

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 34th Annual General Meeting of Shareholders of **KOHINOOR POWER COMPANY LIMITED** will be held on **Tuesday, October 28, 2025 at 10:30 A.M.**, at 06-Egerton Road, Opposite LDA Plaza, Lahore to transact the following business: -

1. To confirm the minutes of the last Annual General Meeting held on October 28, 2024.
2. To receive and adopt the Annual Audited Accounts for the year ended June 30, 2025 along with Directors' and Auditors' Reports thereon.
3. To elect Seven Directors as fixed by the Board, pursuant to the provisions of Section 159 of the Companies Act, 2017 for a period of three years. The following Directors are retire and eligible for re-election:
 1. Mr. M. Naseem Saigol
 2. Mr. M. Murad Saigol
 3. Mr. M. Zeid Yousuf Saigol
 4. Mr. Muhammad Omer Farooq
 5. Mr. Muhammad Athar Rafiq
 6. Syed Haroon Rashid
 7. Mrs. Sadaf Kashif
4. To appoint Auditors of the Company to hold office till the conclusion of next Annual General Meeting and to fix their remuneration.
5. Any other business with the permission of the Chair.

A statement of material facts under Section 166(3) of the Companies Act, 2017 pertaining to the election of directors is being sent to the shareholders along with this Notice.

By Order of the Board



Company Secretary

Lahore: October 07, 2025

Notes:

1. Share Transfer Books of the Company will remain closed from **October 22, 2025 to October 28, 2025 (both days inclusive)**. Physical transfers/CDS transactions ID's received in order at "Company Registrar office M/s Corplink (Pvt.) Limited", Wings Arcade, 1-K, Commercial Model Town, Lahore on or before **October 21, 2025** will be treated in time.
2. Any person who seeks to contest the election of Directors shall file with the Company at 10-G, Mushtaq Ahmed Gurmani Road, Gulberg-II, Lahore, not later than fourteen (14) days before the day of the Meeting, his/her intention to offer himself/herself for Election of Directors in terms of Section 159(3) of the Companies Act, 2017 along with his/her consent to act as Director, if elected. Such consent should be accompanied by the following declaration:
 - a. I am not serving as a director on more than seven listed companies in Pakistan.
 - b. I am aware of my duties and powers under the relevant law(s) and the Memorandum & Articles of Association of Pak Elektron Limited and the Listing Regulations of Pakistan Stock Exchange.
 - c. I have not been convicted by a court of law for an offense involving moral turpitude;
 - d. I have not been declared debarred by any court of law for lacking fiduciary behaviour.

- e. I am a registered tax payers at NTN # _____.
 - f. I have not been convicted by a court of competent jurisdiction as a defaulter in payment of a loan to a Banking Company, a Development Finance Institution or a Non-Banking Financial Institution, or being a member of a Stock Exchange have not been declared as a defaulter by such Stock Exchange.
 - g. Neither I nor my Spouse is engaged in the business of Stock Brokerage.
 - h. I am not ineligible to become Director under section 153 or 157 of the Companies Act, 2017.
3. A member entitled to attend and vote at this Meeting may appoint another Member as his/her proxy. Proxies in order to be effective, must be received at 10-G, Mushtaq Ahmed Gurmani Road, Gulberg-II, Lahore, the Registered Office of the Company not later than forty-eight hours before the time for holding the meeting and must be duly stamped, signed and witnessed.
4. Members whose shares are deposited with Central Depository System are requested to bring their original National Identity Cards or original Passports along with their Account Numbers in Central Depository System for attending the meeting.
5. Members are requested to notify the Company change in their addresses, if any.
6. **Transmission Of Annual Report**

In terms of approval of the shareholders of the Company in their Annual General Meeting held on October 27, 2023 and pursuant to SECP's Notification No. SRO 389(1)/2023 dated 21st March, 2023. The Annual Report for the financial year ended on 30th June, 2025 of the Company containing inter alia the audited financial statements, auditors' report, directors, and chairman's reports thereon may be viewed and downloaded by following QR code and weblink:

Weblink	QR Code
https://www.kpcl.com.pk/kp/annual_reports.php	

The Annual Report has been emailed to those shareholders who have provided their valid email address to the Company.

The shareholders who wish to receive a hard copy of the Annual Report may send to the Company Secretary/Share Registrar, the Standard Request Form available on the website of the Company www.kpcl.com.pk. The Company then will provide a free of Cost hard copy of Annual Report to the shareholders within one week of the request.

7. **Procedure for Postal Ballot and E-Voting**

In accordance with the Companies (Postal Ballot) Regulations, 2018, if the number of persons who offer themselves to be elected is more than the number of directors fixed under Section 159 (1) of the Companies Act, 2017, members will be allowed to exercise their right to vote through postal ballot i.e. by post or e-voting, in the manner and subject to the conditions contained in the aforesaid regulations.

In case the number of persons who have filed consent to contest election exceeds the number of directors to be elected in the EOGM, the Company will publish the Ballot Paper and information laid down in the relevant sub-regulation in one English and one Urdu newspapers (in which EOGM notice is being published) providing the detailed information as laid down in Annexure-I to the said regulations and also upload the Ballot Paper on its website not later than seven (7) days before the holding of EOGM.

Abdul Rahman & Co., Chartered Accounts has been appointed as “Scrutinizer” in terms of Companies (Postal Ballot) Regulations 2018, for the purpose of voting at the meeting. The firm meets the QCR rating from ICAP. The Scrutinizer has the necessary knowledge and experience to independently scrutinize the voting process. Furthermore, M/s Corplink (Pvt) Limited, the Company’s Shares Registrar, have been appointed as “e-voting service provider” as per requirement of the Regulations.

8. Replacement Of Physical Shares Into CDC Account

Members, who hold physical shares, are advised to convert their shares into electronic form in terms of section 72 of the Companies Act, 2017.

9. Participation in the AGM through Video link Facility

The SECP through its Circular No. 4 dated February 15, 2021 & Circular No. 6 dated March 03, 2021 has directed listed companies to arrange participation of shareholders in Annual General Meeting through Video Link Facility in addition to allowing physical attendance by the members. The members who are willing to attend and participate in the AGM can do so through video-link via smartphones, computers, tablets, etc. To attend the AGM through video-link, members are requested to get their following particulars registered by sending an email or WhatsApp at the number/address given below, at least 48 hours before the time of the AGM, and download video-link from <https://zoom.us/download>.

Name	Folio/CDS Account No.	CNIC No	Cell phone	Email

Signature of Member

WhatsApp	Email
0321-8561366	umer.islam@saigols.com

Upon receipt of requests, the video-link login credentials will be shared with the interested shareholders on their email addresses or WhatsApp messages. The members can send their comments/suggestions related to the agenda items of the meeting through the above-mentioned means.

10. Prohibition of Distribution of Gifts

No gifts will be distributed at the Annual General Meeting as prohibited under Section 185 of the Companies Act, 2017.

THE STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017

Independent director(s) shall 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.

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.