



INFRA ZAMIN PAKISTAN LIMITED
NOTICE OF THE THIRD ANNUAL GENERAL MEETING

Notice is hereby given that the Third Annual General Meeting (“AGM”) of the shareholders of Infra Zamin Pakistan Limited (“Company”) will be held on Thursday, April 27, 2023 at 02:00 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:

- 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 Circular Resolution dated March 27, 2023 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 Third Annual General Meeting and ending at the conclusion of Fourth 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 2023 for a fee up to PKR 1,700,000/- (*Pakistani Rupees One Million Seven Hundred Thousand only*) 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.

- To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended December 31, 2022 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, 2022, 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:

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



Karachi: April 6, 2023

By Order of the Board

DocuSigned by:

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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.

The proceedings of the AGM shall be held online through Microsoft Teams Meeting. Members can attend and participate in the AGM by logging on to the following link: **Microsoft Teams | Meeting ID: 475 525 786 303 | Passcode: 35NBhb** [Click here to join the meeting.](#)

- c. . The link for access to Microsoft Teams has also 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 forty-eight (48) hours before the time of the AGM.

Distribution of Annual Report

Further, Annual Report of the Company for the year ended December 31, 2022 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 (the **Company**) and holder of _____ ordinary shares, hereby appoint _____ s/o _____ r/o _____ as my proxy to attend, speak and vote on my behalf at the Third Annual General Meeting of the Company to be held on April 27, 2023 and at any adjournment thereof.

Signed this on the _____ day of _____ 2023.

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