



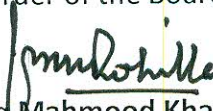
**PREMIER INSURANCE LIMITED
NOTICE OF ANNUAL GENERAL MEETING**

NOTICE IS HEREBY GIVEN THAT the 71st Annual General Meeting (“AGM”) of PREMIER INSURANCE LIMITED (“Company”) will be held on April, 27, 2023, at 10:00 am at Registered Office, 5th Floor, State Life Building No. 2A, Wallace Road, Karachi as well as through Video link facility to transact the following business: -

Ordinary Business

1. To confirm minutes of the last Annual General Meeting of the Company held on April 28, 2022;
2. To receive, consider and adopt the audited financial statements of the Company for the year ended December 31, 2022, together with the reports of the Directors’ and Auditors’ thereon.
3. To appoint Auditors and fix their remuneration. The members are hereby given notice that the Audit Committee and the Board of Directors have recommended the name of M/s. BDO Ebrahim & Co, Chartered Accountants for appointment as auditors of the Company for the year ending December 31, 2023.

By Order of the Board


Farid Mahmood Khan Rohilla
Company Secretary



Karachi: April 06, 2023

Notes:

AGM by Video-link facility

The Company has made arrangements for the shareholders to attend AGM through electronic means.

Those shareholders who are planning to attend the AGM physically, shall be required to provide evidence of being fully vaccinated to comply with the directions of the Government.

The members and their proxies who wish to attend the AGM are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides)/passport, attested copy of board resolution / power of attorney (in case of corporateshareholders) at email company.secretary@pil.com.pk at least two working days before the AGM.

Name of member	CNIC No.	CDC Account No/Folio No.	Cell Number.	Email address

The members who are registered after the necessary verification shall be provided a video link by the Company on the email address they provided to the Company for this purpose. The Login facility will remain open from the start of the meeting till its proceedings are concluded.

Closure of Share Transfer Books

The Members Register of the Company shall remain closed from **April 20, 2023 to April 27, 2023**(both days inclusive). Transfers received in order at our Registrar, FAMCO Associates (Pvt) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi, Pakistan by the close of business on **April 19, 2023** will be treated in time for the purpose of attending, speaking and voting at the AGM.

Participation in the Annual General Meeting

A member eligible to attend and vote at this meeting may appoint another member as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company at the Registered Office not later than 48 hours before the time of holding the meeting. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form. A proxy must be a member of the Company. The proxy forms in English and Urdu languages are annexed to the notice sent to the members. In case of corporate entity, the



Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be submitted along with copy of CNIC of the representative.

Placement of Documents on Company's Website

The Company has placed a copy of the Notice of AGM, Annual Financial Statements for the year ended December 31, 2022 along with Auditors and Directors Reports thereon and Chairman's Review on the website of the Company: www.pil.com.pk

Electronic Transmission of Financial Statements

Pursuant to Notification vide SRO 787 (I) / 2014 dated September 08, 2014, the Securities and Exchange Commission of Pakistan (SECP) has directed all companies to facilitate their members receiving annual financial statements and notice of annual general meeting through electronic mail system (E-mail). The Company is pleased to offer this facility to our valued members who desire to receive annual financial statements and notices through email in future. In this regards, those members who wish to avail this facility are hereby requested to convey their consent via email on a standard request form which is available at the Company's website.

The Company will send the financial statements in hard copy to the shareholders, at their registered addresses, free of cost, within one week, if a request has been made by a member on the standard request form available on the website of the Company.

Please ensure that your email account has sufficient rights and space available to receive such email which may be greater than 1 MB in size. Further, it is the responsibility of member(s) to timely update the share registrar of any change in his (her / its / their) registered email address at the address of Company's Registrar in case of physical folio or with their Participants / brokers or CDC Investor Account Services, where their shares are held in electronic form.

Deposit of Physical Shares into CDC Accounts

As per section 72 of the Companies Act, 2017 every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act. The shareholder having physical shareholding may open CDC sub-account with any of the brokers or investor account directly with CDC to place their physical shares into scrip less form, this will facilitate them in many ways including safe custody and sale of shares, anytime they want as the trading of physical shares is not permitted as per existing regulations of the stock exchange.

Dividend, Electronic Credit Mandate (Mandatory)

Pursuant to the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed Company to pay cash dividend to its shareholders only through electronic mode by making direct remittance into their respective bank account designated by the entitled shareholder(s) ("the bank account"). Therefore, in order to receive dividends directly into their bank account, shareholders



holding shares in physical form are requested to fill in “Electronic Credit Mandate Form” available on Company’s website i.e. www.pil.com.pk and send the completed form along with a copy of a valid CNIC or provide the following information to the registrar of the Company M/s. FAMCO Associates (Private) Limited, 8-F, Near Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi.

Folio Number: _____
Name of Shareholder: _____
Title of the Bank Account: _____
Email address: _____
International Bank Account (IBAN) (24 digits): _____
Name of Bank: _____
Name of Bank Branch and Address: _____
Cellular Number of Shareholder: _____
Landline Number of Shareholder: _____
CNIC/NTN Number: _____ (in case of corporate shareholder) (Attach Copy)
Signature of Member

In case shares are held in CDC then Electronic Credit Mandate Form must be submitted directly to shareholder’s broker/participant/CDC account services. No further action is required if IBAN is already been incorporated/updated in the CDC account or physical folio of the shareholder.

UNCLAIMED DIVIDEND / SHARES U/S 244 OF THE COMPANIES ACT, 2017:

An updated list for unclaimed dividend/shares of the Company is available on the Company’s website www.pil.com.pk. These are unclaimed dividend/shares which have remained unclaimed or unpaid for a period of three years from the date these have become due and payable.

Claims can be lodged by shareholders on Claim Forms as are available on the Company’s website. Claim Forms must be submitted to the Company’s Shares Registrar for receipt of dividend/shares.

Email and Contact Details (Mandatory)

Members are requested to have their updated email and cell number incorporated in their physical folio with the Share Registrar of the Company and with their Participant or Broker / CDC Investor Account Services where their shares are held in electronic form.

Change of Address

Shareholders are requested to notify our Registrar immediately of any change in their addresses.



Zakat Exemption

In order to claim exemption from compulsory deduction of Zakat, shareholders are requested to submit a notarised copy of Zakat Declaration Form "CZ-50" on NJSP of Rs.50/- to the Share Registrar, M/s. FAMCO Associates (Private) Limited, of the Company. In case shares are held in scripless form such Zakat Declaration Form (CZ -50) must be uploaded in the CDC account of the shareholder, through their participant / Investor Account Services. Further, Non-Muslim shareholders are also required to file Solemn Affirmation (available on <https://famco.com.pk/share-registration-service/>) with the Share Registrar of the Company in case of shares are held in physical certificates or with CDC Participant / Investor Account Services in case shares are in scripless form. No exemption from deduction of zakat will be allowed from future dividends, unless the above documents are complete in all respects have been made available as above.

UPDATE UNDER THE COMPANIES (INVESTMENT IN ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKING) REGULATION 2017.

The Company had already invested Rs 10.11 million in 4.68 million Modaraba Certificates of First Equity Modaraba. On June 28, 2021, the shareholders approved a further investment of Rs 20 million in First Equity Modaraba. However, the same could not be materialized yet because the scrip did not reach the desirable rate.

