally, where such transactions are considered commercially beneficial and aligned with the business objectives and growth strategy of Zuma Resources Limited.

FURTHER RESOLVED THAT, subject at all times to applicable laws, regulatory requirements and requisite approvals, Zuma Resources Limited may provide or arrange funds for such transactions through permissible modes including equity contribution, subscription of shares or other securities of Zuma Global, inter-company funding, advances, reimbursement of expenses, assignment or utilization of receivables, or direct payment or settlement of an acquisition consideration or other contractual obligation on behalf of Zuma Global.

FURTHER RESOLVED THAT Zuma Global may hold, manage, operate, restructure, develop, commercialize, transfer or otherwise deal with investments, subsidiaries, businesses, brands, intellectual property and other assets acquired pursuant to the foregoing authority, for the benefit and international expansion of the Zuma Resources group.

FURTHER RESOLVED THAT the Board of Directors of Zuma Resources Limited be and is hereby authorized to review and approve individual transactions and determine their commercial terms, structure and method of financing, subject to the monetary limits, approvals and other requirements prescribed under applicable law.

FURTHER RESOLVED THAT the Chief Executive Officer and/or any person authorized by the Board be and is hereby authorized, singly or jointly, to negotiate, finalize and execute agreements, term sheets, share purchase agreements, asset purchase agreements, subscription agreements, assignments, payment arrangements and all other documents; make applications to regulatory authorities; remit or arrange payments through permitted banking channels; and perform all acts, deeds and things necessary or incidental for giving effect to this resolution.”

Statement of Material Facts under Section 134(3) of the Companies Act, 2017

Zuma Resources Limited has established Zuma Global Limited in the United Kingdom as its wholly-owned subsidiary to facilitate the international expansion of the Group and to provide an appropriate corporate platform for overseas acquisitions, investments, strategic partnerships and commercial arrangements.

The Board believes that maintaining an international corporate platform will enhance the Company’s ability to identify and execute opportunities across global markets, particularly in technology, telecommunications, digital services, artificial intelligence and other businesses aligned with the Company’s strategic objectives.

The proposed authorization is intended to provide the Company and its wholly-owned subsidiary with the flexibility to structure international transactions efficiently, including through acquisition of companies, businesses, brands, technology platforms, intellectual property and other strategic assets.

Where commercially appropriate and legally permissible, consideration for such transactions may be funded or settled by Zuma Resources Limited directly or through Zuma Global Limited, including through equity contributions, permissible inter-company funding arrangements, utilization or assignment of receivables, or direct settlement with vendors or counterparties.

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Every transaction shall remain subject to the applicable provisions of the Companies Act, 2017, applicable SECP regulations, foreign exchange regulations, requirements of the Pakistan Stock Exchange and any other regulatory approvals that may be required.

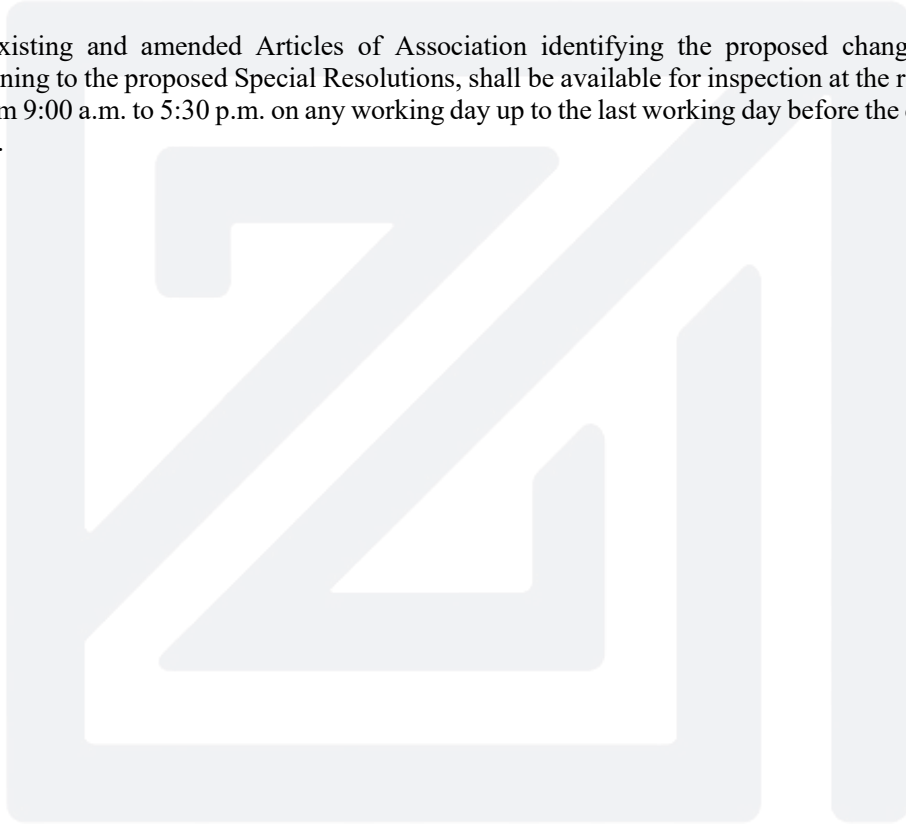
The Board considers the establishment and utilization of Zuma Global Limited as the Group's international investment and acquisition platform to be in the long-term strategic and commercial interests of Zuma Resources Limited and its shareholders.

Interest of Directors:

The Directors have no interest, directly or indirectly, in the proposed business except to the extent of their respective shareholding, if any, in Zuma Resources Limited and their positions as Directors/officers of the Company and/or its wholly-owned subsidiary.

Inspection:

Copies of the existing and amended Articles of Association identifying the proposed changes, together with documents pertaining to the proposed Special Resolutions, shall be available for inspection at the registered office of the Company from 9:00 a.m. to 5:30 p.m. on any working day up to the last working day before the date of the Annual General Meeting.



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FORM OF PROXY

The Company Secretary

Zuma Resources Limited

Building 90/50, 4th Floor, Block B, Broadway Commercial, Phase 08, DHA, Lahore

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

I/We _____ of _____ being a member(s) of Zuma Resources Limited holding _____ ordinary shares hereby appoint Mr./Mrs./Ms. _____ of _____ or failing him/her _____ of _____ as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Wednesday, October 28, 2026 at 05:30 p.m. at Building 90/50, 4th Floor, Block B, Broadway Commercial, Phase 08, DHA, Lahore, and at every adjournment thereof.

Signed this _____ day of _____ 2026.

1. Witness: Signature: _____ Name: _____ Address: _____ CNIC: _____	AFFIX REVENUE STAMP OF FIFTY RUPEES	Signature of Member/Proxy: _____ (Signature should agree with specimen signature registered with the Company.)
2. Witness: Signature: _____ Name: _____ Address: _____ CNIC: _____		

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BALLOT PAPER

Ballot paper for voting through post for the Special Business at the Annual General Meeting (AGM) of the Company to be held on Wednesday, October 28, 2026 at 05:30 p.m. at Building 90/50, 4th Floor, Block B, Broadway Commercial, Phase 08, DHA, Lahore.

Designated e-mail 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)	

INSTRUCTIONS FOR POLL

1. Please indicate your vote by ticking (✓) the relevant box.
 2. If both boxes are marked (✓), the poll shall be treated as “Rejected”.
- I/We hereby exercise my/our vote in respect of the following Special Resolutions through postal ballot by conveying my/our assent or dissent by placing a tick (✓) in the appropriate box against each resolution:

SPECIAL RESOLUTIONS

1. Agenda Item No. 3 - Amendment of Article No. 45 of the Articles of Association: To approve the Special Resolution set out in the Notice of AGM concerning the authority of the Board to determine the remuneration and compensation packages of Directors, including the Chairman, and related expenses.
2. Agenda Item No. 4 - Circulation of annual audited financial statements through QR-enabled code and web-link: To approve the Special Resolution set out in the Notice of AGM authorizing circulation of annual audited financial statements through QR-enabled code and web-link.
3. Agenda Item No. 5 - International acquisitions and investments through Zuma Global Limited, United Kingdom: To approve the Special Resolution set out in the Notice of AGM authorizing Zuma Global Limited to serve as the Group’s international investment, acquisition and strategic business platform and authorizing permissible funding, settlement and related arrangements by Zuma Resources Limited, subject to applicable laws, regulations and requisite approvals.

Sr. No.	Nature and Description of Resolution	FOR	AGAINST
1	Special Resolution - Agenda Item No. 3		
2	Special Resolution - Agenda Item No. 4		
3	Special Resolution - Agenda Item No. 5		

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

(In case of a corporate entity, please affix company stamp.)

Place: _____ Date: _____

NOTES:

- i. Duly filled postal ballot should be sent to the Chairman, Zuma Resources Limited, Building 90/50, 4th Floor, Block B, Broadway Commercial, Phase 08, DHA, Lahore. Designated e-mail address: chairman@zumaresources.ltd
- ii. Copy of CNIC/Passport (in case of a foreign shareholder) must be enclosed with the postal ballot form.

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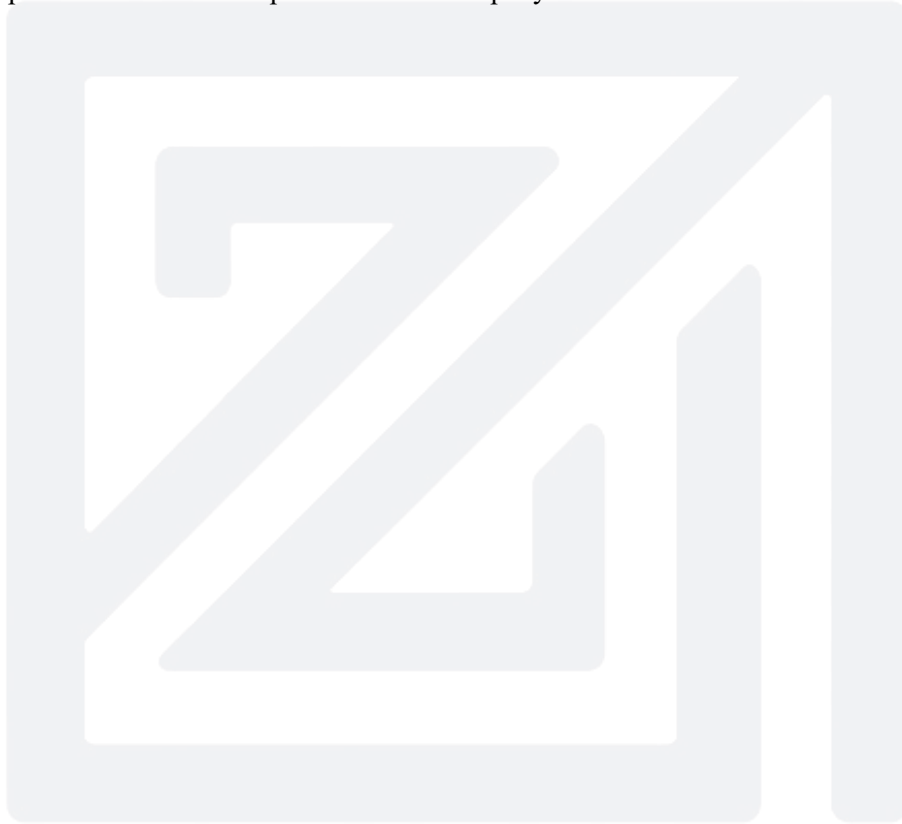
<https://zumaresources.ltd>

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- iii. Postal ballot forms should reach the Chairman of the meeting on or before October 27, 2026 during business hours (05:30 p.m. closing time). Any postal ballot received after this deadline will not be considered for voting.
- iv. Signature on the postal ballot should match the signature on CNIC/Passport.
- v. Incomplete, unsigned, incorrect, defaced, torn, mutilated or overwritten ballot papers will be rejected.
- vi. In case of a representative of a body corporate or corporation, the postal ballot must be accompanied by a copy of CNIC of the authorized person along with a duly attested copy of Board Resolution, Power of Attorney or Authorization Letter in accordance with Sections 138 or 139 of the Companies Act, 2017, as applicable. In case of a foreign body corporate, the relevant documents must be duly attested as required under applicable law.
- vii. The ballot paper form shall also be placed on the Company's website at www.zumaresources.ltd.



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