

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING



Notice is hereby given that the Extraordinary General Meeting "EOGM" of the members of the Asia Insurance Company Limited (the "Company") shall be held on Thursday, 27th November, 2025, at 2:00 PM at 19 C/D, Block L, Gulberg III, Lahore, to transact the following business:

1. ORDINARY BUSINESS

To confirm the minutes of Annual General Meeting held on April 24, 2025.

2. SPECIAL BUSINESS

To consider and, if through fit, pass the following resolution as Special Resolution with or without modification:

"RESOLVED THAT the consent of the shareholders be and is hereby accorded for obtaining on lease the 3rd Floor of Asia House, 19-C/D, Block L, Gulberg-III, Lahore, by Asia Insurance Company Limited (the "Company") from Mr. Zain ul Haq Qureshi, the Chief Executive Officer of the Company, being the Lessor and a Related Party, in accordance with the provisions of Section 208 of the Companies Act, 2017 and the Related Party Transactions Regulations, 2018.

FURTHER RESOLVED THAT the Lease Agreement for the said floor, executed or to be executed between the Company and Mr. Zain ul Haq Qureshi, together with the terms and conditions contained therein, be and are hereby approved and ratified by the shareholders.

FURTHER RESOLVED THAT the Chief Executive Officer and the Company Secretary be and are hereby jointly and/or severally authorized to take all necessary actions, do all acts, deeds, and things, and to sign, execute, and submit all relevant documents, agreements, and statutory returns as may be required to give effect to the intent and spirit of this resolution, including but not limited to filing the necessary documents with the Registrar concerned and other regulatory authorities."

3. To consider any other business of the Company with the permission of the Chair.

Lahore

November 6, 2025

By order of the Board

Shazia Hafeez
Company Secretary

NOTES:

1. The Share Transfer Book of the Company will be closed from November 20, 2025 to November 27, 2025 (both days inclusive). Transfers received at the Share Registrar M/s Corplink (Pvt.) Limited, Wings Arcade 1-K Model Town, Lahore at the close of business on November 19, 2025 will be treated in time for the purpose of above entitlement to the transferees.

2. A Member entitled to attend and vote at the meeting may appoint another Member as his/her proxy to attend the meeting and vote for him/her. Instruments appointing proxies, in order to be effective, must reach the Registered Office of the Company not less than 48 hours before the meeting, duly signed / notarized certified copy, as the case may be.

3. Shareholders are required to immediately notify the company of any change to their postal addresses.

4. CDC Account Holders are required to follow guidelines provided in Circular 1, dated January 26, 2000 (issued by the Securities and Exchange Commission of Pakistan):

Attending the Meeting

i. In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the CDC Regulations, shall authenticate their identity by showing their original CNIC or original passport at the time of attending the meeting.

ii. In case of corporate entities, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (along with CNIC) shall be produced at the time of the meeting.

Appointing Proxies

i. In case of individual, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the CDC Regulations, shall submit the proxy form as provided above.

ii. The proxy form shall be witnessed by the two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iv. The proxy shall produce his original CNIC or original passport at the time of the meeting.

v. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature (and attested copy of CNIC of nominee) shall be submitted along with proxy form to the Company.

5. Members are requested to notify/submit the following in case of book entry securities in CDC to respective CDC participants and in case of physical shares to the Company's Share Registrar, if not earlier provided/notified:

a. Change in their addresses.

b. Valid and legible photocopies of CNIC, for individual and NTN both for individual & Corporate entities.

6. The members holding in aggregate 10% or more shareholding residing in the city, can also avail video conference facility under the provisions of section 134 (1) (b) of the Act to participate in the meeting. The consent of such members must reach at the registered office of the Company at least 10 days before the meeting.

7. Members can exercise their right to demand a poll subject to meeting requirements under Sections 143-145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018.

8. The Company has furthermore made arrangements for participation of the shareholders through Video-Link. The members who are willing to attend and participate in EOGM, through Video-Link are requested to register themselves by sending an email at cs@asiainsurance.com.pk with subject Registration for EOGM and by providing the following particulars:

Full name of the shareholder, CNIC no. Folio/CDS no. and number of shares held. Video-Link details and login credentials will be shared with those members whose emails containing all the above particulars are received on the above mentioned email address by the close of business hours (3:00 pm) by or before April 25, 2024.

The shareholders can also provide their comments/suggestions for the proposed agenda items of the EOGM on email: cs@asiainsurance.com.pk.

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 in the Extraordinary General Meeting of the Company to be held on Thursday 27th November, 2025.

Item 2 of the Notice

The Board of Directors in their meeting dated 27 October 2025 discussed and agreed that the Company requires additional office space for its expanding operations and newly hired staff. The Company's registered Head office currently occupies the Ground, 4th, 5th, and 6th Floors of Asia House, on lease from the related parties and the 3rd Floor of Asia House, which is presently vacant, is proposed to be leased by the Company to accommodate operational expansion. Mr. Zain ul Haq Qureshi, CEO of the Company, is also a Director of the Company, making this a Related Party Transaction under the relevant laws. The Board of Directors (with interested director(s) abstaining) has reviewed the lease proposal and determined that the rent and terms are fair, reasonable, and on an arm's length basis. The Audit Committee has recommended the transaction for approval by the Board. The Board has, therefore, decided to seek shareholders' approval by Special Resolution as required under Section 208 of the Companies Act, 2017 and other applicable laws.

The Board considers this transaction to be in the best commercial and operational interest of the Company and its shareholders. Following are the details as per Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018 (For the Lease Agreements regarding 3rd floor of Asia House, Company's Registered office)

A	Name of related parties	Mr. Zain ul Haq Qureshi
B	Names of the interested or concerned persons or directors	Mr. Ihtsham ul Haq Qureshi Mrs. Nosheen Ihtsham Mr. Zain ul Haq Qureshi Mrs. Shiza Hassan
C	Nature of relationship, interest or concern	Close Relative and sibling and sons of Director
D	Detail, description, terms and conditions of transactions	Lease Agreement of the 3rd floor of Asia House with Mr. Zain ul Haq Qureshi
E	Amount of transaction	Monthly Rent regarding 3rd floor of Asia House : Rs.972,544/- per month
F	Time frame or duration of the transactions or contracts or arrangements	3 years (renewable after every 11 months with 10% Increase)
G	Pricing policy	Arm's length
H	Recommendations of the audit committee, where applicable	Audit Committee recommended for approval of the Board
I	Any other relevant and material information that is necessary for the board to make a well informed decision regarding the approval of related party transactions.	As the Board was informed vide disclosure of interest notice by the interested Director and being related parties majority of the Directors were interested, therefore, it was resolved to take this matter for approval before the shareholders meeting, to be held on November 27, 2025.

Asia Insurance Company Limited

BALLOT PAPER FOR VOTING THROUGH POST

For poll at the Extra Ordinary General Meeting of Asia Insurance Company Limited to be held on Thursday, November 27, 2025 at 2:00 p.m. at 19/C/D, Block L, Gulberg III, Lahore.

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman@asiainsurance.com.pk

Name of shareholder/joint shareholders:	
Registered Address:	
Folio No. / CDC Participant / Investor ID with sub-account No	
Number of shares held	
CNIC, NICOP/Passport No. (in case of foreigner) (Copy to be attached)	
Additional Information and enclosures	
(In case of representative of body corporate, corporation and Federal Government.)	
Name of Authorized Signatory:	
CNIC, NICOP/Passport No. (in case of foreigner) of Authorized Signatory - (Copy to be attached)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (v) mark in the appropriate box below (delete as appropriate):

Special Business

2. To consider and, if through fit, pass the following resolution as Special Resolution with or without modification:

"RESOLVED THAT the consent of the shareholders be and is hereby accorded for obtaining on lease the 3rd Floor of Asia House, 19-C/D, Block L, Gulberg-III, Lahore, by Asia Insurance Company Limited (the "Company") from Mr. Zain ul Haq Qureshi, the Chief Executive Officer of the Company, being the Lessor and a Related Party, in accordance with the provisions of Section 208 of the Companies Act, 2017 and the Related Party Transactions Regulations, 2018.

FURTHER RESOLVED THAT the Lease Agreement for the said floor, executed or to be executed between the Company and Mr. Zain ul Haq Qureshi, together with the terms and conditions contained therein, be and are hereby approved and ratified by the shareholders.

FURTHER RESOLVED THAT the Chief Executive Officer and the Company Secretary be and are hereby jointly and/or severally authorized to take all necessary actions, do all acts, deeds, and things, and to sign, execute, and submit all relevant documents, agreements, and statutory returns as may be required to give effect to the intent and spirit of this resolution, including but not limited to filing the necessary documents with the Registrar concerned and other regulatory authorities. "

Sr. No.	Nature and Description of Resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
	Special Resolutions as per Agenda # 2 (as given above)			

Signature of shareholder(s)

Place: _____

Date: _____

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

- Duly filled postal ballot should be sent to the Chairman, if sent via courier to 19/C/D, Block L, Gulberg III, Lahore, and if sent via email to chairman@asiainsurance.com.pk
- Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach the Chairman of the meeting on or before November 26, 2025, during working hours. Any postal ballot received after this date will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated or over written ballot paper will be rejected.
- Ballot Paper has also been placed at the website of the Company www.asiainsurance.com.pk Members may download the ballot paper from the website or use original/photocopy published in newspapers.

Option 1

Appointing other person a Proxy

I/We _____ of _____ being a member of Asia Insurance Company Limited and holder of _____ (number of shares) Ordinary Shares as per Registered Folio No. _____ hereby appoint Mr./Ms. _____ of _____ or failing whom Mr./Ms. _____ of _____ as my/our proxy to vote for me/us and on my/our behalf at the (annual, extraordinary general meeting as the case may be) of the Company to be held on _____ and at any adjourned thereof.

Signed under my/our this _____ day of _____, 20 ____.

Sign Across
Revenue
Stamp Rs. 5/-

Signature should agree
With the specimen signature
Registered with the Company

Signed in presence of:

Signature of Witness

Signature of Witness

Important:

- This form of Proxy, duly completed, must be deposited at the Company's Registered Office at Asia House, 19 C/D, Block-L, Gulberg III, Main Ferozpur Road, Lahore, not later than 48 hours before the time appointed for the meeting.
- CDC Shareholders and their Proxies are each requested to attach attested photocopy of their Computerized National Identity Card (CNIC) or Passport with this proxy form before submission to the Company.
- CDC Shareholders or their Proxies are requested to bring with them their Original Computerized National Identity Card or Passport along with the Participant's ID number and their account number at the time of attending the Annual General Meeting in order to facilitate their identification.

1. کسی شخص کا اپنا نمائندہ/پراکسی مقرر کرنا

ایشیا انشورنس کمپنی لمیٹڈ کے رکن اور رجسٹرڈ فلیو نمبر کے تحت
(حصص کی تعداد) کے عمومی حصص کا مالک ہونے کی حیثیت سے میں/ہم
رہائش
میرے/ہمارے لئے ووٹ کرنے اور میری/ہماری جگہ پر کمپنی کے سالانہ/غیر معمولی اجلاس عام، جو بھی معاملہ ہو، منعقدہ
میں شرکت کرنے کے لئے اور اس کی معطلی کی صورت میں محترم/محترمہ
رہائش کو اپنا کامی کی صورت میں،
محترم/محترمہ رہائش
کو اپنا پراکسی/نمائندہ مقرر کرتے ہیں۔

.....، 20 کو دستخط کئے گئے۔

5 روپے
کاریونیوسٹیمپ

(دستخط کمپنی کے رجسٹرڈ نمونہ کے دستخط کے مطابق ہونے چاہئیں)

کی موجودگی میں دستخط کئے گئے:

گواہ کے دستخط

گواہ کے دستخط

ہدایات:

- ✓ مکمل شدہ یہ پراکسی فارم کمپنی کے رجسٹرڈ آفس ایشیا ہاؤس، 19 C/D، بلاک۔L، گلبرگ III، مین فیروز پور روڈ، لاہور، میں اجلاس کے آغاز سے 48 گھنٹے پہلے پہنچ جانا چاہئے۔
- ✓ CDC حصص داران اور ان کے نمائندے/پراکسی کو درخواست کی جاتی ہے کہ وہ اپنے کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) اور پاسپورٹ کی تصدیق شدہ نقول اس پراکسی فارم کے ساتھ منسلک کریں۔
- ✓ CDC حصص داران اور ان کے نمائندے/پراکسی کو درخواست کی جاتی ہے کہ سالانہ اجلاس عام میں شمولیت کے موقع پر اپنی شناخت ثابت کرنے کے لئے وہ اپنا اصلی کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) یا پاسپورٹ بمعہ شامل ہونے کا آئی ڈی نمبر اور اپنا اکاؤنٹ نمبر ہمراہ لائیں۔



asiaINSURANCE
We've got you covered

Company Ltd



Asia Window Takaful

Asia Insurance Company Limited
BALLOT PAPER FOR VOTING THROUGH POST
For poll at the Extra Ordinary General Meeting of Asia Insurance Company Limited to
be held on Thursday, November 27, 2025 at 2:00 p.m. at 19/C/D, Block L, Gulberg III,
Lahore.

Designated email address of the Chairman at which the duly filled in ballot paper may be sent:

chairman@asiainsurance.com.pk

Name of shareholder/joint shareholders	
Registered Address	
Folio No. / CDC Participant / Investor ID with sub-account No	
Number of shares held	
CNIC, NICOP/Passport No. (in case of foreigner) (Copy to be attached)	
<u>Additional Information and enclosures</u> (In case of representative of body corporate, corporation and Federal Government.)	
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my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below
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Special Business
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Sr. No.	Nature and Description of Resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions	I/We dissent to the Resolutions
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			(FOR)	(AGAINST)
1	Special Resolutions as per Agenda # 2 (as given above)			

Signature of shareholder(s)

Place: _____

Date: _____

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

1. Duly filled postal ballot should be sent to the Chairman, if sent via courier to 19/C/D, Block L, Gulberg III, Lahore, and if sent via email to chairman@asiainsurance.com.pk
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach the Chairman of the meeting on or before November 26, 2025, during working hours. Any postal ballot received after this date will not be considered for voting.
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ایشیا انشورنس کمپنی لمیٹڈ

بیلٹ پیپر برائے ووٹنگ بذریعہ ڈاک

بروز جمعرات 27 نومبر 2025ء کو بوقت 02:00 بجے دوپہر 19-C/D بلاک L، گلبرگ III لاہور میں منعقد ہونے والے ایشیا انشورنس کمپنی

لمیٹڈ کے غیر معمولی اجلاس عام میں رائے دہی کے لئے

چیئر مین کا مقرر کردہ ای میل ایڈریس جس پر باقاعدہ پرشدہ بیلٹ پیپر بھیجا جائے گا: chairman@asiainsurance.com.pk	
نام شیئر ہولڈر/مشتہر کہ شیئر ہولڈر	
رجسٹرڈ پتہ	
فولیو نمبر/CDC شراکت/انویسٹر آئی ڈی بمعہ ذیلی اکاؤنٹ نمبر	
تعداد ملکیتی حصص	
شناختی کارڈ، NICOP/ پاسپورٹ نمبر (غیر ملکی ہونے کی صورت میں) (نقل لف کی جائے)	
اضافی معلومات اور دستاویزات	
(باڈی کارپوریٹ، کارپوریشن اور وفاقی حکومت کے نمائندے کی صورت میں)	
مجاز زیر دستخطی کا نام	
مجاز زیر دستخطی کا شناختی کارڈ، NICOP/ پاسپورٹ نمبر (غیر ملکی ہونے کی صورت میں) (نقل لف کی جائے)	

میں/ہم مندرجہ ذیل کے متعلقہ باکس میں (✓) کا نشان لگا کر (غیر متعلقہ کو کاٹ دیں) مندرجہ ذیل قرارداد پر رضامندی یا غیر رضامندی کا اظہار کر کے بذریعہ پوسٹل بیلٹ مندرجہ ذیل قرارداد کی بابت اپنا/ہمارا ووٹ کا حق باضابطہ طور پر استعمال کرتا/کرتے ہوں/ہیں۔

”خصوصی قراردادیں“				
2. مندرجہ ذیل قرارداد کو بطور خصوصی قرارداد بمعہ علاوہ ترمیم زیر غور لانا اور مناسب سمجھنے پر منظور کرنا:				
”قرارداد پاپا کہ ایشیا انشورنس کمپنی لمیٹڈ“ (”کمپنی“) کے لئے ایشیا ہاؤس واقع 19-C/D بلاک L، گلبرگ III، لاہور کی تیسری منزل کو بطور پتہ دہندہ اور متعلقہ فریق جناب زین الحق قریشی، کمپنی کے چیف ایگزیکٹو آفیسر، سے برطانیہ کمپنیز ایکٹ 2017ء کے سیکشن 208 اور متعلقہ فریقین سے لین دین کے ضابطہ 2018ء کے مطابق لیز پر لینے کے لئے شیئر ہولڈرز کی منظوری لی جاتی ہے۔				
مزید قرارداد پاپا کہ مذکورہ منزل کے لئے کمپنی اور جناب زین الحق قریشی کے مابین طے شدہ معاہدہ لیز بمعہ شرائط و ضوابط کی شیئر ہولڈرز کی جانب سے باقاعدہ منظوری و توثیق کی جاتی ہے۔				
مزید قرارداد پاپا کہ چیف ایگزیکٹو آفیسر اور کمپنی سیکریٹری کو علیحدہ اور/یا مشترکہ طور پر متعلقہ رجسٹرار اور دیگر ریگولیٹری اتھارٹیز کے رو برو ضروری دستاویزات جمع کرانے اور تمام ترامور کام کرنے، دستخط کرنے، اطلاق کرنے، متعلقہ دستاویزات، معاہدے اور گوشوارے جمع کرانے کا مجاز بھی ٹھہرایا جاتا ہے جو قرارداد ہذا کے اطلاق کے لئے ضروری اور لازمی ہیں۔ تصدیق کی جاتی ہے۔“				
نمبر شمار	قراردادوں کی تفصیل اور نوعیت	تعداد ملکیتی حصص جس کے لئے ووٹ کا سٹ کیا جا رہا ہے	میں/ہم قرارداد سے اتفاق کرتے ہیں (حق میں)	میں/ہم قرارداد کی نفی کرتے ہیں (خلاف)
1	ایجنڈا نمبر 2 (مذکورہ بالا) کے مطابق خصوصی قرارداد			

دستخط شیئر ہولڈر

مقام:.....

تاریخ:.....

مندرجات/بیلٹ پیپر جمع کرانے کا طریقہ:

- 1 باقاعدہ پرشدہ بیلٹ پیپر چیئر مین کے نام 19-C/D بلاک L، گلبرگ III لاہور یا ای میل chairman@asiainsurance.com.pk پر بھیجا جائے۔
- 2 شناختی کارڈ کی نقل پوسٹل بیلٹ فارم کے ساتھ منسلک ہونا چاہئے۔
- 3 پوسٹل بیلٹ فارم 26 نومبر 2025 تک کام کے اوقات کار کے دوران اجلاس کے چیئر مین کو لازمی پہنچ جائیں۔ اس تاریخ کے بعد وصول بیلٹ پیپر کو ووٹنگ کے لئے زیر غور نہیں لایا جائے گا۔
- 4 بیلٹ پیپر کے دستخط شناختی کارڈ پر موجود دستخط کے مطابق ہونے چاہئیں۔
- 5 نامکمل، غیر دستخط شدہ، غلط، پھٹے ہوئے یا دوبارہ تحریر کردہ بیلٹ پیپر کو مسترد کر دیا جائے۔
- 6 کمپنی کی ویب سائٹ www.asiainsurance.com.pk پر بھی بیلٹ پیپر شائع کر دیا گیا ہے۔ اراکین ویب سائٹ سے بیلٹ پیپر ڈاؤن لوڈ کر سکتے ہیں یا اخبار میں شائع اصلی بیلٹ پیپر/فوٹوکاپی بھی استعمال کر سکتے ہیں۔