

## NOTICE OF THE 14<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 14<sup>th</sup> Annual General Meeting of **Pak-Qatar Family Takaful Limited** (the Company) will be held on Wednesday, 29<sup>th</sup> April 2020 at 1400 hours at the Head Office of Qatar International Islamic Bank, Grand Hammad Street, Doha, Qatar to transact the following business:

### ORDINARY BUSINESS:

1. To confirm the minutes of 13<sup>th</sup> Annual General Meeting (AGM) of the Company held on 23<sup>rd</sup> April 2019.
2. To receive, consider and approve the Audited Financial Statements for the year ended December 31, 2019 together with the Chairman's review, Directors' and Auditors' reports thereon.
3. To appoint External Auditors for the year ending 31 December 2020 and fix their remuneration. The Audit Committee and the Board of Directors have recommended the name of M/s. EY Ford Rhodes (Chartered Accountants) for re-appointment as Statutory auditors and Shariah Compliance Auditors.
4. To transact any other business as may be placed before the meeting with the permission of the Chair.

### SEPCIAL BUSINESS:

5. To consider, and if thought fit, to pass the following resolutions with or without modification(s) as Special Resolutions:

“Resolved that the transactions carried out by the Company in the normal course of business with Pak-Qatar General Takaful Limited in 2019 be and are hereby ratified, approved and confirmed.”

“Further Resolved that the Chief Executive be and is hereby authorized to approve all the transactions carried out in the normal course of business with Pak-Qatar General Takaful Limited till the next Annual General Meeting.”

6. To transact any other matter with the permission of the chair.

By order of the Board

**Muhammad Kamran Saleem**  
Company Secretary

06 April 2020  
Karachi

## Notes:

1. In the wake of the current situation related to Coronavirus and in the light of the relevant guidelines issued by Securities & Exchange Commission of Pakistan (SECP) vide their Circular no. 5 of 2020 dated March 17, 2020; whereby, advised the companies to modify their usual planning for general meetings for the well-being of shareholders and avoid large gatherings by provisions of video link facility. In pursuance with restrictions imposed by Government and SECP's directives, the following arrangement has been decided to hold AGM i.e. the Chief Executive Officer & Company Secretary of the Company will be present at the Company's Registered Office at 1<sup>st</sup> Floor, Business Arcade, P.E.C.H.S., Block-6, Sharah-e-Faisal, Karachi, to facilitate the shareholders in attending annual general meeting via video-link and also consolidate their proxies to ensure the quorum. The Shareholders will be provided hand sanitizer and masks with distant seating arrangements.
2. In light of the direction from the Securities & Exchange Commission of Pakistan (SECP) vide circular # 5 of 2020, dated March 17, 2020 regarding "Coronavirus contingency Planning for Annual General Meeting of the Shareholders" all Shareholders may send their comments/suggestions as per AGM agenda through email. In this respect all Shareholders are requested to register their particulars (i.e. Folio No. / Name / CNIC No. / Mobile No. / Email address) to the company secretary 3 days before the AGM on email address [company.secretary@pakqatar.com.pk](mailto:company.secretary@pakqatar.com.pk). Shareholders comments/suggestions for the proposed agenda of the AGM will be discussed in the meeting and will be made part of the minutes of the meeting. Shareholders are requested to consolidate their attendance at AGM into few peoples as possible through proxies. The Shareholder's Request to Attend Meeting through Video-Link is annexed herewith.
3. In case of individuals, the shareholder shall authenticate his/her original valid Computerized National Identity Card (CNIC) or the original Passport at the time of attending the meeting. In case of corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting.
4. A member entitled to attend and vote at the General Meeting is entitled to appoint another member as a proxy to attend and vote in respect of him. Form of proxy must be deposited at the Company's Registered Office not later than 48 hours before the time appointed for the meeting. In case of corporate entity, the Board of Directors' resolution/ power of attorney with the specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting. The proxy shall produce his/her original CNIC or original passport at the time of the Meeting. Proxy form is annexed herewith.
5. Members are requested to immediately notify/submit the following, if not earlier provided;
  - Change in their Addresses, if any.
  - Valid & legible photocopy of Computerized Nation Identity Cards (CNIC)/Passport for individuals and National Tax Number (NTN) for both Individuals & Corporate entities.

6. SECP through its Notification SRO 787 (I)/2014 dated September 8, 2014 has allowed the circulation of Audited Financial Statements along with Notice to members of the Company through e-mail. Therefore, all members of the Company who wish to opt this facility are requested to send their e-mail addresses. The consent form for electronic transmission could be downloaded from the Company's website under downloads section. The Company shall, however, provide hard copy of the Audited Financial Statements to its shareholders, on request, free of cost, within seven days of receipt of such request.
7. Pursuant to Section 223(7) of the Companies Act, 2017, the Company has placed the Annual Financial Statements of the Company for the year ended December 31, 2019 along with the reports thereon on its website: [www.pakqatar.com.pk](http://www.pakqatar.com.pk).
8. Members can also avail video conference facility, in this regard, please fill the following and submit to registered address of the Company [10] days before holding of the Annual General Meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of the meeting, the Company will arrange video conference facility in the city subject to availability of such facility in that city.
9. The Company will intimate members regarding venue of video conference facility at least [5] days before the date of the Annual General Meeting along with complete information necessary to enable them to access the facility.
10. I/We, \_\_\_\_\_ of \_\_\_\_\_, being a member of Pak-Qatar Family Takaful Limited, holder of \_\_\_\_\_ ordinary share(s) as per Registered Folio/CDC Account No. \_\_\_\_\_ hereby opt for video link facility at \_\_\_\_\_.
11. The Share Transfer Books of the Company shall remain closed from April 23, 2020 to April 29, 2020 (both days inclusive). Transfer received at the Share Registrar of the Company, by the close of business on April 22, 2020 will be treated in time.
12. As per the provision of Section 244 of the Companies Act 2017, any shares issued or dividend declared by the Company which have remained unclaimed/unpaid for a period of three years from the date on which it was due and payable are required to be deposited with the Commission for the credit of Federal Government after issuance of notice to the shareholders to file their claim. Shareholders are requested to ensure that their claims for unclaimed dividend and shares are lodged timely. In case, no claim is lodged with the Company in the given time, the Company shall after publication a notice in newspaper proceed to deposit the unclaimed/ unpaid amount and shares with the Federal Government pursuant to the provision of Section 244(2) of the Companies Act 2017.

## **STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017:**

This statement sets out the material facts pertaining to the Special Business to be transacted at the Annual General Meeting of the Company.

### **1. Item No. 5 of the Notice**

1.1 Transactions carried out with related parties during the year ended December 31, 2019 to be passed as a Special Resolution.

The transactions carried out in normal course of business with associated companies (related parties) are approved by the Board as recommended by the Audit Committee on periodic basis. In the case of Pak-Qatar General Takaful Limited, a majority of the Directors are common due to common ownership structure, and accordingly may be termed as interested in accordance with the provisions of Section 208 of the Companies Act, 2017. Such material transactions, therefore, are being placed before the shareholders for approval through special resolution proposed to be passed in the annual general meeting.

In view of the above, the normal business transactions conducted during the year 2019 with Pak-Qatar General Takaful Limited as per following details are being placed before the shareholders for their consideration and approval / ratification.

The names of Directors with interest as director in related parties:

- i. H.E. Sheikh Ali Abdullah Al Thani, Director of the Company is also a director in Pak-Qatar General Takaful Limited
- ii. Mr. Abdul Basit Ahmed Al Shaibei, Director of the Company is also a director in Pak-Qatar General Takaful Limited
- iii. Mr. Ali Ibrahim Abdul Ghani, Director of the Company is also a director in Pak-Qatar General Takaful Limited
- iv. Mr. Said Gul, Director of the Company is also a director in Pak-Qatar General Takaful Limited
- v. Mr. Zahid Hussain Awan, Director of the Company is also a director in Pak-Qatar General Takaful Limited
- vi. Mr. Farrukh Viqaruddin Junaidy, Director of the Company is also a director in Pak-Qatar General Takaful Limited
- vii. Mrs. Sameera Usman, Director of the Company is also a director in Pak-Qatar General Takaful Limited

1.2 Authorization to the Chief Executive for the approval of transactions carried out and to be carried out with Pak-Qatar General Takaful Limited (related parties) till the next Annual General Meeting to be passed as a Special Resolution.

The Company would be conducting transactions with Pak-Qatar General Takaful Limited in the normal course of business. The majority of Directors are interested in these transactions due to their common directorship in Pak-Qatar General Takaful Limited as detailed herein above.

## Shareholder's Request to Attend Meeting through Video-Link

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M/s. Pak-Qatar Family Takaful Limited  
Business Arcade, Block 6, P.E.C.H.S.,  
Main Shahra-e-Faisal, Karachi.

I/we \_\_\_\_\_ of \_\_\_\_\_, being the shareholder(s) of the Company and holder of \_\_\_\_\_ ordinary shares hereby request for video conference facility at \_\_\_\_\_ for the annual general meeting of the Company to be held on \_\_\_\_\_.

My/our particulars are as follows:

EMAIL ADDRESS: \_\_\_\_\_

MOBILE NUMBER: \_\_\_\_\_

CNIC NUMBER : \_\_\_\_\_

FOLIO NO.: \_\_\_\_\_

NUMBER OF SHARES HELD: \_\_\_\_\_

\_\_\_\_\_  
SIGNATURE OF SHAREHOLDER

# Proxy Form

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The Company Secretary  
Pak-Qatar Family Takaful Limited  
Business Arcade, Block 6, P.E.C.H.S.,  
Main Shahr-e-Faisal, Karachi.

I/we \_\_\_\_\_ of \_\_\_\_\_, being the member(s) of Pak-Qatar Family Takaful Limited and holder of \_\_\_\_\_ ordinary shares as per share register Folio No. \_\_\_\_\_ appoint \_\_\_\_\_ of \_\_\_\_\_ or failing him/her \_\_\_\_\_ of \_\_\_\_\_ as my/our proxy to vote act me or us on my/our behalf at the 14<sup>th</sup> Annual General Meeting of Pak-Qatar Family Takaful Limited to be held on 29<sup>th</sup> April 2020 and at any adjournment thereof.

Signed this \_\_\_\_\_ day of April 2020.

## (Witnesses)

1. \_\_\_\_\_ (Signature)  
\_\_\_\_\_ (Name)  
\_\_\_\_\_ (Address)  
\_\_\_\_\_ (CNIC/Passport No.)

2. \_\_\_\_\_ (Signature)  
\_\_\_\_\_ (Name)  
\_\_\_\_\_ (Address)  
\_\_\_\_\_ (CNIC/Passport No.)

<p>Please affix Rupees Five revenue stamp</p>
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Signature of  
Member(s)

**Note:** Proxies in order to be effective must be received by the Company not less than 48 hours before the meeting