

October 20, 2023

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

Subject: Election of Directors / Ballot Paper for Special Businesses to be transacted at the 19th Annual General Meeting of Arif Habib Limited

Dear Sir,

This is in connection with election of directors and special businesses to be conducted at 19th Annual General Meeting of the Shareholders of Arif Habib Limited (Company) to be held on Saturday, October 28, 2023 at 02:00 p.m.

Election of Directors

In pursuance of section 159 (4) of the Companies Act, 2017, the shareholders of the Arif Habib Limited (“Company”) are hereby notified that the following persons have filed with the Company, notices of their intention to offer themselves to contest the Election of Directors at the 19th Annual General Meeting of the Company scheduled to be held on Saturday, October 28, 2023 at 02:00 p.m. PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means.

- | | |
|------------------------------|---------------------------------|
| 1) Mr. Zafar Alam | (Independent Director Category) |
| 2) Mr. Muhammad Sohail Salat | (Independent Director Category) |
| 3) Mr. Muhammad Shahid Ali | (Other Directors Category) |
| 4) Mr. Muhammad Haroon | (Other Directors Category) |
| 5) Mr. Mohsin Madni | (Other Directors Category) |
| 6) Ms. Sharmin Shahid | (Female Director Category) |
| 7) Ms. Nida Ahsan | (Female Director Category) |

The profiles of the above-mentioned persons have been placed on the website of the Company www.arifhabibltd.com. The Independent Directors have been selected on the basis of their experience, competencies, diversity, skills and knowledge in compliance with the requirements of Section 166 of the Companies Act, 2017 and the regulations issued thereunder.

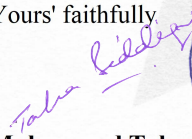

Since the number of persons who have offered themselves for election, equals to the number fixed by the board in terms of section 159 (1) of the Companies Act, 2017, the above named (07) candidates shall be deemed to have been elected as directors of the Company at the aforesaid Annual General Meeting for the next term of three years.

Further, the above information will be communicated to shareholders and shall also be published in ‘The Nation’ in English language and in ‘Nawa-e-Waqt’ in Urdu translation on issues dated October 21, 2023 of respective newspapers as attached.

Ballot Paper for voting through postal ballot

In accordance with the requirements of Companies (Postal Ballot) Regulations, 2018, for voting through postal ballot in relation to transactions specified as special businesses in the Notice of Annual General Meeting of the Company, ballot Paper as attached is also being made available for download from the website of the Company at www.arifhabibltd.com and shall also be published in ‘The Nation’ in English language and in ‘Nawa-e-Waqt’ in Urdu translation on issues dated October 21, 2023 of respective newspapers.

Yours' faithfully



Muhammad Taha Siddiqui
Company Secretary



ARIF HABIB LIMITED

ELECTION OF DIRECTORS

In pursuance of section 159 (4) of the Companies Act, 2017, the shareholders of the Arif Habib Limited ("Company") are hereby notified that the following persons have filed with the Company, notices of their intention to offer themselves to contest the Election of Directors at the 19th Annual General Meeting of the Company scheduled to be held on Saturday, October 28, 2023 at 02:00 p.m. PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means.

- 1) Mr. Zafar Alam (Independent Director Category)
- 2) Mr. Muhammad Sohail Salat (Independent Director Category)
- 3) Mr. Muhammad Shahid Ali (Other Directors Category)
- 4) Mr. Muhammad Haroon (Other Directors Category)
- 5) Mr. Mohsin Madni (Other Directors Category)
- 6) Ms. Sharmin Shahid (Female Director Category)
- 7) Ms. Nida Ahsan (Female Director Category)

The profiles of the above-mentioned persons have been placed on the website of the Company www.arifhabib.com. The Independent Directors have been selected on the basis of their experience, competencies, diversity, skills and knowledge in compliance with the requirements of Section 166 of the Companies Act, 2017 and the regulations issued there under. Since the number of persons who have offered themselves for election, equals to the number fixed by the board in terms of section 159 (1) of the Companies Act, 2017, the above named (07) candidates shall be deemed to have been elected as directors of the Company at the aforesaid Annual General Meeting for the next term of three years.

By order of the Board
Muhammad Taha Siddiqui
 Company Secretary

Karachi
Saturday, October 21, 2023

ARIF HABIB LIMITED

ARIF HABIB LIMITED BALLOT PAPER FOR VOTING THROUGH POST

For the Special Business at the Annual General Meeting to be held on Saturday, October 28, 2023 at 02:00 p.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means. Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman.generalmeeting@arifhabib.com

Name of shareholder/joint shareholder(s)/Proxy Holder(s)
Registered Address:
Folio /CDC Participant / Investor ID with sub-account No.
Number of shares held CNIC / Passport No. (in case of foreigner) (copy to be attached)
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)
Name of Authorized Signatory:
CNIC / Passport No. (in case of foreigner) of Authorized Signatory – (copy to be attached)

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (T) mark in the appropriate box below:

Sr. No.	Nature of Description of resolutions	No. of ordinary shares for which votes cast	I/we assent to the Resolutions (FOR)	I/we dissent to the Resolutions (AGAINST)																														
1	<p>Agenda Item No. 6: To authorize the Board of Directors of the Company to approve those transactions with related parties (if executed) during the financial year ending June 30, 2024 which require approval of shareholders us 207 and us 208 of the Companies Act, 2017, by passing the following special resolution with or without modification: "RESOLVED THAT the transactions / arrangements / agreements / balances with related parties as disclosed in the audited financial statements for the year ended June 30, 2024 be and are hereby approved." "FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties on case to case basis for the financial year ending June 30, 2024." "FURTHER RESOLVED THAT the transactions approved by the Board shall be deemed to have been approved by the shareholders us 207 and / or us 208 of the Companies Act, 2017 (if triggered) and shall be placed before the shareholders in the Annual General Meeting for their formal ratification/approval us 207 and / or 208 of the Companies Act, 2017 (if required)."</p>																																	
2	<p>Agenda Item No. 7: To consider and if deemed fit, pass the following Special Resolutions with or without modification(s): Investment in Associated Companies & Associated Undertakings: "FURTHER RESOLVED THAT the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 for renewal of the following equity investments limit, subject to the terms and conditions as mentioned in Annexure - C of Statement under Section 134(3), up to unutilized portion of for which approval had been sought in previous general meeting(s), in associated companies and associated undertakings as mentioned in the annexed statement under Section 134(3)." "FURTHER RESOLVED THAT the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 for renewal of following sanctioned limits of loans and advances, subject to the terms and conditions as mentioned in Annexure - C of Statement under Section 134(3), for which approval has been sought in previous general meeting, in associated companies and associated undertakings as mentioned in the annexed statement under Section 134(3) whereas the renewal of limits will be in the nature of running finance for a period of one year and shall be renewable in next general meeting(s) for further period(s) of one year." "FURTHER RESOLVED THAT the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, fresh limit of investment amounting to Rs. 3,000 Million be allocated for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd, subject to the terms and conditions as mentioned in Annexure - D of Statement under Section 134(3), to be utilized in any form / nature of investment including equity, loans, advances, running finance, guarantees, indemnity, pledge of shares etc., valid for a period up to next annual general meeting, which shall be renewable thereon for further period(s) as specified. The subject investments approval is being sought for the sake of good corporate governance."</p>																																	
	<table border="1"> <thead> <tr> <th rowspan="2">Name of Companies/ Undertakings</th> <th colspan="2">Amount in Million</th> <th rowspan="2">Proposed Fresh Investment/ Equity Limit/ Advance/ Guarantee</th> </tr> <tr> <th>Renewal Resolutions</th> <th>Equity</th> </tr> </thead> <tbody> <tr> <td>1 Salween Concrete Products Limited</td> <td>156</td> <td>250</td> <td>-</td> </tr> <tr> <td>2 Arif Habib Corporation Limited</td> <td>-</td> <td>1,000</td> <td>-</td> </tr> <tr> <td>3 Amer Cement Limited</td> <td>675</td> <td>1,000</td> <td>-</td> </tr> <tr> <td>4 Akhu Steel Mills Limited</td> <td>569</td> <td>1,000</td> <td>-</td> </tr> <tr> <td>5 Azeeder Corporation Limited</td> <td>569</td> <td>1,000</td> <td>-</td> </tr> <tr> <td>6 REIT Schemes management of Arif Habib Dolmen REIT Management Limited</td> <td>-</td> <td>-</td> <td>3,000</td> </tr> </tbody> </table>	Name of Companies/ Undertakings	Amount in Million		Proposed Fresh Investment/ Equity Limit/ Advance/ Guarantee	Renewal Resolutions	Equity	1 Salween Concrete Products Limited	156	250	-	2 Arif Habib Corporation Limited	-	1,000	-	3 Amer Cement Limited	675	1,000	-	4 Akhu Steel Mills Limited	569	1,000	-	5 Azeeder Corporation Limited	569	1,000	-	6 REIT Schemes management of Arif Habib Dolmen REIT Management Limited	-	-	3,000			
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	<p>"FURTHER RESOLVED THAT the Chief Executive and/or the Company Secretary be and are hereby authorized be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto."</p>																																	
3	<p>Agenda Item No. 8: To approve circulation of the Annual Audited Financial Statements (including Balance Sheet, Profit and Loss Account, Auditor's Report, Director's Report and other reports contained therein) to Members of the Company through QR enabled code and weblink, by passing the following ordinary resolution with or without modification: "RESOLVED THAT as allowed by the Securities and Exchange Commission of Pakistan vide S.R.O. 389(I)/2023 dated March 21, 2023, circulation of Annual Audited Financial Statements of the Company to Members through QR enabled code and weblink instead of CD/DVD/USB be and is hereby approved."</p>																																	

- NOTES:**
1. Duly filled postal ballot should be sent to the Chairman of Arif Habib Limited at Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan or (Email: chairman.generalmeeting@arifhabib.com).
 2. Copy of CNIC/ Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
 3. Postal ballot forms should reach the Chairman within business hours by or before Friday, October 27, 2023. Any postal ballot received after this date, will not be considered for voting.
 4. Signature on postal ballot should match with signature on CNIC/ Passport No. (in case of foreigner).
 5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
 6. This postal Paper is also available for download from the website of Arif Habib Limited at <https://arifhabib.com/downloads/elections/ballot-paper-2023.pdf>. Shareholders may download the ballot paper from website or use the same ballot paper published in newspapers.

Signature of shareholder(s)/ Proxy Holder(s)/Authorized Signatory
 (in case of corporate entity, please affix company stamp)
 Place: _____
 Date: _____



ARIF HABIB LIMITED

ڈائریکٹرز کا انتخاب

کمپنی ایکٹ برسر 2017 کی دفعہ (4) 159 کے تحت مارف صوبہ ایچ آر (پبلیک) کے مندرجہ ذیل نو منتخب کیا گیا ہے۔ 28 اکتوبر 2023ء کو ہونے والے 28 اکتوبر 2023ء کو ہونے والے 02:00 بجے PSX پر ایک ایسٹیکٹ بلڈنگ آفیس، روڈ کارپوریٹ کے ساتھ ایچ آر کے دفتر سے مندرجہ ذیل نو منتخب ہونے والے 19 ممبروں کے ناموں پر ایک قرارداد منعقد ہوئی۔

- (1) جناب عبدالملک
- (2) جناب محمد اسحاق
- (3) جناب محمد شکیل
- (4) جناب محمد یونس
- (5) جناب محمد سعید
- (6) جناب محمد شہزاد
- (7) جناب محمد سعید

نو منتخب ہونے والے افراد کی پروفائیل کی ویب سائٹ www.arifhabib.com پر اپنا نام لکھ کر دی گئی ہے۔ آئیڈیٹرز کے ذریعے ان کے انتخاب کے لیے حتمی فیصلہ کیا جائے گا۔

محمد سعید
محمد سعید

کراچی
بندر موری 21 اکتوبر 2023ء

ARIF HABIB LIMITED

ڈاکٹر ذہیب ویشنگ کے لیے بلڈنگ

عارف ذہیب ویشنگ

28 اکتوبر 2023ء کو ہونے والے 02:00 بجے PSX پر ایک ایسٹیکٹ بلڈنگ آفیس، روڈ کارپوریٹ کے ساتھ ایچ آر کے دفتر سے مندرجہ ذیل نو منتخب ہونے والے 19 ممبروں کے ناموں پر ایک قرارداد منعقد ہوئی۔

نام	ذہیب ویشنگ
پتہ	...
تعلقہ	...
ضلع	...
پوسٹل کوڈ	...
موبائل نمبر	...
ای میل ایڈریس	...
ذہیب ویشنگ کے لیے بلڈنگ	...

ممبران کی فہرست کے ساتھ ساتھ ان کے انتخاب کے لیے حتمی فیصلہ کیا جائے گا۔

نمبر	نام	تعلقہ	پتہ
1	ذہیب ویشنگ

1. ذہیب ویشنگ کے لیے بلڈنگ کے بارے میں 2023ء میں ایچ آر کے مندرجہ ذیل نو منتخب ہونے والے 19 ممبروں کے ناموں پر ایک قرارداد منعقد ہوئی۔

2. ذہیب ویشنگ کے لیے بلڈنگ کے بارے میں 2023ء میں ایچ آر کے مندرجہ ذیل نو منتخب ہونے والے 19 ممبروں کے ناموں پر ایک قرارداد منعقد ہوئی۔

نمبر	نام	تعلقہ	پتہ
1	ذہیب ویشنگ

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3. ذہیب ویشنگ کے لیے بلڈنگ کے بارے میں 2023ء میں ایچ آر کے مندرجہ ذیل نو منتخب ہونے والے 19 ممبروں کے ناموں پر ایک قرارداد منعقد ہوئی۔

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