



# KOHINOOR ENERGY LIMITED

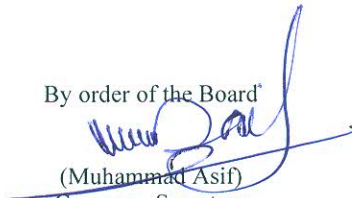
## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the 28<sup>th</sup> Annual General Meeting of shareholders of Kohinoor Energy Limited will be held on October 26, 2021 (Tuesday) at 13:00 at Islamabad Club, Main Murree Road, Islamabad to transact the following business:

1. To confirm minutes of the Annual General Meeting held on October 26, 2020.
2. To receive and adopt the Annual Audited Accounts of the Company for the financial year ended June 30, 2021 alongwith Directors' and Auditors' Reports thereon.
3. To approve two interim dividends already paid @60% i.e. Rs. 6.00 per share and @40% i.e. Rs. 4.00 per share making a total dividend @ 100% i.e. Rs. 10.00 per share for the financial year 2020-21
4. To appoint Auditors to hold office till the conclusion of the next Annual General Meeting and to fix their remuneration.
5. To elect seven directors as fixed by the Board of Directors in its meeting held on September 03, 2021 under Section 159 of the Companies Act, 2017 for a term of three years commencing from October 30, 2021. The retiring Directors are:
  1. Mr. M. Naseem Saigol
  2. Mr. Muhammad Zeid Yousuf Saigol
  3. Mr. Muhammad Murad Saigol
  4. Syed Manzar Hassan
  5. Mr. Muhammad Omer Farooq
  6. Ms. Sadaf Kashif
  7. Mr. Faisal Riaz
5. Any other business with the permission of the Chair

Lahore:  
September 23, 2021

By order of the Board

  
(Muhammad Asif)  
Company Secretary

### **Notes:**

1. The share transfer books of the Company will remain closed from October 19, 2021 to October 26, 2021 (both days inclusive). Transfers received at our Share Registrar Office M/S CORPLINK (PVT) LIMITED situated at Wings Arcade, 1-K, Commercial, Model Town, Lahore upto the close of business hours on October 18, 2021 will be treated in time for determination of entitlement to attend and vote at the meeting.
2. Any person who seeks to contest the election of directors shall file at Head Office of the Company, Near Tablighi Ijtima, Raiwind Bypass, Lahore, not later than 14 days before the day of the meeting, notice of his/her intention to offer himself/herself for election of directors together with:
  - a) Consent to act as Director as required under Section 167(1) of the Companies Act, 2017.
  - b) Consent to act as Director in Form-28, as prescribed under the Companies (General Provisions and Forms) Regulation, 2018;
  - c) Declaration in respect of being compliant with requirements of the Code of Corporate Governance and the eligibility criteria as set out in the Section 153 of the Companies Act, 2017 (Act) to act as Director or an Independent Director of a listed Company; and
  - d) Detailed profile alongwith office addressed for placement onto the Company's website within 14 days prior to the date of election in terms of SRO dated December 10, 2015 issued by the Securities & Exchange Commission of Pakistan (SECP);
  - e) A director must be holding qualification shares of the Company at the time of filing of his / her consent to act as director. The aforesaid qualification shall not be applicable for instances mentioned in Section 153(i) of the Act;
  - f) Attested copy of valid CNIC and NTN;
  - g) Independent director(s) will be elected through the process of election of director in terms of section 159 of the Act and he/she shall meet the criteria laid down in Section 166 of the Act, the Companies (Manner and Selection of Independent Directors) Regulations 2018 and Guide Book on Corporate Governance and Frequently Asked Questions June 5, 2020 issued by the SECP, accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as an independent director:
    - Declaration by independent director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulation 2019;
    - Undertaking on non-judicial stamp paper that he / she meets the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018;
    - The Final list of contesting candidates will be circulated not later than seven days before the date of said meeting, in term of section 159 (4). Further, the website of the Company will be updated with the required information.

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Lahore Office: 17- Aziz Avenue, Unit# 05 Canal Bank, Gulberg V, Lahore, Pakistan Tel: +92-42-35717861- 2 Fax: +92-42-35715090

Head Office & Plant: Near Tablighi Ijtima, Raiwind Bypass, Postcode: 55140 Lahore, Pakistan Tel: +92-42-35392317- 8 Fax: +92-42-35393415- 7

Registered Office: 301, 3<sup>rd</sup> Floor, Green Trust Tower, Blue Area, Islamabad, Pakistan Tel: +92-51-2813021-2 Fax: +92-51-2813023 E-mail: info@kel.com.pk Web: www.kel.com.pk



## KOHINOOR ENERGY LIMITED

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3. A member eligible to attend and vote at this meeting may appoint his / her proxy to attend and vote instead of him/her. Proxies in order to be effective must reach the Company's Head office situated at Near Tablighi Ijtima, Raiwind Bypass, Lahore, not less than 48 hours before the time for holding the. A member shall not be entitled to appoint more than one proxy. Proxies of the Members through CDC shall be accompanied with attested copies of their CNIC. In case of corporate entity, the Board's Resolution/power of attorney with specimen signature shall be furnished along with proxy form to the Company. The members through CDC are requested to bring original CNIC, A/C No. and Participant ID to produce at the time of attending the meeting. Due to current COVID-19 situation, the following SOPs should be adopted at the time of attending the meeting:
  1. Wear Face Mask
  2. Hand Sanitization at entry point
  3. Maintain Social Distance
4. Pursuant to Companies (Postal Ballot) Regulations, 2018, for the purpose of election of directors, where in case number of contestants are more than the number of directors to be elected, members will be allowed to exercise their right to vote through postal ballot, that is voting by post in accordance with the requirements and procedures contained in the aforesaid Regulation
5. As per Circular No. 10 of 2014 dated May 21, 2014, issued by the SECP the members holding aggregate ten percent or more shareholding residing in geographical location may participate in the meeting through video conference. In this regard a prescribed form is available at <https://kel.com.pk/page-investor-information>.
6. As per Section 72 of the Companies Act, 2017 every listed company is required to replace its physical shares into book-entry form (CDC). Therefore, the shareholders having physical shares are requested to convert the shares into book-entry (CDC).

SAY NO TO CORRUPTION

**Liaison Office:** PEL Factory 14-KM Ferozpur Road, Lahore, Postcode: 54760 Pakistan Tel: +92-42-359-20117- 8

**Head Office & Plant:** Near Tablighi Ijtama, Raiwind Bypass, Postcode: 55140 Lahore, Pakistan Tel: +92-42-35392317- 8 Fax: +92-42-35393415- 7

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