

INFRA ZAMIN PAKISTAN LIMITED
NOTICE OF THE FIRST ANNUAL GENERAL MEETING

Notice is hereby given that the First Annual General Meeting (“AGM”) of the shareholders of Infra Zamin Pakistan Limited (“Company”) will be held on Monday, February 15, 2021 at 12:00 pm Pakistan Standard Time through video link from the Company’s head office at 1-E, Ali Plaza, Mezzanine Floor, Nazimuddin Road, Blue Area, Islamabad, to transact the following business:

Ordinary Business:

1. To appoint the auditors of the Company to hold office from this AGM till the conclusion of the next AGM and fix their remuneration. Messrs. A.F. Ferguson & Co. (PWC) are eligible to offer themselves for re-appointment as auditors and the Board has vide Board Resolution dated December 18, 2020 recommended Messrs. A.F. Ferguson & Co. (PWC) to be appointed as the auditors.
2. To elect five (5) directors as fixed by the Board of the Company pursuant to 159(1) of the Companies Act, 2017 vide Board Resolution dated December 18, 2020 for a term of three (3) years commencing from the date of AGM. The names of the retiring first directors who are eligible to offer themselves for re-election, are as follows:
 - i. Mr. Navid Yousaf Goraya;
 - ii. Mr. Allard Mark Nooy; and
 - iii. Mr. Khoo Boo Hock
3. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended December 31, 2020 together with the Directors’ and Auditors’ Reports thereon.

OTHER BUSINESS:

4. To transact any other business with the permission of the Chair.

Islamabad: January 25, 2021

By Order of the Board



Ms. Farwa Hasnain
Interim Company Secretary

Notes:

- a. All shareholders are entitled to attend and vote at the AGM.
- b. A shareholder entitled to attend and vote is entitled to appoint a proxy to attend, speak and vote on its behalf.
- c. The proceedings of the AGM shall be held online through Zoom Meeting. Members can attend and participate in the AGM by logging on to the following link:
[\[https://us02web.zoom.us/j/83850392000?pwd=VFgxaUszdzNRM0VhNk1wbmJININFdz09\]](https://us02web.zoom.us/j/83850392000?pwd=VFgxaUszdzNRM0VhNk1wbmJININFdz09).
- d. An instrument of proxy for the meeting is provided with this notice as Annexure A.
- e. The duly signed instrument of proxy shall not be effective unless deposited at the Registered Office of the Company not less than 48 hours before the time of the AGM.



- f. The proforma for 'Consent to Act as Director' is provided with this notice as Annexure B. The said consent must be filed with the Company at least fourteen (14) days before the date of the AGM.

Distribution of Annual Report

Further, Annual Report of the Company for the year ended December 31, 2020 is dispatched to the shareholders through email. However, if a shareholder, in addition, requests for hard copy of Annual Audited Financial Statements, the same shall be provided free of cost within seven days of receipt of such request.

ANNEXURE A
INSTRUMENT OF PROXY

INFRA ZAMIN PAKISTAN LIMITED
(A Company Set Up Under Section 42 the Companies Act, 2017)

The undersigned being a director of Infra Zamin Pakistan Limited and holder of [*insert number of shares*] ordinary shares therein appoint [*insert proxy's name*] as a proxy to attend, speak and vote on behalf of the undersigned at the First Annual General Meeting of the Company to be held on February 15, 2021 and at any adjournment thereof.

Signed this on the _____ day of _____ 2021.

Signature of Authorised Person
Name: _____
Stamp

Witnesses:

Signature : _____
Name:
CNIC No :

Signature : _____
Name :
CNIC No.

Important:

1. The proxy form, duly completed and signed, must be received at the Registered Office of Pakistan Corporate Restructuring Company Limited not less than 48 hours before the time of holding the meeting.
2. The Proxy must be a member of the Company.

ANNEXURE B

[●], 2021

CONSENT FOR APPOINTMENT AS DIRECTOR

Dear Sirs,

I, [●], [son/daughter/wife]¹ of [●], bearing Passport No. [●], do hereby solemnly confirm my consent to be appointed as a Director of Infra Zamin Pakistan Limited, a public limited company incorporated under the laws of Pakistan.

Yours faithfully,

[Name]

¹Delete as applicable.