



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 30th Annual General Meeting of shareholders of Kohinoor Energy Limited will be held on October 25, 2023 (Wednesday) at 01:00 P.M. at Islamabad Club, Islamabad to transact the following business:

1. To confirm minutes of the Annual General Meeting held on October 24, 2022.
2. To receive and adopt the Annual Audited Accounts of the Company for the financial year ended June 30, 2023 alongwith Directors' and Auditors' Reports thereon.
3. To approve three interim dividends already paid @15% i.e. Rs. 1.50 per share, @30% i.e. Rs. 3.00 per share and @20% i.e. Rs. 2.00 per share making a total dividend @ 65% i.e. Rs. 6.50 per share for the financial year 2022-23.
4. To appoint Auditors to hold office till the conclusion of the next Annual General Meeting and to fix their remuneration.

Special Business:

To consider and if deemed fit, to pass with or without modification(s), addition(s) or deletion(s), the following Special Resolution(s) by the members to circulate the annual balance sheet and profit and loss account, auditor's report and directors report, etc. ("annual audited financial statements") to its members through QR enabled code and web link, as recommended by the Board of Directors of the Company:

"RESOLVED THAT QR enabled code and web link of the annual audited financial statements of the company be circulated to members, subject to the requirements of Notification No. S.R.O. 389(I)/2023 of Securities & Exchange Commission of Pakistan dated 21st March 2023 instead of CD/DVD/USB.

FURTHER RESOLVED THAT notice of general meeting be dispatched to members, as per the requirement of the Companies Act, 2017, on their registered address, containing the QR code and the web/link address to view and download the annual audited financial statements together with the reports and documents required to be annexed thereto under the Act.

FURTHER RESOLVED THAT the annual audited financial statements be also circulated to members through email, in case email has been provided by the members of the company, without receiving consents from the members.

FURTHER RESOLVED THAT the company shall provide hard copy of all the future annual audited financial statements to those members only who request the company in writing to receive hard copies."

5. Any other business with the permission of the Chair

**Lahore
September 21, 2023**

**By Order of the Board
Khawaja Safee Sultan
Company Secretary**

Notes:

The share transfer books of the Company will remain closed from October 19, 2023 to October 25, 2023 (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, 2023 will be treated in time for determination of entitlement to attend and vote at the meeting.

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 meeting. 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.

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>.

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).

ELECTRONIC VOTING

- a. In accordance with the Companies (Postal Ballot) Regulation, 2018, (the "Regulations") the right to vote through electronic voting facility and voting by post shall be provided to members of every listed company for, inter alia, all businesses classified as special business under the Companies Act, 2017 in the manner and subject to conditions contained in the Regulations,
- b. Detail of E-Voting facility will be shared through e-mail with those members of the company who have valid cell numbers / e-mail addresses available in the Register of Members of the Company by the end of business on October 18, 2023 by Corplink (Private) Limited being the e voting service provider.
- c. Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- d. Members shall cast vote online from October 22, 2023 9:00 A.M. till October 24, 2023 5:00 P.M. Voting shall close on October 24, 2023 at 5:00 P.M. Once the vote on the resolution has been casted by a Member, he/she shall not be allowed to change it subsequently.

PROCEDURE FOR VOTING THROUGH POSTAL BALLOT

- a. Members may alternatively opt for voting through postal ballot. For convenience of the members, Ballot Paper is annexed to this notice and the same is also available on the Company's website www.kel.com.pk to download.
- b. The members must ensure that the duly filled and signed ballot paper, along with a copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at the Company's registered address, or email one day before the AGM, i.e., on October 24, 2023 before 5:00 P.M. A postal ballot received after this time / date shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.

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

The following statement sets out the material facts pertaining to the Special Business to be transacted at the Annual General Meeting of the Company October 25, 2023 (Wednesday) at 01:00 P.M. at Islamabad Club, Islamabad;

Subject to the requirements of Notification No. S.R.O. 389(I)/2023 of Securities & Exchange Commission of Pakistan dated 21st March 2023, the company is desirous to obtain members approval in order to circulate annual audited financial statements to its members thorough QR enabled code and web/link instead of circulating the same via CD/DVD/USB.

None of the Directors of the Company have any personal interest in the aforesaid Special Business except in their capacity as Shareholders or Directors of the Company.

Lahore: September 21, 2023

Company Secretary

Plant/Head Office

Near Tablighi Ijtima, Raiwind Bypass, Lahore
Tel # 042-35392317 Fax # 042-35393415-17

Shares Registrar

M/S CORPLINK (Pvt.) Ltd. Wings Arcade, 1-K, Commercial, Model Town, Lahore. Tel # 042-35916719 Fax # 042-35869037



KOHINOOR
ENERGY LIMITED

اطلاع برائے سالانہ اجلاس عام

تمام متعلقہ افراد کو مطلع کیا جاتا ہے کہ کوہ نور انرجی لمیٹڈ کے شیئر ہولڈرز کا تیسواں سالانہ اجلاس عام 25 اکتوبر 2023 (بروز بدھ) دوپہر ایک بجے (01:00) پر اسلام آباد کلب، مین مری روڈ، اسلام آباد میں مندرجہ ذیل امور کی انجام دہی کیلئے منعقد کیا جائے گا:

- 1۔ سالانہ اجلاس عام منعقدہ 24 اکتوبر 2022 کی کاروائی کی توثیق
- 2۔ کمپنی کے سالانہ آڈٹ شدہ حسابات برائے 30 جون 2023 کو ختم ہونے والے مالی سال اور ڈائریکٹرز و آڈیٹرز کی رپورٹس کی وصولی اور قبولیت
- 3۔ تین ممبری ڈویوڈنڈز بحساب 15% (یعنی 1.50 روپے فی شیئر)، 30% (یعنی 3.00 روپے فی شیئر) اور 20% (یعنی 2.00 روپے فی شیئر) جو کہ رواں سال میں پہلے ادا کئے جا چکے ہیں۔ گویا گھل ڈویوڈنڈ بحساب 65% (یعنی 6.5 روپے فی شیئر) برائے 30 جون 2023 کو ختم ہونے والے سال کی منظوری دینا
- 4۔ آئندہ سالانہ اجلاس عام تک کمپنی کے آڈیٹرز کی تقرری اور مشاہرے کا تعین

Special Business:

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5۔ چیئرمین کی اجازت سے دیگر امور کی انجام دہی

لاہور: 21 ستمبر 2023	نظم بردار خواجہ صفی سلطان (کمپنی سیکرٹری)
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نوٹ:

کمپنی کی شیئرز ٹرانسفر بکس 19 اکتوبر 2023 تا 25 اکتوبر 2023 (بشمول دونوں ایام) بند رہیں گی۔ ہمارے شیئرز رجسٹر آفیس M/SCorplink (Pvt) Ltd ونگز آرکیڈ، K-1 کمرشل، ماڈل ٹاؤن، لاہور 18 اکتوبر 2023 کو دفتری اوقات تک موصول ہونے والی ٹرانسفرز میٹنگ میں حاضری کی اہلیت کے لئے بروقت اور اہل تصور ہوگی۔

اس میٹنگ میں شرکت کرنے اور ووٹ دینے کا اہل ممبر اپنا پر کسی مقرر کر سکتا ہے۔ سٹپ، دستخط اور تصدیق شدہ پراسسز کمپنی کے ہیڈ آفیس کوہ نور انرجی لمیٹڈ واقع نزد تبلیغی اجتماع، رانیونڈ ہائی پاس، لاہور پر میٹنگ کے وقت سے اڑتالیس گھنٹے قبل تک موصول ہونا لازم ہیں، ورنہ قابل قبول نہ ہوں گی۔ سینٹرل ڈپازٹری اکاؤنٹ ہولڈرز کیلئے قومی شناختی کارڈ یا فائدہ حاصل کرنے والے مالک کے پاسپورٹ کی تصدیق شدہ کاپی بمعہ پر کسی فارم فراہم کرنا ضروری ہے۔ کارپوریٹ شخصیت کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد/مختار نامہ اور دستخط کا نمونہ (بجواز اسکے کہ پہلے فراہم نہ کی گئی ہو) بمعہ کمپنی کے پر کسی فارم جمع کرائے جائیں گے۔ پر کسی میٹنگ کے وقت اپنا اصل شناختی کارڈ یا اصل پاسپورٹ بمعہ اکاؤنٹ نمبر برائے شناخت فراہم کرے گا۔

SECP کے 21 مئی 2014 کے سرکلر نمبر 10 کے مجوزات کے مطابق جغرافیائی محل وقوع میں رہنے والے شیئرز ہولڈرز جن کی مجموعی شیئرز ہولڈنگ 10% یا اس سے زیادہ ہو وہ ویڈیو کانفرنس کے ذریعے میٹنگ میں شامل ہو سکتے ہیں۔ اسکے لئے شخص فارم کمپنی کی ویب سائٹ <https://kel.com.pk/page-investor-information> پر موجود ہے۔ اس سہولت کو حاصل کرنے کے لئے برائے مہربانی معلومات کمپنی کے شخص شدہ فارم پر شیئرز رجسٹر آفیس M/SCorplink (Pvt) Ltd کو مہیا کریں۔

کمپنیز ایکٹ 2017 کے سیکشن 72 کے تحت تمام لسٹڈ کمپنیز کو اپنے تمام فزیکل شیئرز کو مجوزہ بک انٹری (CDC) میں تبدیل کرنے کی ضرورت ہے لہذا تمام فزیکل شیئرز رکھنے والے شیئرز ہولڈرز سے درخواست ہے کہ وہ جلد از جلد اپنے شیئرز کو بک انٹری (CDC) میں تبدیل کروالیں۔

ELECTRONIC VOTING

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کمپنیز ایکٹ 2017 کے سیکشن (3) 134 کے تحت اسٹیٹمنٹ

مندرجہ ذیل اسٹیٹمنٹ کمپنی کے سالانہ عمومی اجلاس عام بمقام اسلام آباد کلب، مین مری روڈ، اسلام آباد میں مورخہ 25 اکتوبر 2023 (بروز بدھ) دوپہر ایک بجے (01:00) منظوری کے لئے پیش کئے جانے والے خصوصی امور سے متعلق اہم حقائق کا احاطہ کرتا ہے

SECP کے 21 مارچ 2023 کے سرکلر نمبر S.R.O.389(I)/2023 کی ہدایات کے پیش نظر کمپنی اپنے اراکین کو سالانہ آڈٹ شدہ مالیاتی گوشواروں کی ترسیل CD/DVD/USB میں کرنے کی بجائے فعال QR کوڈ اور ویب لنک کے ذریعے بھیجنے کے لئے اراکین کی منظوری حاصل کرنا چاہتی ہے۔ خصوصی قراردادوں میں ڈائریکٹران کی ماسوا بحیثیت حصص داران یا کمپنی ڈائریکٹرایسی کوئی دلچسپی نہیں جسکا اظہار مقصود ہو۔

لاہور: 21 ستمبر 2023	کمپنی سیکرٹری
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پلانٹ ریڈ آفیس

نزد تبلیغی اجتماع رانیونڈ ہائی پاس لاہور۔

فون: 042-35392317-18 فیکس: 042-35393415-17

شیئرز رجسٹر آفیس

میسرز کارپ لنک (پرائیویٹ) لمیٹڈ ونگز آرکیڈ، K-1 کمرشل، ماڈل ٹاؤن لاہور۔

فون: 042-35916719 فیکس: 042-35869037