



**ASIA
INSURANCE**
COMPANY LTD

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Web: www.asiainsurance.com.pk
Asia House: 19 C/D, Block-L Gulberg-III,
Main Ferozpur Road, Lahore.

Date: 23 October 2026

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

Subject: Declaration / Intimation of Proposed Right Issue

Dear Sir,

In accordance with Sections 96 and 131 of the Securities Act, 2015, paragraph 5.6.1(a) of the Rule Book of the Pakistan Stock Exchange Limited and Regulation 3 of the Companies (Further Issue of Shares) Regulations, 2020, as amended from time to time, we hereby convey the following information:

The Board of Directors of Asia Insurance Company Limited (the "Company"), at its meeting held on 23 October 2026, considered and approved in principle the proposed increase in the paid-up share capital of the Company by issuance of 26,991,757 (Twenty-Six Million Nine Hundred Ninety-One Thousand Seven Hundred and Fifty-Seven) ordinary shares of face value PKR 10/- (Pak Rupees Ten only) each, to be offered to the existing members of the Company by way of a right issue, in proportion to their existing shareholdings, at a price of PKR 10/- per share, aggregating to PKR 269,917,570/- (Pak Rupees Two Hundred and Sixty-Nine Million Nine Hundred Seventeen Thousand Five Hundred and Seventy only).

The proposed entitlement is approximately one (1) right share for every 2.70 ordinary shares held, representing approximately 36.97% of the existing paid-up share capital of the Company. The final entitlement ratio and fractional entitlement treatment shall be determined and stated in the Offer Letter in accordance with applicable law and the relevant book-closure / entitlement arrangements.

The proposed Rights Issue is intended to increase the Company's paid-up share capital from approximately PKR 730.08 million to PKR 1,000 million, in line with the minimum paid-up capital requirement applicable to non-life insurers under Rule 11 of the Insurance Rules, 2017, as amended by S.R.O. 310(I)/2025 dated 3 March 2025.

The dates for closure of the share transfer books / book closure, dispatch and trading of Letters of Right, subscription period and other related dates shall be communicated after finalization of the Offer Letter / Offer Document and completion of the applicable regulatory and exchange processes.

The following documents are enclosed:

1. Statement containing the quantum and size of the Rights Issue, issue price, purpose, utilization of proceeds, benefits, risks and minimum subscription / other relevant disclosures (Annexure A).
2. Certified true copy of the extracts of the resolutions passed by the Board of Directors of the Company at its meeting held on 23 October 2026 (Annexure B).
3. Draft notice of the Rights Issue and book closure for circulation / publication to shareholders, with dates to be inserted after finalization (Annexure C).

You are requested to kindly take the above information on record and inform the TRE Certificate Holders of the Exchange accordingly.

Yours faithfully,


Shazia Hafeez
Company Secretary
Asia Insurance Company Limited

Copy to:

1. The Commissioner,
Corporate Supervision Department
Securities and Exchange Commission of Pakistan,
Islamabad.
2. The Director
Surveillance, Supervision Enforcement
SMD
Securities and Exchange Commission of Pakistan,
Islamabad.



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ANNEXURE A

ASIA INSURANCE COMPANY LIMITED

Statement pertaining to Quantum of Issue, Issue Size, Issue Price, Purpose, Utilization of Proceeds, Benefits, Risk Factors and Minimum Subscription / Other Relevant Disclosures under the Companies (Further Issue of Shares) Regulations, 2020

(a) Quantum of the Rights Issue

The quantum of the proposed Rights Issue is approximately 36.97% of the existing paid-up share capital of the Company. The Company proposes to offer approximately one (1) right share for every 2.70 ordinary shares held by members immediately prior to the relevant entitlement date / close of the share transfer books, subject to finalization of the entitlement ratio, treatment of fractional entitlements and the terms of the Offer Letter.

(b) Rights Issue Size

The Company shall issue 26,991,757 (Twenty-Six Million Nine Hundred Ninety-One Thousand Seven Hundred and Fifty-Seven) ordinary shares, at a price of PKR 10/- per share, aggregating to PKR 269,917,570/- (Pak Rupees Two Hundred and Sixty-Nine Million Nine Hundred Seventeen Thousand Five Hundred and Seventy only).

(c) Rights Issue Price per Share

PKR 10/- (Pak Rupees Ten only) per ordinary share, being the face value of each share.

(d) Purpose of the Issue

The proposed Rights Issue at face value of PKR 10/- per share is intended to increase the Company's paid-up share capital from approximately PKR 730.08 million to PKR 1,000 million, in line with the minimum paid-up capital requirement applicable to non-life insurers under Rule 11 of the Insurance Rules, 2017, as amended by S.R.O. 310(I)/2025 dated 3 March 2025.

(e) Utilization of the Proceeds of the Issue

The Rights Issue aims to strengthen the Company's capital base and working capital to support future growth, enhance profitability and ensure compliance with regulatory paid-up capital requirements. The increased capital is expected to support expansion of the investment portfolio for higher investment income and sustainable earnings. It will also support the Company's strategic objectives by assisting it in seeking improved reinsurance terms, increasing underwriting capacity and risk retention, and strengthening solvency and financial standing, subject to applicable regulatory requirements, thereby helping maintain stakeholder confidence. The proceeds shall be utilized for the stated purposes and their deployment shall be monitored by the Company.

(f) Benefits of the Issue to the Company and its Shareholders

The proposed Rights Issue will enable the Company to increase its paid-up share capital from approximately PKR 730.08 million to PKR 1,000 million, supporting compliance with the applicable minimum capital requirements for insurance companies. The additional capital will strengthen the Company's equity base, support future business growth and may contribute to strengthening its solvency position, subject to applicable regulatory requirements.

The Rights Issue will provide existing shareholders an opportunity to subscribe for additional shares in proportion to their existing shareholdings and maintain their ownership percentages by exercising their full entitlements. It will also provide them an opportunity to participate in the Company's future growth while raising additional capital without creating the interest or repayment obligations associated with debt financing.

(g) Risks, if any, associated with the Issue to which the Company and/or its Members are Exposed

Risk of under-subscription

There is a risk that some shareholders may not subscribe for all or part of their entitlements, resulting in the Rights Issue not being fully subscribed. This risk will be addressed through timely communication with shareholders and compliance with applicable minimum subscription, underwriting and other legal and regulatory requirements. Any arrangements for unsubscribed shares shall be made only in accordance with applicable law and the final terms approved for the Rights Issue.

Risk relating to utilization of proceeds

If the proceeds are not utilized efficiently or anticipated business growth does not materialize, the expected improvement in financial performance may not be achieved. The Company will utilize the proceeds for the stated purposes and monitor their deployment.

Risk of impact on per-share financial indicators

The increase in the number of outstanding shares may affect earnings per share, break-up value per share and other per-share financial indicators. The actual impact will depend on the Company's financial performance and the number of shares issued and subscribed.

Regulatory and execution risk

Delays in obtaining any necessary approvals / clearances, finalizing the Offer Letter, completing the offer process or fulfilling applicable legal and regulatory requirements may affect the timing or completion of the Rights Issue. The Company will take steps to comply with the applicable legal, regulatory and stock-exchange requirements.

(h) Justification for Issue of Shares at Premium

Not applicable. The Rights Issue is proposed to be made at PKR 10/- per share, being the face value of the ordinary shares, and no premium is proposed to be charged.

(i) Minimum Subscription Amount

NA

(j) provision of ASBA facility (optional);

NA

[(k) justification for issuing different kind and class of shares, if applicable.] AND

NA






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ANNEXURE B

ASIA INSURANCE COMPANY LIMITED

Extract of the Resolutions passed by the Board of Directors at its meeting held on 23 October 2026

The Board of Directors considered the proposal to issue further share capital by way of a Rights Issue. The Board noted that the proposed issue is intended, inter alia, to increase the Company's paid-up share capital to approximately PKR 1,000 million in order to meet the applicable minimum paid-up capital requirement for non-life insurers. The Board further noted that the Rights Issue shall be undertaken subject to the Companies Act, 2017, the Companies (Further Issue of Shares) Regulations, 2020, as amended, the Securities Act, 2015, the PSX Rule Book and all other applicable laws and regulatory requirements.

Accordingly following Resolutions were passed by the Board of the Directors:

RESOLVED THAT subject to compliance with the Companies Act, 2017, the Companies (Further Issue of Shares) Regulations, 2020, as amended, the Securities Act, 2015, the PSX Rule Book and all other applicable laws, rules, regulations, approvals and clearances, the Company be and is hereby authorized to issue 26,991,757 (Twenty-Six Million Nine Hundred Ninety-One Thousand Seven Hundred and Fifty-Seven) ordinary shares of PKR 10/- (Pak Rupees Ten only) each, at an issue price of PKR 10/- per share, aggregating to PKR 269,917,570/- (Pak Rupees Two Hundred and Sixty-Nine Million Nine Hundred Seventeen Thousand Five Hundred and Seventy only), by way of a rights issue to the members of the Company in proportion to their existing shareholdings, on the terms to be set out in the final Offer Letter / Offer Document (the "Rights Issue")."

FURTHER RESOLVED THAT the proposed Rights Issue is intended to increase the Company's paid-up share capital from approximately PKR 730.08 million to PKR 1,000 million, in line with the minimum paid-up capital requirement applicable to non-life insurers under Rule 11 of the Insurance Rules, 2017, as amended by S.R.O. 310(I)/2025 dated 3 March 2025."

FURTHER RESOLVED THAT the disclosure statement setting out the quantum and size of the Rights Issue, issue price, purpose, utilization of proceeds, benefits to the Company and its shareholders, risk factors and other applicable disclosures, as set out in **Annexure A** placed before the Board, be and is hereby approved, subject to such amendments as may be required under applicable laws and regulations and by the relevant regulatory authorities

FURTHER RESOLVED THAT the draft offer document / letter of offer presented to the Board of Directors be and is hereby approved, subject to the revision / finalization thereof by the authorized representative(s) of the Company, including but not limited to taking into account any comments / observations received from the Securities and Exchange Commission of Pakistan (“SECP”) and/or the Pakistan Stock Exchange Limited (“PSX”) as may be deemed fit by the authorized representative(s), which final document shall be deemed to be approved. While the draft offer letter / document shall be placed on the PSX’s and Company’s respective websites, public comments on the same shall not be required to be solicited.

FURTHER RESOLVED THAT the letter of offer, as prescribed under Section 83(2) of the Companies Act, 2017, shall be issued / signed by any 2 (two) directors of the Company in compliance with the applicable laws.

FURTHER RESOLVED THAT all fractional entitlements, if any, will be consolidated in the name of the Company Secretary, as an agent (*under trust*), and unpaid letters of right in respect thereof shall be sold on the PSX, the net proceeds from which sale, once realized, shall be distributed / paid to the entitled shareholders in proportion to their respective entitlements as per the Regulations.

FURTHER RESOLVED THAT any unsubscribed shares may be offered and allotted (upon subscription thereof) to such persons as the directors may deem fit in accordance with Section 83(1)(a)(iv) of the Companies Act, 2017, including the sponsors / substantial shareholders, directors, or associated undertakings of the Company or any third party, before calling upon the underwriters to subscribe to any unsubscribed shares.

FURTHER RESOLVED THAT the Company be and is hereby authorized to close its share transfer books to determine entitlements of the shareholders of the Company with respect to the Rights Issue, as per applicable laws.

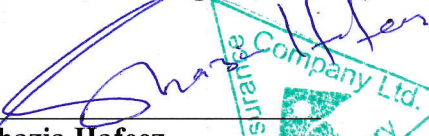
FURTHER RESOLVED THAT the Chief Executive Officer, the Chief Financial Officer and the Company Secretary, jointly and/or severally, be and are hereby authorized, on behalf of the Company, to do the following:

- (i) appoint / negotiate with consultants / advisors / auditors / underwriter(s) and bankers to the Rights Issue, including finalizing terms and conditions and signing the underwriting agreement(s), other documents and settling / finalizing fees, underwriting commission, take-up commission and third-party expenses and/or any other expenses relating to the Rights Issue;

- (ii) to finalize and submit the draft letter of offer / offer document with the SECP / PSX, along with other requisite documents, and revise the same as may be deemed fit, including based on the comments / observations of the SECP / PSX;
- (iii) to prepare the schedule for issue of right shares including date of payment, and to make any amendment in the said schedule, appointment of banker(s) to the issue, announce (and amend) book closure dates, and to take all necessary actions, in respect of the Rights Issue and ancillary matters thereto, as required by the SECP, PSX, Central Depository Company of Pakistan Limited ("CDC") (including, but not limited to, induction of the offer for right shares in the Central Depository System of the CDC) or any other authority / body;
- (iv) to determine the entitlements of the shareholders of the Company with respect to the Rights Issue;
- (v) to open, maintain, operate and close bank accounts for the purpose of amounts received from subscription of right shares;
- (vi) to apply to CDC for the eligibility and to attend to any other matters pertaining to the CDC, including the signing of all documents in relation thereto;
- (vii) to credit right shares, once allotted by the Board, and file returns / documents as required by SECP / PSX / CDC along with the auditor's certificates; and
- (viii) to take all other necessary steps, and do all other acts, deeds and things, to prepare / finalize the offer letter, circular and schedule for issue of right shares and any other documents and to make any amendment in the said documents and schedule and to take all necessary action as may be required in this regard including execution of any documents and agreements or any ancillary or incidental actions to give effect to the above resolutions.

FURTHER RESOLVED THAT the dates for book closure, entitlement, dispatch / credit and trading of Letters of Right, subscription period, allotment and credit of shares, and all related matters, be finalized by the authorized officers in accordance with applicable law and regulatory / exchange requirements and be notified to the shareholders and relevant authorities in due course.

Certified that the above mentioned is a true and valid extract from the meeting of the Board of Directors of Asia Insurance Company Limited held at the Registered Office (19, C/D, Block L, Gulberg III, Lahore) of the Company on 23 October 2026.

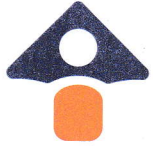

Shazia Hafeez

Company Secretary

Asia Insurance Company Limited

Dated: 23 October 2026





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ANNEXURE C

ASIA INSURANCE COMPANY LIMITED

DRAFT NOTICE OF RIGHTS ISSUE AND BOOK CLOSURE

NOTICE is hereby given that the Board of Directors of Asia Insurance Company Limited (the "Company"), at its meeting held on 23 October 2026, approved the proposed issuance of 26,991,757 ordinary shares of PKR 10/- each at par, aggregating to PKR 269,917,570/-, by way of a Rights Issue to the existing shareholders of the Company, subject to the terms of the final Offer Letter / Offer Document and applicable legal and regulatory requirements.

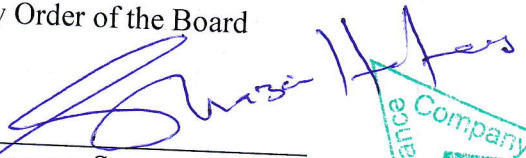
The proposed Rights Issue is intended to increase the Company's paid-up share capital from approximately PKR 730.08 million to PKR 1,000 million, in line with the minimum paid-up capital requirement applicable to non-life insurers under Rule 11 of the Insurance Rules, 2017, as amended by S.R.O. 310(I)/2025 dated 3 March 2025.

The proposed entitlement is approximately one (1) right share for every 2.70 ordinary shares held. The final entitlement ratio, book-closure period, record / entitlement date, subscription period, payment instructions, treatment of fractional entitlements and other terms shall be as specified in the final Offer Letter / Offer Document.

The Register of Members and Share Transfer Books of the Company will remain closed from [●] to [●] (both days inclusive) for the purpose of determining the shareholders entitled to receive the Letters of Right in respect of the proposed Rights Issue.

Shareholders are advised to refer to the final Offer Letter / Offer Document for complete details, eligibility, procedures, dates and terms and conditions of the Rights Issue. The final schedule will be announced in accordance with applicable law and the requirements of the Pakistan Stock Exchange Limited and other relevant authorities.

By Order of the Board



Company Secretary
Asia Insurance Company Limited



Date: [●]

Registered Office: 19 C/D, Block L, Gulberg III, Lahore

Note: This notice is a draft and must be updated with the final book-closure and offer timetable, and checked against the approved Offer Letter / Offer Document before publication.