



INFRA ZAMIN PAKISTAN LIMITED
NOTICE OF THE SECOND ANNUAL GENERAL MEETING

Notice is hereby given that the Second Annual General Meeting (“AGM”) of the shareholders of Infra Zamin Pakistan Limited (“Company”) will be held on Wednesday, March 30, 2022 at 2:00 pm Pakistan Standard Time through video link from the Company’s head office at 4-A, 4th Floor, Dolmen City Executive Tower, Clifton, Karachi, Pakistan, to transact the following business:

Ordinary Business:

1. To confirm minutes of the first extraordinary general meeting held on May 10, 2021 (“1st EoGM”).
2. 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 February 28, 2022 recommended Messrs. A.F. Ferguson & Co. (PwC) to be appointed as the auditors. To pass the following resolutions:

RESOLVED THAT, Messrs. A.F. Ferguson & Co. (PwC), Chartered Accountants, the retiring auditors being eligible, be and are hereby re-appointed as the Statutory Auditors of the Company for the period commencing from the conclusion of the Second Annual General Meeting and ending at the conclusion of Third Annual General Meeting.

FURTHER RESOLVED THAT, the Statutory Auditor shall be entitled remuneration from the Company during the pendency of its tenure as the Statutory Auditor for FY 2022 for a fee up to PKR 900,000 excluding applicable sales tax and out of pocket expenses.

FURTHER RESOLVED THAT, the Chief Executive Officer and Company Secretary of the Company be and are hereby jointly and/or severally authorised to fulfil all requirements of the applicable laws in respect of the appointment of auditors, including but not limited to declarations, forms, notices, filings, documents, circulars and papers with the Securities and Exchange Commission of Pakistan.

3. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended December 31, 2021 together with the Auditor’s Report thereon and the Director’s Report for that period and to pass the following resolutions:

RESOLVED THAT, the annual audited financial statements of the Company for the period ended December 31, 2021, along with the Auditor’s Report thereon and the Director’s Report for that period, be and are hereby approved and adopted.

FURTHER RESOLVED THAT, the Chief Executive Officer and Company Secretary of the Company be and are hereby jointly and/or severally authorised to fulfil all requirements of the applicable laws in respect of the approval of the audited financial statements, including but not limited to preparation, circulation, and submission of all declarations, forms, notices, filings, documents, circulars and papers with the registrar and the Securities and Exchange Commission of Pakistan.

Other Business:

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

Karachi: March 7, 2022

By Order of the Board

Ms. Maheen Rahman
Chief Executive Officer

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 Microsoft Teams Meeting. The link for access to Microsoft Teams has been circulated to each member vide email.
- 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.

Distribution of Annual Report

Further, Annual Report of the Company for the year ended December 31, 2021 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 (7) days of receipt of such request.



ANNEXURE A
INSTRUMENT OF PROXY

INFRA ZAMIN PAKISTAN LIMITED

I _____ s/o _____ r/o _____ being a member of Infra Zamin Pakistan Limited and holder of [insert number of shares] ordinary shares, hereby appoint [insert proxy's name] s/o [●] r/o [●] as my proxy to attend, speak and vote on my behalf at the Second Annual General Meeting of the Company to be held on March 29, 2022 and at any adjournment thereof.

Signed this on the _____ day of _____ 2022.

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 Infra Zamin Pakistan Limited not less than 48 hours (excluding non-working day) before the time of holding the meeting.
2. The Proxy must be a member of the Company.