

NOTICE OF 63RD ANNUAL GENERAL MEETING

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Notice is hereby given that **Sixty Third Annual General Meeting** ('AGM') of the shareholders of **Javedan Corporation Limited** (the Company) will be held on **Saturday, 18 October 2025 at 04:00 p.m.** at **Naya Nazimabad Gymkhana, Naya Nazimabad, Manghopir Road, Karachi** to transact the following business

ORDINARY BUSINESSES

1. To confirm minutes of the 62nd Annual General Meeting held on October 26, 2024.
2. To receive, consider and adopt annual audited financial statements of the Company together with the Directors' and Auditors' Reports thereon for the year ended June 30, 2025, together with the Audited Consolidated Financial Statement of the Company and the Auditors' Report thereon for the year ended June 30, 2025.

In accordance with Section 223 of the Companies Act, 2017 (Act) and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements have been uploaded on website of the Company, which can be downloaded from the following weblink or QR enabled code:

<http://jcl.com.pk/financial-statements>



3. To consider and approve final cash dividend for the year ended 30 June 2025 @ 50% i.e. PKR 5 per ordinary share and dividend @12% to preference shareholders accrued upto the period ended 30 June 2025 as recommended by the Board of Directors.
4. To appoint Auditors and fix their remuneration for the year ending June 30, 2026. The Board of Directors, on the recommendation of Audit Committee have recommended for reappointment of M/s. Yousuf Adil & Co., Chartered Accountants and M/s. Reanda Haroon Zakaria Aamir Salman Rizwan & Co., Chartered Accountants as external auditors.

SPECIAL BUSINESSES

5. To ratify the transactions conducted with Related Parties for the year ended June 30, 2025 and to authorize the Board of Directors of the Company to approve those transactions with Related Parties (if executed) during the financial year ending June 30, 2026 which require approval of shareholders u/s 207 and / or 208 of the companies Act, 2017 read with Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018 by passing the following special resolution with or without modification:

RESOLVED THAT

The transactions conducted with Related Parties as disclosed in Note 41 of the financial statements for the year ended June 30, 2025 and as elaborated in Annexure A of the Statement of Material Facts under Section 134 (3) of the companies Act, 2017 be and are hereby ratified, approved and confirmed.

FURTHER RESOLVED THAT

The Board of Directors of the Company be and are hereby authorized to approve the transactions to be conducted with Related Parties on case-to-case basis for the financial year ending June 30, 2026.

FURTHER RESOLVED THAT

The transactions approved by the Board shall be deemed to have been approved by the shareholders u/s 207 and / or 208 of the companies Act, 2017 read with Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018 (if triggered) and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval (if required).

6. To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):

Investment in Associated Companies & Associated Undertakings

RESOLVED THAT

the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, for the following limit of fresh investments in an associated companies and undertakings for a period upto next annual general meeting, and subject to the terms and conditions as mentioned in the Annexure-B of Statement under Section 134(3).

FURTHER RESOLVED THAT

the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following equity investments limits in associated companies and associated undertakings as are also mentioned in the Annexure-C of Statement under Section 134(3) against which approval had been sought in previous general meeting(s), upto unutilized amount, and for a period upto next annual general meeting, which shall be renewable in next annual general meeting(s) for further period(s).

FURTHER RESOLVED THAT

the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following sanctioned limits of loans and/or advances and/or running finance and/or guarantees and/or third-party collateral in associated companies and associated undertakings, for which approval has been sought in previous general meeting(s), as mentioned in detail in the Annexure-C of statement under Section 134(3), whereas the renewal of limits will be in the nature of loan and/or advance and/or running finance and/or guarantee for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable in next annual general meeting(s) for further period(s) as specified.

S.No	Name of Associated Companies & Associated Undertakings	Proposed Fresh Investment		Renewal Requested	
		Equity	Loans / Advances / Guarantee	Unutilized Equity portion	Sanctioned Loan/ Advance/ Guarantee
		Amount in PKR (million)		Amount in PKR (million)	
1	Aisha Steel Mills Limited	-	-	500	1,000
2	Power Cement Limited	-	-	500	1,000
3	Arif Habib Limited	-	-	500	2,000
4	Fatima Fertilizer	-	-	500	-
5	Sapphire Bay Islamic Development REIT	6,500	-	1,051	3,000
6	Globe Residency REIT	-	500	500	679.17
7	Naya Nazimabad Apartment REIT	-	-	1,000	4,000
8	Park View Apartment REIT	-	-	250	-

FURTHER RESOLVED THAT

The Chief Executive and/or any one Director jointly and/or any one Director and/or Chief Financial Officer and Company Secretary jointly by any two, be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto.

ANY OTHER BUSINESS

7. To transact any other business with the permission of the chair.

A statement under section 134(3) of the Companies Act 2017 pertaining to agenda items No.5 and 6 is Annexed for information of the Shareholders.



By Order of the Board
Dabeer Ullah Sheikh
Company Secretary

Karachi

Dated: 26 September 2025

NOTES:

1. The share transfer books of the Company for its securities namely, JVDC (ordinary shares) and JVDCPS (preference shares) will remain closed from 10 October 2025 to 18 October 2025 (both days inclusive). Transfer received in order at the office of our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shakra-e-Faisal, Karachi – 74400 (Share Registrar) at the close of the business on Thursday, 09 October 2025, will be considered in time for attending the AGM and entitlement of the Dividends to preference and ordinary shareholders.
2. A member entitled to attend and vote at the meeting may appoint another person as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
3. Guidelines as laid down in Circular No. I – Reference No. 3 (5-A) Misc / ARO / LES / 96 dated January 26, 2000 issued by Securities & Exchange Commission of Pakistan for authenticity of relevant documents in the matter of beneficial owners of the shares registered in the name of CDC for purposes of attending the general meetings and for verification of instruments of proxies are provided below for information of members:

A. Attending of meeting in person by individuals, the CDC account holders and/or sub-account holders and persons whose securities registration details are uploaded to CDS:

- 1) In case of individuals, the CDC account holder or sub-account holder and/or the person whose securities are in group account, and their registration details are up-loaded to CDS as per CDC regulations, shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) or original passport and bring their folio numbers at the time of attending the meeting.
- 2) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

B. Appointment of Proxies

- a. In case of individuals, the CDC account holder or sub-account holder and/or the person whose securities are in group account, and their registration details are up-loaded to CDS as per CDC regulations, shall submit the proxy form as per requirement provided hereunder:
 - b. In order to be effective, the duly filled proxy forms with name of proxy must be received at the office of share registrar or registered address of the Company not later than 48 hours before the meeting, duly signed, stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
 - c. In the case of individuals, attested copies of CNIC or passport of the beneficial owners, witnesses and the proxy holder shall be furnished with the proxy form. A proxy must be a member of the Company.
 - d. The proxy shall produce his original CNIC or original passport at the time of the meeting.
 - e. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature shall be submitted alongwith proxy form to the company.
4. Shareholders are requested to notify change in their addresses, if any, to our Share Registrar. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service.

5. Updation of Email/Cell Numbers:

To comply with requirement of Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, all physical shareholders are requested to provide their email address, mobile number and notify change therein, if any to our Share Registrar for incorporation in our members register. Shareholders maintaining their shares in electronic form should have their email address and mobile number updated with their participant or CDC Investor Accounts Service. This exercise will also enable our shareholders to cast vote their vote through e-voting for all businesses classified as special business under the Companies Act, 2017.

6. Online Participation in the Annual General Meeting:

In light of relevant guidelines issued by the Securities & Exchange Commission of Pakistan (SECP) vide letter no. SMD/SE/2(20)/2021/117 dated December 15, 2021, the shareholders are encouraged to participate in the AGM through electronic facility arranged by the Company.

Accordingly, the company ensuring maximum participation of the shareholders has made arrangements to ensure that shareholders can also participate in the AGM proceeding via video link. Hence, those members who desire online participation in the AGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at munzareen.kapadia@jcl.com.pk with subject of "Registration for JCL AGM 2025" not less than 48 hours before the time of meeting:

Name of Shareholder	CNIC No	Folio No / CDC Account No	Cell No	Email Address

Video Link to join the AGM will be shared with only those members whose emails, containing all the required and correct particulars are received at above mentioned email address.

7. Notice to Shareholders for provision of CNIC and other details:

Members who have not yet submitted photocopy of their valid CNIC to the Company / Share Registrar, are once again reminded to send the same at the earliest directly to Company's Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99- B, Block-B, S.M.C.H.S, Main Shahrāh-e-Faisal, Karachi. The Corporate Entities are requested to provide their National Tax Number (NTN). Please give Folio Number with the copy of CNIC / NTN details.

8. Payment of Cash Dividend through Electronic Mode (Mandatory):

As per requirement of Section 242 of the Companies Act, 2017 and the Companies (Distribution of Dividend) Regulations, 2017, it is mandatory for every listed Company to pay cash dividend to its shareholders only through electronic mode directly into bank account designated by the entitled shareholders. Consequently, to receive cash dividends directly into bank account, if any, shareholders having physical shares are requested to fill in 'Electronic Dividend Mandate Form' available at Company's website containing prescribed details and send it duly signed along with a copy of CNIC to the Registrar of the Company. In case of book-entry securities, shareholders must get their respective records updated as per the 'Electronic Dividend Mandate Form' with their Broker / Participant / CDC account services.

In case of absence / non-receipt of the copy of a valid CNIC and bank account details, the Company would be constraint under Section 243(2)(a) of the Companies Act, 2017 read with regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017 to withhold the payment of dividends, if any, to such members till provision of prescribed details.

9. Details of Shareholding Proportion

Shareholders are requested that in case of joint account, please share proportionate shareholding in writing as follows with our share registrar within 15 days of this notice for record purpose:

Bank Name	Folio/CDC A/c. No.	Total No. of Shares	Participant Shareholder		Joint Shareholder	
			Name and CNIC No.	Shareholding Proportionate (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

10. Zakat Exemption:

Zakat will be deducted from the dividends at source at the rate of 2.5% of the paid-up value of the share (Rs. 10/- each) and will be deposited within the prescribed period with the relevant authority. In case of claiming exemption, please submit your Zakat Declarations under Zakat and Ushr Ordinance, 1980 and Rule 4 of Zakat (Deduction and Refund) Rules, 1981 on or before close of business on 09 October 2025. Shareholders who hold Company's shares in physical form, please deposit their Zakat Declaration on Form CZ-50 with Company's Share Registrar with mentioning Folio No. and Name. Shareholders who hold shares in book entry shall deposit their zakat declaration on Form CZ-50 with CDC Investor Account Services/CDC Participant/Stockbrokers with mentioning CDS Account No. and name of shareholder.

11. E-Voting / Postal Ballot:

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-144 of the Companies Act, 2017 and SRO 2192(1)/2022 dated 5th December 2022, members will be allowed to exercise their right to vote for the special business(es) in accordance with the conditions as specified in the said regulations.

As the agenda items No.5 and 6 of the Annual General Meeting are special business, therefore, facility of e-voting or postal ballot is arrange for the shareholders through M/s. THK Associates (Private) Limited, Balloter and e-voting service providers. The procedure for exercising e-voting or Postal Ballot options, alternatively is provided hereunder:

i) E-Voting Procedure

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on 09 October 2025.
- The web address, login details and password will be communicated to members via email. The security codes will be communicated to members through SMS and email from web portal of the e-voting service provider.
- Identity of the members intending to cast vote through E-Voting shall be authenticated through electronic signature or authentication for login.
- E-Voting lines will start from 15 October 2025, 09:00 a.m. and shall close on 17 October 2025 at 05:00 p.m. Members (local and foreign) can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

ii) Postal Ballot

- Members may alternatively opt for voting through postal ballot. Ballot Paper shall also be available for download from the website of the Company at www.jcl.com.pk or use the same published in newspapers.

- (b) The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach to the Chairman at the Registered Address through post at Arif Habib Centre, 23 M. T. Khan Road, Karachi (Attention of the Company Secretary) or through the registered email address of shareholder at dabeerullah.sheikh@jcl.com.pk with subject of 'Postal Ballot for 'JCL AGM 2025' by Friday, 17 October 2025 during working hours i.e. before 05:30 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.

Postal Ballot paper, shall be published in the newspapers and shall also be available for download from the website of the Company www.jcl.com.pk The signature on the ballot paper shall match with the signature on CNIC.

- (c) Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman shall be the deciding authority.

In case of foreign members and representatives of a body corporate and corporation acceptability of other identification documents i.e. passport and extract of board resolution in lieu of CNIC will be sufficient evidence attached with duly completed postal ballot paper.

Note:

The Securities and Exchange Commission of Pakistan, vide S.R.O. 451(I)/2025 dated March 13, 2025, has notified that in general meetings, members attending physically shall cast their votes for special business only through postal ballot, and voting by show of hands shall not be permitted.

In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. Rehman Sarfaraz Rahim Iqbal Rafiq & Co., Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the businesses to be transacted in the meeting (Agenda # 6 pertaining to Investments in associates under section 199 of the Companies Act, 2017 respectively), and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

12. Provision of Video Link Facility:

In accordance with Section 134 (1) (b) of the Companies Act, 2017 the Shareholders may participate in the meeting via video-link facility. If the Company receives a demand (at least 7 days before the date of meeting) from shareholder(s) holding an aggregate 10% or more shareholding residing in any other city, to participate in the meeting through video link, the Company will arrange video link facility in that city.

Shareholders, who wish to participate through video-link facility, are requested to fill in Video Link Facility Form available at Company's website at the given link: <https://jcl.com.pk/investors-information/#Video-link-facility-form> and send a duly signed copy to the Registered Address of the Company.

13. Distribution of Annual Report:

The Annual Report of the Company for the year ended 30 June 2025 has been placed on the Company's website at the given weblink: <http://jcl.com.pk/financial-statements> and could also be downloaded from above QR code.

However, if a shareholder, in addition, requests a hard copy of Annual Report, the same shall be provided free of cost within seven days of receipt of such request. For convenience of shareholders, a "Standard Request Form Annual Report" has also been made available on the Company's website www.jcl.com.pk.

14. Deposit of Physical shares in CDC Accounts:

The SECP, through its letter No.CSD/ED/Misc/2016-639-640 dated 26 March 2021, has advised the listed companies to adhere with the provisions of the Section 72 of the Act, which requires all the exiting companies to replace shares issued by them in physical form with book-entry form in a manner as may be specified and from the date notified by the SECP within a period not exceeding four years from the commencement of the Companies Act 2017 i.e. 30 May 2017. The shareholders having physical shareholding are requested to open CDC sub-account with any of the brokers or investors account directly with CDC to place their physical shares into scrip less form.

15. Unclaimed Dividend:

Pursuant to Section 244 of the Act, any shares issued, or dividends declared by the Company, which remain unclaimed for a period of three years from the date they became due and payable shall rest with the Federal Government after completion of procedure prescribed under the Act.

In this respect, Shareholders, who by any reason, could not claim their previous dividends are advised to contact our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi, to collect/enquire about their unclaimed dividend, if any. The details of the dividend declared by the Company which have remained due for more than three years are available on the Company's website www.jcl.com.pk.

16. Form of Proxy is enclosed and uploaded on the Company's website www.jcl.com.pk.

17. The Securities and Exchange Commission of Pakistan (the "SECP"), through its Circular 2 of 2018, dated February 9, 2018 and S.R.O.452(I)/2025 has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/coupons/lunches/takeaway/packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offense, and companies failing to comply may face penalties.

18. Pursuant to S.R.O. 452(I)/2025 dated 17 March 2025 and in order to meet the requirement of Section 223 of the Companies Act, 2017 the Company has transmitted the 63rd Notice of AGM together with the weblink and QR code for downloading the Annual Report electronically via email to those shareholders whose email addresses are available in the records of the Company's Share Registrar. In cases where shareholders' email addresses are not available, printed notices of the said AGM, together with the weblink and QR code for downloading the Annual Report, have been dispatched.

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

This statement sets out the material facts concerning the Special Business given in Agenda items No. 5 and 6 of the Notice to be transacted at the Annual General Meeting of the Company. Directors of the Company have no interest in the special business except in their capacity as director / shareholder.

ANNEXURE A

AGENDA NO.5

TO RATIFY THE TRANSACTIONS CONDUCTED WITH RELATED PARTIES FOR THE YEAR ENDED JUNE 30, 2025 AND TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO APPROVE THOSE TRANSACTIONS WITH RELATED PARTIES (IF EXECUTED) DURING THE FINANCIAL YEAR ENDING JUNE 30, 2026 WHICH REQUIRE APPROVAL OF SHAREHOLDERS U/S 207 AND / OR 208 OF THE COMPANIES ACT, 2017.

Transactions conducted with all related parties have to be approved by the Board of Directors, duly recommended by the Audit Committee on quarterly basis pursuant to Section 208 of the Companies Act, 2017 and clause 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019.

Since several directors were considered interested in related-party transactions due to their common directorships and/or shareholdings, the shareholders, at the 62nd Annual General Meeting, authorized the Board of Directors to approve such transactions on an arm's-length basis, subject to the Audit Committee's recommendations, from time to time and on a case-by-case basis for the year ended June 30, 2025. These transactions are deemed approved by the shareholders and are now being presented at the Annual General Meeting for formal approval and ratification. All related-party transactions requiring ratification are disclosed in Note 41 to the financial statements for the year ended June 30, 2025.

The Company shall be conducting transactions with its related parties during the year ending 30 June 2026 on an arm's length basis as per the approved policy with respect to 'transactions with related parties' in the normal course of business. Being the directors of a real estate builder and developer Company, many Directors may be deemed to be treated as interested in transactions with related parties due to their common directorships and/or shareholding. In order to promote good corporate governance and transparent business practices, the shareholders desire to authorize the Board of Directors to approve transactions with the related parties from time-to-time on case to case basis, including transactions (if executed) triggering approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017, for the year ending 30 June 2026, which transactions shall be deemed to be approved by the Shareholders. The nature and scope of such related party transactions is explained above. These transactions shall be placed before the shareholders in the next Annual General Meeting for their formal approval/ratification. The Directors are interested in the resolution only to the extent of their shareholding and / or common directorships in such related parties.

ANNEXURE B

AGENDA NO.6

INVESTMENTS IN ASSOCIATED COMPANIES & ASSOCIATED UNDERTAKINGS

The Board of Directors of the Company has approved the specific limit for fresh equity investment and investment in form of loans/advances along with other particulars for investments in the following associated companies and associated undertakings in the following associated company subject to the consent of members under Section 199 of the Companies Act, 2017 / Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017. The Board of Directors do hereby undertake / certify that necessary due diligence for the following proposed investment has been carried out. The principal purpose of this special resolution is to make the Company in a ready

position to capitalize the investment opportunity as and when it arrives. It is prudent that the Company should be able to make the investment at the right time when the opportunity is available, and the limit shall be valid till the holding of the next annual general meeting with the option of renewal thereon.

Ref. No.	Requirement	Information																		
Information required to be disclosed as per Regulation 3(1)(a):																				
i	Name of associated company or associated undertaking	Globe Residency REIT (“GRR”)																		
ii	Basis of relationship	GRR is managed by Arif Habib Dolmen REIT Management Limited and company has common directorship with REIT management company.																		
iii	Earnings per share (Basic) for the last three years	Year 2023: 1.94 Year 2024: 1.80 Year 2025: 3.85																		
iv	Break-up value of share, based on the latest audited financial statements	PKR 14.15 per share as at 30th June 2025																		
v	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	<table><tr><td>30th June 2025</td><td>(PKR in Thousand)</td></tr><tr><td>Non-Current Asset</td><td>15,286</td></tr><tr><td>Current Asset</td><td>5,603,464</td></tr><tr><td>Equity</td><td>1,981,630</td></tr><tr><td>Non-Current Liabilities</td><td>1,838,889</td></tr><tr><td>Current Liabilities</td><td>1,798,231</td></tr><tr><td>Operating Revenue</td><td>2,627,478</td></tr><tr><td>Profit before tax</td><td>544,737</td></tr><tr><td>Profit after tax</td><td>539,225</td></tr></table>	30 th June 2025	(PKR in Thousand)	Non-Current Asset	15,286	Current Asset	5,603,464	Equity	1,981,630	Non-Current Liabilities	1,838,889	Current Liabilities	1,798,231	Operating Revenue	2,627,478	Profit before tax	544,737	Profit after tax	539,225
30 th June 2025	(PKR in Thousand)																			
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Current Liabilities	1,798,231																			
Operating Revenue	2,627,478																			
Profit before tax	544,737																			
Profit after tax	539,225																			
vi	<p>In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, prescribed details thereof</p> <p>i) Description of the project and its history since conceptualization; ii) Starting date and expected date of completion of work; iii) Time by which such project will become commercially operational iv) Expected time by which the project shall start paying return on investment; and v) Funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts.</p>	Not Applicable																		

Ref. No.	Requirement	Information
vii	Maximum amount of investment to be made	<p>Following limits are requested for approval:</p> <ul style="list-style-type: none"> - Renewal requested of unutilized limit of PKR 500 million is requested for approval in equity securities and - Renewal requested of PKR 679.17 million is requested for approval in form of loan and or advances and or running finance and or guarantee and or third-party collateral - Fresh Limit of PKR 500 million is requested for approval in form of loan and or advances and or running finance and or guarantee and or third-party collateral. <p>After approval of renewal and fresh limit approval following will be available limits for investment:</p> <ul style="list-style-type: none"> - Equity securities PKR 500 million. - Loan PKR 1,179.17 million.
viii	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	For the benefit of the Company and to earn better returns on investment by capturing the opportunities on the right time. Approval of limit shall remain valid for a period up to next annual general meeting and shall be renewable thereon for further period(s).
ix	<p>Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds</p> <ul style="list-style-type: none"> • Justification for investment through borrowing • Detail of collateral, guarantees provided and assets pledged for obtaining such funds • Cost benefit analysis 	<p>The investment may be made from Company's own available liquidity and/or credit lines.</p> <ul style="list-style-type: none"> • Higher rate of return • Pledge of listed securities and / or charge over assets of the Company, if and where needed. • Company's average borrowing cost is 3MK/6MK + 1.32% and the Company expects to earn over and above the average borrowing cost.
x	Salient feature of agreements (if any) with associated company or associated undertaking with regards to proposed investment	There is no agreement to date.
xi	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the company have no interest in the investee company except in their capacity as sponsor / director / shareholder of associated company
xii	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	Performance of GRR can be referred in point III to V above.
xiii	Any other important details necessary for the members to understand the transaction	None

Ref. No.	Requirement	Information
Information required to be disclosed as per Regulation 3(1)(c):		
xiv	Maximum price at which securities will be acquired	<p>Limit of PKR 500 million is requested for approval as loans / advances / Guarantee / running finance / third party collateral at the discretion of the Company.</p> <p>The investment upto PKR 1,179.17 million may be made in form of loan, advances, running finance, guarantee, third party collateral at the discretion of the Company but the total shall not exceed the approved limit</p>
xv	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah compliant products and rate of return for unfunded facilities, as the case may be, for the relevant period	Company's average borrowing cost is 3MK/6MK + 1.32%.
xvi	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company	Negotiable: in line with prevailing commercial rates for similar facilities and will be decided at the time of extending the facility.
xvii	Particulars of collateral or security to be obtained in relation to the proposed investment	As investee is a Group Company, no collateral is required.
xviii	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable	Not Applicable
xix	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	<p>Facilities extended in the nature of Running Finance / Advance shall be for a period of one year and renewable in next general meeting for further period (s) of one year (s).</p> <p>Facility extended in term loan and or guarantee and or third-party collateral shall be for a period as agreed at the time of disbursement, and the portion of facility to the extent of disbursement of term loan shall be exhausted and shall not be renewable in next annual general meeting.</p>
Information required to be disclosed as per Regulation 3(1)(a):		
I	Name of associated company or associated undertaking	Sapphire Bay Islamic Development REIT ("SBIDR")
II	Basis of relationship	SBIDR is managed by Arif Habib Dolmen REIT Management Limited and company has common directorship with REIT management company.
III	Earnings per share (Basic) for the last three years	Year 2024: 1.34
IV	Break-up value of share, based on the latest audited financial statements	PKR 11.45 per share as at 30th June 2024

Ref. No.	Requirement	Information																		
V	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	<table><tr><td>30th June 2025</td><td>(PKR in Thousand)</td></tr><tr><td>Non-Current Asset</td><td>Nil</td></tr><tr><td>Current Asset</td><td>9,722,683</td></tr><tr><td>Equity</td><td>7,112,878</td></tr><tr><td>Non-Current Liabilities</td><td>989,965</td></tr><tr><td>Current Liabilities</td><td>1,619,840</td></tr><tr><td>Operating Revenue</td><td>Nil</td></tr><tr><td>Profit before tax</td><td>287,061</td></tr><tr><td>Profit after tax</td><td>287,061</td></tr></table>	30 th June 2025	(PKR in Thousand)	Non-Current Asset	Nil	Current Asset	9,722,683	Equity	7,112,878	Non-Current Liabilities	989,965	Current Liabilities	1,619,840	Operating Revenue	Nil	Profit before tax	287,061	Profit after tax	287,061
30 th June 2025	(PKR in Thousand)																			
Non-Current Asset	Nil																			
Current Asset	9,722,683																			
Equity	7,112,878																			
Non-Current Liabilities	989,965																			
Current Liabilities	1,619,840																			
Operating Revenue	Nil																			
Profit before tax	287,061																			
Profit after tax	287,061																			
viii	<p>In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, prescribed details thereof</p> <p>i) Description of the project and its history since conceptualization; ii) Starting date and expected date of completion of work; iii) Time by which such project will become commercially operational iv) Expected time by which the project shall start paying return on investment; and v) Funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts. iv) Expected time by which the project shall start paying return on investment; and v) Funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts.</p>	Not applicable																		
VII	Maximum amount of investment to be made	<p>Following limits are requested for approval:</p> <ul style="list-style-type: none">- Renewal requested of unutilized limit of PKR 1,051 million is requested for approval in equity securities and- Renewal requested of PKR 3,000 million is requested for approval in form of loan and or advances and or running finance and or guarantee and or third-party collateral- Fresh Limit of PKR 6,500 million is requested for approval in equity securities. <p>After approval of renewal and fresh limit approval following will be available limits for investment:</p> <ul style="list-style-type: none">- Equity securities PKR 7,551 million.- Loan PKR 3,000 million.																		
VIII	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	For the benefit of the Company and to earn better returns on investment by capturing the opportunities on the right time. Approval of limit shall remain valid for a period up to next annual general meeting and shall be renewable thereon for further period(s).																		

Ref. No.	Requirement	Information
IX	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds <ul style="list-style-type: none"> Justification for investment through borrowing Detail of collateral, guarantees provided and assets pledged for obtaining such funds Cost benefit analysis 	The investment may be made from Company's own available liquidity and/or credit lines. <ul style="list-style-type: none"> Higher rate of return Pledge of listed securities and / or charge over assets of the Company, if and where needed. Company's average borrowing cost is 3MK/6MK + 1.32% and the Company expects to earn over and above the average borrowing cost.
X	Salient feature of agreements (if any) with associated company or associated undertaking with regards to proposed investment	The Company has entered into Public Private Partnership Agreement with Ravi urban Development Authority and has committed to hold 51% shareholding of the project company/REIT Scheme.
XI	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration	Directors of the company have no interest in the investee company except in their capacity as sponsor / director / shareholder of associated company
XII	In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs	Performance of SBIDR can be referred in point III to V above.
XIII	Any other important details necessary for the members to understand the transaction	None
Information required to be disclosed as per Regulation 3(1)(b):		
XIV	Maximum price at which securities will be acquired	At par/premium/negotiated price prevailing on the date of transaction/investment
XV	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not applicable
XVI	Maximum number of securities to be acquired	No. of securities purchasable under approved limit in accordance with / based on Sr. Nos. VII & XIV
XVII	Number of securities and percentage thereof held before and after the proposed investment	Before: 426,837,268 (No. of Units) being 69% holding in the company as on 30th June 2025 After: Increase in securities / percentage in accordance with Sr. Nos. VII, XV and XVI.
XVIII	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities	Not Applicable
XIX	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities.	Regulation 5(1) of Companies (Investment in associated Companies & Associated undertakings) Regulations 2017 provides that in case of investment in un-listed securities of an associated company or undertaking, the fair value for such security shall be determined based on the generally accepted valuation techniques and latest financial statement of the associated company. Therefore, the investment will be carried out based on fair value determined as above at the time of transaction.

Following directors of the company have no interest in the investee company except as follows:

Mr. Arif Habib	<ul style="list-style-type: none"> Director and or Shareholder of Arif Habib Dolmen REIT Management Limited (the REIT Management Company) of Globe Residency REIT & Sapphire Bay Islamic Development REIT
Mr. Muhammad Ejaz	<ul style="list-style-type: none"> Chief Executive of Arif Habib Dolmen REIT Management Limited (the REIT Management Company) of Globe Residency REIT & Sapphire Bay Islamic Development REIT
Mr. Samad A. Habib	<ul style="list-style-type: none"> Director and or Shareholder of Arif Habib Dolmen REIT Management Limited (the REIT Management Company) of Globe Residency REIT & Sapphire Bay Islamic Development REIT

Annexure C

Statement u/s 134(3) of Companies Act 2017 in compliance with Regulation 4(2) of Companies (Investment in Associated Companies & Associated Undertakings) Regulations, 2017 for decision to make investment under the authority of resolution passed earlier pursuant to provisions of Section 199 of Companies Act 2017 is not implemented fully or partially:

The Company in its previous general meetings had sought approvals under section 199 of the Companies Act, 2017 for investments in the following Associated Companies and Associated Undertakings in which investment has not been made so far, either fully or partially. Approval of renewal of unutilized portion of equity investments and sanctioned limit of (loans and or advances and or running finance and or third-party collateral and or guarantee) are also hereby sought for the companies, in which directors of the company have no interest except in their capacity as director / shareholder, as per following details for a period upto next annual general meeting, unless specifically approved for a longer period in 62nd AGM held in 2024, the already approved respective limits for (loans and or advances and or running finance and or third-party collateral and or guarantee) were approved to be consolidated, and accordingly the Company may utilize the consolidated limit at its discretion for extending (loans and or advances and or running finance and or third-party collateral and or guarantee); provided that sum of respective natures of investments so extended does not exceed the already approved investment limit in the aggregate:

Name of associated company / undertaking: Aisha Steel Mills Limited

S. No	Description	Equity Securities	Loans / Advances / Running Finance / Guarantee
a)	Total investment approved	500,000,000	1,000,000,000
b)	Amount of investment made to date	-	-
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,	Facility is in nature of loans/advances/running finance/guarantee and will be availed by the associated company as per requirement and Company will utilize based on the need and in the interest of shareholders.

Name of associated company / undertaking: Aisha Steel Mills Limited

S. No	Description	Equity Securities		Loans / Advances / Running Finance / Guarantee	
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2024	2023	2024	2023
i	(Loss)/Earnings per share – basic	(0.26)	(3.56)	(0.26)	(3.56)
ii	Net Profit/(Loss)	(132,470,000)	(3,215,653,000)	(132,470,000)	(3,215,653,000)
iii	Shareholders' Equity	15,706,978,000	15,691,715,000	15,706,978,000	15,691,715,000
iv	Total Assets	38,046,164,000	46,804,817,000	38,046,164,000	46,804,817,000
v	Break-up Value	16.89	16.87	16.89	16.87
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 500,000,000		Sanctioned: 1,000,000,000	

Name of associated company / undertaking: Power Cement Limited

S. No	Description	Equity Securities		Loans / Advances / Running Finance / Guarantee	
a)	Total investment approved	500,000,000		1,000,000,000	
b)	Amount of investment made to date	-		-	
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,		Facility is in nature of loans/advances/running finance/guarantee and will be availed by the associated company as per requirement and Company will utilize based on the need and in the interest of shareholders.	
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2024	2023	2024	2023
i	(Loss)/Earnings per share – basic & diluted	(2.88)	(0.19)	(2.88)	(0.19)
ii	(Loss)/Net Profit	(2,703,284,000)	168,993,000	(2,703,284,000)	168,993,000
iii	Shareholders' Equity	19,419,121,000	17,568,027,00	19,419,121,000	17,568,027,00
iv	Total Assets	47,777,776,000	48,530,623,000	47,777,776,000	48,530,623,000
v	Break-up Value	17.47	15.80	17.47	15.80
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 500,000,000		Sanctioned: 1,000,000,000	

Name of associated company / undertaking: Arif Habib Limited

S. No	Description	Equity Securities		Loans / Advances / Running Finance / Guarantee	
a)	Total investment approved	500,000,000		2,000,000,000	
b)	Amount of investment made to date	-		-	
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,		Facility is in nature of loans/advances/running finance/guarantee and will be availed by the associated company as per requirement and Company will utilize based on the need and in the interest of shareholders.	
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2024	2023	2024	2023
i	Earnings per share- basic & diluted	9.37	2.83	9.37	2.83
ii	Net Profit	611,946,740	184,672,102	611,946,740	184,672,102
iii	Shareholders' Equity	1,273,181,740	4,994,252,286	1,273,181,740	4,994,252,286
iv	Total Assets	5,679,897,459	7,785,551,720	5,679,897,459	7,785,551,720
v	Break-up Value	19.49	76.43	19.49	76.43
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 500,000,000		Sanctioned: 2,000,000,000	

Name of associated company / undertaking: Fatima Fertilizer Company Limited

S. No	Description	Equity Securities		Loans / Advances / Running Finance / Guarantee
a)	Total investment approved	500,000,000		N/A
b)	Amount of investment made to date	-		N/A
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,		N/A
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2024	2023	N/A
i	Earnings per share – basic & diluted	16.66	10.67	N/A
ii	Net Profit	34,983,238,000	22,399,399,000	N/A
iii	Shareholders' Equity	141,732,919,000	118,365,983,000	N/A
iv	Total Assets	302,831,858,000	230,766,831,000	N/A
v	Break-up Value	67.49	56.36	N/A
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 500,000,000		N/A

Name of associated company / undertaking: Sapphire Bay Islamic Developmental REIT

S. No	Description	Equity Securities	Loans / Advances / Running Finance / Guarantee
a)	Total investment approved	6,000,000,000	3,500,000,000
b)	Amount of investment made to date	4,949,312,000	-
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Unutilized limit of investment will be made as project in progress ahead an investment requirement is needed.	Facility is in nature of loans/advances/running finance/guarantee and will be availed by the associated company as per requirement and Company will utilize based on the need and in the interest of shareholders.
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	30 June 2024	30 June 2023
i	Earnings per share- basic & diluted	1.34	N/A
ii	Net Profit	287,061	N/A
iii	Shareholders' Equity	7,112,878	N/A
iv	Total Assets	9,722,683	N/A
v	Break-up Value	11.45	N/A
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 7,550,688,000	Sanctioned: 3,000,000,000

Name of associated company / undertaking: Globe Residency REIT

S. No	Description	Equity Securities	Loans / Advances / Running Finance / Guarantee
a)	Total investment approved	3,000,000,000	3,500,000,000
b)	Amount of investment made to date	1,501,200,000	2,821,000,000
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,	Facility is in nature of loans/advances/running finance/guarantee and will be availed by the associated company as per requirement and Company will utilize based on the need and in the interest of shareholders.
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	30 June 2024	30 June 2023
i	Earnings per share- basic & diluted	1.79	1.94
ii	Net Profit	251,915,000	271,083,000
iii	Shareholders' Equity	1,687,405,000	1,855,490,000
iv	Total Assets	4,789,967,000	4,113,180,000
v	Break-up Value	12.05	13.25
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 500,000,000	Sanctioned: 1,179,000,000

Name of associated company / undertaking: Naya Nazimabad Apartment REIT

S. No	Description	Equity Securities	Loans / Advances / Running Finance / Guarantee
a)	Total investment approved	6,500,000,000	4,000,000,000
b)	Amount of investment made to date	2,937,500,000	4,000,000,000
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,	Facility is in nature of loans/advances/running finance/guarantee and will be availed by the associated company as per requirement and Company will utilize based on the need and in the interest of shareholders.
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	30 June 2024	30 June 2023
i	Loss per share – basic & diluted	(1.99)	(0.16)
ii	Net Loss	(587,294,000)	(46,270,000)
iii	Shareholders' Equity	2,303,936,000	2,891,230,000
iv	Total Assets	10,694,937,000	5,863,981,000
v	Break-up Value	7.84	9.84
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 1,000,000,000	Sanctioned: 4,000,000,000

Name of associated company / undertaking: Park View Apartment REIT

S. No	Description	Equity Securities		Loans / Advances / Running Finance / Guarantee
a)	Total investment approved	250,000,000		N/A
b)	Amount of investment made to date	-		N/A
c)	Reasons for not having made complete investment so far where resolution required it to be implemented in specified time: and	Waiting for an appropriate time in the interest of the shareholders for utilization of approved limit,		N/A
d)	Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	2024	2023	N/A
i	Earnings per share – basic & diluted	(0.173)	-	N/A
ii	Net Profit	37,234,000	-	N/A
iii	Shareholders' Equity	2,119,632,000	-	N/A
iv	Total Assets	2,314,694,000	-	N/A
v	Break-up Value	9.83	-	N/A
	Renewal in Previous Limits Requested for Portion I.E	Unutilized: 250,000,000	-	N/A

حصص داران جو وڈیو لنک سہولت کے ذریعے شرکت کرنا چاہتے ہیں کمپنی کی ویب سائٹ پر دستیاب <https://jcl.com.pk/investors-information/#Video-link-facility-form> وڈیو لنک سہولت میں درخواست پُر اور باقاعدہ دستخط شدہ کاپی کمپنی کے رجسٹرڈ پتے پر ارسال کریں۔

13۔ سالانہ رپورٹوں کی ترسیل

30 جون 2025 کو ختم ہونے والے سال کیلئے کمپنی کی سالانہ رپورٹ دیئے گئے لنک <http://jcl.com.pk/financial-statements> پر چسپاں کر دی گئی ہیں اور مندرجہ بالا QR کوڈ سے ڈاؤن لوڈ بھی کی جاسکتی ہیں۔

تاہم اگر حصص دار، اس کے علاوہ سالانہ رپورٹ کی ہارڈ کاپی کے لئے درخواست کرتا ہے تو یہ ایسی درخواست کی وصولی کے ساتھ یوم کے اندر بلا معاوضہ فراہم کر دی جائے گی۔ حصص داران کی سہولت کے لئے معیاری درخواست فارم برائے حصول سالانہ رپورٹ کمپنی کی ویب سائٹ www.jcl.com.pk پر بھی چسپاں کر دیا ہے۔

14۔ فزیکل حصص سی ڈی سی اکاؤنٹس میں جمع کرانا:

SECP نے بذریعہ اپنے مسئلہ نمبر CSD/ED/Misc/2016-639-640 بتاریخ 26 مارچ 2021 ہر ایک موجودہ کمپنی کو ہدایت کی ہے کہ اپنے فزیکل حصص کو بک انٹری شکل کے ساتھ SECP کی طرف سے اعلان کردہ مخصوص طریقے اور تاریخ سے کمپنیز ایکٹ 2017 کے آغاز یعنی 30 مئی 2017 سے چار سالوں سے تجاوز نہیں مدت کے اندرون تبدیل کرنا ضروری ہوگا۔ فزیکل شکل میں حصص رکھنے والے حصص داروں سے درخواست ہے کہ وہ اپنے حصص کو سکرپ لیس شکل میں رکھنے کے لئے، کسی بھی بروکرز کے ہاں سی ڈی سی سب اکاؤنٹ پاس ڈی سی کے ہاں براہ راست انویسٹر اکاؤنٹ کھولوائیں۔ لہذا، وہ شیئر ہولڈرز جن کے پاس فزیکل شیئرز ہیں، سے گزارش ہے کہ وہ کسی بھی بروکر کے ساتھ سی ڈی سی سب اکاؤنٹ یا براہ راست سی ڈی سی کے ساتھ انویسٹر اکاؤنٹ کھولوائیں تاکہ اپنے فزیکل شیئرز کو اسکرپ لیس فارم میں منتقل کر سکیں۔

15۔ غیر دعویٰ ڈیوڈنڈ

ایکٹ کی دفعہ 244 کے مطابق کمپنی کی جانب سے جاری کردہ کوئی حصص یا اعلان کردہ ڈیوڈنڈ جو واجب الادا ہونے کی تاریخ سے تین سال کی مدت تک غیر دعویٰ شدہ رہتے ہیں اور ایکٹ کے تحت طے شدہ طریقہ کار کی تکمیل کے بعد وفاقی حکومت کے پاس رہیں گے۔

شیئر ہولڈرز، جو کسی بھی وجہ سے اپنے پچھلے ڈیوڈنڈ کا دعویٰ نہیں کر سکے، انہیں ہمارے شیئر رجسٹرار سے میسر سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ سی ڈی سی ہاؤس B-99، بلاک B، S.M.C.H.S، میں شاہراہ فیصل، کراچی سے اپنے غیر دعویٰ شدہ ڈیوڈنڈ کے بارے میں، اگر کوئی ہے، حاصل کرنے کے لیے رابطہ کرنے کا مشورہ دیا جاتا ہے۔ کمپنی کی طرف سے اعلان کردہ ڈیوڈنڈ کی تفصیلات جوتین سال سے زائد عرصے سے باقی ہیں کمپنی کی ویب سائٹ www.jcl.com.pk پر دستیاب ہیں۔

16۔ پراسی فارم کمپنی کی ویب سائٹ www.jcl.com.pk پر اپ لوڈ کیا گیا ہے۔

17۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان ("ایس ای سی پی") نے اپنے سرکلر نمبر 2 آف 2018 مورخہ 9 فروری 2018 اور SRO452(1)/2025 کے ذریعے کمپنیوں کو سختی سے منع کیا ہے کہ وہ عام اجلاسوں میں یا ان کے سلسلے میں شیئر ہولڈرز کو کسی بھی صورت یا شکل میں تحائف یا مراعات (ٹوکن، کوپن، لٹچ، ٹیک اوے پیکیجز وغیرہ) فراہم نہ کریں۔ ایکٹ کی دفعہ 185 کے تحت اس ہدایت کی خلاف ورزی ایک جرم تصور کی جاتی ہے اور خلاف ورزی کرنے والی کمپنیوں کو جرمانوں کا سامنا کرنا پڑ سکتا ہے۔

SRO452(I)/2025 مورخہ 17 مارچ 2025 کے تحت اور کمپنیز ایکٹ 2017 کی دفعہ 223 کی ضرورت کو پورا کرنے کے لیے، کمپنی نے 63 واں نوٹس برائے AGM بمعہ ویب لنک اور کیو آر کوڈ برائے سالانہ رپورٹ ڈاؤن لوڈ کرنے کی سہولت، ان شیئر ہولڈرز کو بذریعہ ای میل ارسال کیا ہے جن کے ای میل ایڈریس کمپنی کے شیئر رجسٹرار کے ریکارڈ میں دستیاب ہیں۔ جن شیئر ہولڈرز کے ای میل ایڈریس ریکارڈ میں دستیاب نہیں ہیں، انہیں مذکورہ اے جی ایم کا طباعتی نوٹس بمعہ ویب لنک اور کیو آر کوڈ برائے سالانہ رپورٹ ڈاؤن لوڈ کرنے کی سہولت بذریعہ ڈاک بھیج دیا گیا ہے۔

(i) ای ووٹنگ کا طریقہ کار

(a) ای ووٹنگ کی سہولت کی تفصیلات کمپنی کے ان اراکین کے ساتھ ایک ای میل کے ذریعے شیئر کی جائیں گی جن کے پاس اپنے درست CNIC نمبر، سیل نمبر، اور ای میل ایڈریس کمپنی کے ممبران کے رجسٹر میں 09 اکتوبر 2025 کو کاروبار کے اختتام تک دستیاب ہونگے۔

(b) ویب ایڈریس، لاگ ان کی تفصیلات اور پاس ورڈ، ای میل کے ذریعے ممبران کو بتائے جائیں گے۔ سیکورٹی کوڈ زای ووٹنگ سروس فراہم کرنے والے کے ویب پورٹل سے ایس ایم ایس اور ای میل کے ذریعے اراکین کو بتائے جائیں گے۔

(c) ای ووٹنگ کے ذریعے ووٹ ڈالنے کا ارادہ رکھنے والے اراکین کی شناخت الیکٹرانک دستخط یا لاگ ان کے لیے تصدیق کے ذریعے کی جائے گی۔

(d) ای ووٹنگ لائنیں 15 اکتوبر 2025 کو صبح 9:00 بجے سے شروع ہوں گی اور 17 اکتوبر 2025 کو شام 5:00 بجے بند ہوں گی۔ ممبران (مقامی اور غیر ملکی) اس مدت کے دوران کسی بھی وقت اپنا ووٹ ڈال سکتے ہیں۔ ایک بار کسی رکن کی طرف سے قرارداد پر ووٹ ڈالنے کے بعد اسے بعد میں اسے تبدیل کرنے کی اجازت نہیں ہوگی۔

(ii) پوسٹل بیلٹ

(a) اراکین متبادل طور پر پوسٹل بیلٹ کے ذریعے ووٹنگ کا انتخاب کر سکتے ہیں۔ بیلٹ پتہ کمپنی کی ویب سائٹ www.jcl.com.pk سے ڈاؤن لوڈ کے لیے بھی دستیاب ہوں گے یا اخبارات میں شائع ہونے والے کاغذات کا استعمال کریں۔

(B) اراکین اس بات کو یقینی بنائیں گے کہ صحیح طریقے سے بھرے ہوئے اور دستخط شدہ بیلٹ پیپر، کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) کی کاپی کے ساتھ ڈاک کے ذریعے عارف حبیب سینئر، M.T.23 خان روڈ، کراچی کے رجسٹرڈ پتے پر چیئرمین کو ارسال کریں (کمپنی سیکرٹری کی توجہ) یا شیئر ہولڈر کے رجسٹرڈ ای میل ایڈریس کے ذریعے dabeerullah.sheikh@jcl.com.pk پر پوسٹ بیلٹ برائے 'JCL AGM 2025' کے عنوان سے جمعہ 17 اکتوبر 2025 شام 05:30 بجے تک ای میل کی جائیں۔ بیلٹ پیپر پر دستخط CNIC پر دستخط سے مماثل ہوں گے۔ اس وقت/تاریخ کے بعد موصول ہونے والا پوسٹل بیلٹ ووٹنگ کے لیے زیر غور نہیں آئے گا۔

پوسٹل بیلٹ پیپر اخبارات میں شائع کیا جائے گا اور کمپنی کی ویب سائٹ www.jcl.com.pk سے ڈاؤن لوڈ کے لیے بھی دستیاب ہوگا۔ بیلٹ پیپر پر دستخطی این آئی سی پر موجود دستخط سے مطابقت رکھے جائے۔

(c) براہ کرم نوٹ فرمائیں کہ ووٹنگ میں کسی بھی تنازع کی صورت میں، بشمول ایک سے زیادہ ووٹ کا سٹ کرنے کے معاملے کے، چیئرمین فیصلہ کرنے کے مجاز اتھارٹی ہوں گے۔ غیر ملکی اراکین اور باڈی کارپوریٹ یا کارپوریشن کے نمائندگان کی صورت میں، شناختی دستاویزات جیسے پاسپورٹ اور بورڈ ریزولوشن کا اقتباس، سی این آئی سی کے متبادل کے طور پر، مکمل شدہ پوسٹل بیلٹ پیپر کے ساتھ منسلک کرنا کافی شہادت تصور کیا جائے گا۔

نوٹ:

سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے بذریعہ SRO451(I)/2025 مورخہ 13 مارچ 2025 یہ نوٹیفائی کیا ہے کہ جنرل میننگلز میں فزیکل طور پر شریک ہونے والے اراکین، اسپیشل بزنس کے لیے صرف پوسٹل بیلٹ کے ذریعے ہی اپنا ووٹ کا سٹ کریں گے، اور ہاتھ کھڑا کر کے ووٹنگ کی اجازت نہیں ہوگی۔

کمپنیز (پوسٹل بیلٹ) ریگولیشنز 2018 کے ریگولیشن 11 کے مطابق، کمپنی کے بورڈ نے میسرز رحمان سرفراز رحیم اقبال رفیق اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس (ایک QCR ریٹیزڈ آڈٹ فرم) کو کمپنی کے اسکرپشنز کے طور پر مقرر کیا ہے تاکہ میننگ میں نمٹائے جانے والے معاملات (ایجنڈا نمبر 6، جو کہ کمپنیز ایکٹ 2017 کی دفعہ 199 کے تحت ایسوسی ایٹس میں سرمایہ کاری سے متعلق ہے) کے لیے نگرانی کریں اور ریگولیشنز کے ریگولیشن 11A میں بیان کردہ دیگر ذمہ داریاں بھی ادا کریں۔

12- ووٹنگ کی سہولت

کمپنیز ایکٹ 2017 کی دفعہ (b)(1) 134 کے مطابق حصص یافتگان ووٹنگ سہولت کے ذریعے اجلاس میں شرکت کر سکتے ہیں۔ کمپنی ہذا کے کل ادا شدہ سرمائے کے 10% حصے یا ادا شدہ سرمائے کے کمیشن کے صراحت کردہ کسی دیگر تناسب کے حامل حصص یافتگان اگر کسی اور شہر کے رہائشی ہیں تو اجلاس کے انعقاد کی تاریخ سے کم از کم سات (07) دن قبل تحریری طور پر کمپنی سے درخواست کرنے پر کمپنی ایسے ممبران کو کمپنی کے سالانہ اجلاس عام میں شرکت کرنے کیلئے ووٹنگ کی سہولت مہیا کر دے گی۔

اس کے مطابق کمپنی نے شیئر ہولڈرز کی زیادہ سے زیادہ شرکت کو یقینی بنانے کے لیے اس بات کو یقینی بنانے کے انتظامات کیے ہیں کہ شیئر ہولڈرز ویڈیولنک کے ذریعے بھی آئے۔ جی ایم کی کارروائی میں حصہ لے سکیں۔

چنانچہ وہ ممبران جو AGM میں آن لائن شرکت کے خواہاں ہیں ان سے درخواست کی جاتی ہے کہ وہ درج ذیل کوائف اور اپنے CNIC کی دونوں اطراف کی کارآمد کاپی کے ہمراہ ایک ای میل جس کا عنوان "رجسٹریشن برائے JCL AGM 2025" ای میل ایڈریس munzareen.kapadia@jcl.com.pk پر اجلاس کے وقت سے کم از کم 48 گھنٹے قبل بھیج کر خود کو رجسٹر کروائیں۔

حصص دار کا نام	CNIC نمبر	فولیو/سی ڈی سی اکاؤنٹ نمبر	موبائل نمبر	ای میل ایڈریس

AGM میں شرکت کے لئے ویڈیولنک صرف ان ممبران کو فراہم کیا جائے گا جنہوں نے تمام مطلوبہ معلومات اور درست کوائف مذکورہ ای میل ایڈریس پر فراہم کی ہیں۔

7۔ CNIC اور دیگر تفصیلات کی فراہمی کے لیے شیئر ہولڈرز کو نوٹس

وہ اراکین جنہوں نے ابھی تک اپنی درست شناختی کارڈ (CNIC) کی فوٹو کاپی کمپنی/شیئر رجسٹرار کو جمع نہیں کروائی ہے، انہیں ایک بار پھر یاد دہانی کرائی جاتی ہے کہ براہ راست کمپنی کے شیئر رجسٹرار، میسرز CDC شیئر رجسٹرار سروسز لمیٹڈ، CDC ہاؤس، B-99، بلاک B-، ایس۔ ایم۔ سی۔ ایچ۔ ایس، مین شاہراہ فیصل، کراچی پر جلد از جلد ارسال کریں۔ کارپوریٹ اداروں سے گزارش ہے کہ وہ اپنا نیشنل ٹیکس نمبر (NTN) فراہم کریں۔ براہ کرم سی این آئی سی/این ٹی این کی تفصیلات کے ساتھ اپنا فولیو نمبر لازمی درج کریں۔

8۔ الیکٹرانک موڈ کے ذریعے نقد ڈیویڈنڈ کی ادائیگی (لازمی)

کمپنیز ایکٹ 2017 کی دفعہ 242 اور کمپنیز (ڈسٹری بیوٹن آف ڈیویڈنڈ) ریگولیشنز 2017 کے مطابق ہر سال کمپنی کے لیے یہ لازمی ہے کہ وہ اپنے حصص داروں کو کیش ڈیویڈنڈ صرف الیکٹرانک طریقے سے، براہ راست متعلقہ حصص دار کے نامزد کردہ بینک اکاؤنٹ میں ادا کرے۔ لہذا، نقد ڈیویڈنڈ براہ راست بینک اکاؤنٹ میں وصول کرنے کے لیے، وہ شیئر ہولڈرز جن کے پاس فزیکل شیئرز ہیں ان سے گزارش ہے کہ وہ کمپنی کی ویب سائٹ پر دستیاب "الیکٹرانک ڈیویڈنڈ مینڈیٹ فارم" مطلوبہ تفصیلات کے ساتھ پُر کریں اور دستخط شدہ فارم بمعہ CNIC کی کاپی کمپنی کے رجسٹرار کو ارسال کریں۔ بک انٹری سیکورٹیز کی صورت میں، حصص دار اپنے بروکر/پارٹنیشنر / CDC اکاؤنٹ سروسز کے ذریعے اپنے متعلقہ ریکارڈ کو "الیکٹرانک ڈیویڈنڈ مینڈیٹ فارم" کے مطابق اپ ڈیٹ کروائیں۔

اگر درست سی این آئی سی اور بینک اکاؤنٹ کی تفصیلات کی کاپی فراہم نہ کی گئی تو کمپنی/کمپنیز ایکٹ 2017 کی دفعہ (a) 243(2) بمعہ کمپنیز (ڈسٹری بیوٹن آف ڈیویڈنڈ) ریگولیشنز 2017 کے ریگولیشن 6 کے تحت، ایسے اراکین کو ڈیویڈنڈ کی ادائیگی (اگر کوئی ہو) اس وقت تک روکنے پر مجبور ہوگی جب تک مطلوبہ تفصیلات فراہم نہ کی جائیں۔

9۔ شیئر ہولڈنگ تناسب کی تفصیلات

شیئر ہولڈرز سے درخواست کی جاتی ہے کہ مشترکہ اکاؤنٹ کی صورت میں براہ کرم ریکارڈ کے مقصد کے لئے اس نوٹس کے 15 دن کے اندر ہمارے شیئر رجسٹرار کے ساتھ تحریری طور پر متناسب شیئر ہولڈنگ شیئرز کریں۔

10۔ زکوٰۃ اتقنی

کمپنی کے ڈیویڈنڈ پر زکوٰۃ ادا شدہ قیمت (فی شیئر روپے 10) کے حساب سے 2.5 فیصد کی شرح سے منع پرکٹوٹی کی جائے گی اور مقررہ مدت کے اندر متعلقہ اتھارٹی میں جمع کرائی جائے گی۔ اگر کوئی شیئر ہولڈرز زکوٰۃ سے استثنیٰ چاہتا ہو تو براہ کرم اپنی زکوٰۃ ڈیکلیریشن (Zakat and Ushr Ordinance, 1980) اور Rule 1981 (Zakat (Deduction and Refund) کے ضابطہ نمبر 4 کے تحت 09 اکتوبر 2025 کے کاروباری اوقات ختم ہونے سے قبل جمع کرائیں۔ فزیکل شیئرز رکھنے والے شیئر ہولڈرز: فارم CZ-50 بمعہ فولیو نمبر اور نام کے ساتھ کمپنی کے شیئر رجسٹرار کے پاس جمع کرائیں۔ بک انٹری شیئرز رکھنے والے شیئر ہولڈرز: فارم CZ-50 بمعہ CDS اکاؤنٹ نمبر اور نام کے ساتھ CDC انویسٹر اکاؤنٹ سروسز/ CDC پارٹنیشنر / اسٹاک بروکرز کے پاس جمع کرائیں۔

11۔ ای دونگ/پوسٹل بیلٹ۔

ممبران کو مطلع کیا جاتا ہے کہ کمپنیز ایکٹ 2017 کے سیکشن 143-144 مع SRO 2192(1)/2022 مورخہ 5 دسمبر 2022، کمپنیز (پوسٹل بیلٹ) ریگولیشنز 2018 کے مطابق ممبران کو مذکورہ قواعد میں بیان کردہ شرائط کے مطابق خصوصی امور (Special Business) کے لئے اپنا ووٹ کا حق استعمال کرنے کی اجازت ہوگی۔ چونکہ ایجنڈا نمبر 5 اور 6 خصوصی امور ہیں، لہذا میسرز ٹی ایچ کے ایسوسی ایٹس (پرائیویٹ) لمیٹڈ، بیلٹر اور ای ونگ سروس فراہم کنندگان کے ذریعے شیئر ہولڈرز کے لئے ای وونگ یا پوسٹل بیلٹ کی سہولت کا انتظام کیا گیا ہے۔ متبادل طور پر ای وونگ یا پوسٹل بیلٹ کے اختیارات کو استعمال کرنے کا طریقہ کار مندرجہ ذیل ہے:

نوٹس:

1۔ کمپنی کی سیکورٹیز یعنی JVDC (عام شیئرز) اور JVDCPS (ترجیحی شیئرز) کے شیئرز انسفر بکس 10 اکتوبر 2025 سے 18 اکتوبر 2025 تک (دونوں دن شامل) بند رہیں گی۔ شیئرز انسفر جو ہمارے شیئرز رجسٹرار میسرز CDC شیئرز رجسٹرار سروسز لمیٹڈ، CDC ہاؤس، 99-بی، بلاک بی، ایس۔ایم۔سی۔ایچ۔ایس، مین شاہراہ فیصل، کراچی 74400 (شیئرز رجسٹرار) کے دفتر میں جمعرات، 10 اکتوبر 2025 کے کاروباری اوقات کے اختتام تک مکمل اور درست حالت میں موصول ہوں گے، وہی بروقت تصور کیے جائیں گے جس کی بنیاد پر شیئرز ہولڈرز سالانہ عام اجلاس (AGM) میں شرکت اور ترجیحی و عام شیئرز ہولڈرز ڈیوڈنڈ کے حق کے لیے اہل ہوں گے۔

2۔ اجلاس میں شرکت اور ووٹ دینے کا اہل رکن کسی دوسرے فرد کو اپنا پر کسی مقرر کر سکتا ہے جسے اجلاس میں شرکت، بولنے اور ووٹنگ کی بابت وہی حقوق حاصل ہوں گے جو ایک رکن کو دستیاب ہیں۔

3۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے سرکلر نمبر I-ریفرنس نمبر 3 (5-A) Misc / ARO / LES / 96 مورخہ 26 جنوری 2000 کے تحت شیئرز کے ان مفید مالکان (Beneficial Owners) سے متعلقہ دستاویزات کی مستند جانچ کے سلسلے میں، جو CDC کے نام پر رجسٹرڈ ہیں، سالانہ عام اجلاس میں شرکت اور پر کسی (Proxy) کے آلات کی تصدیق کے مقاصد کے لیے درج ذیل رہنما ہدایات اراکین کی معلومات کے لیے فراہم کی جارہی ہیں:

A. اجلاس میں ذاتی طور پر شرکت کرنے کے قواعد برائے افراد، سی ڈی سی اکاؤنٹ ہولڈرز اور/یا سب اکاؤنٹ ہولڈرز اور وہ افراد جن کی سیکورٹیز رجسٹریشن کی تفصیلات سی ڈی ایس پراپ لوڈ کی گئی ہوں:

1. افراد کی صورت میں، سی ڈی سی اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر اور/یا وہ شخص جس کی سیکورٹیز گروپ اکاؤنٹ میں ہیں اور جن کی رجسٹریشن کی تفصیلات CDC ریگولیشنز کے مطابق CDS پر اپ لوڈ کی گئی ہیں، اپنی اصل کمپیوٹرائزڈ نیشنل آئیڈنٹیفیکیشن کارڈ (CNIC) یا اصل پاسپورٹ دکھا کر اپنی شناخت کی تصدیق کریں گے اور اجلاس میں شرکت کے وقت اپنا فوٹیو نمبر ساتھ لائیں گے۔
2. کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی بمعہ نامزد شخص کے نمونہ دستخط اجلاس کے وقت پیش کیے جائیں گے۔

B. پر کسی کی تقرری

a. افراد کی صورت میں، سی ڈی سی اکاؤنٹ ہولڈر یا سب اکاؤنٹ ہولڈر اور/یا وہ شخص جس کی سیکورٹیز گروپ اکاؤنٹ میں ہیں اور جن کی رجسٹریشن کی تفصیلات CDC پراپ لوڈ ہیں، نیچے درج شرائط کے مطابق پر کسی فارم جمع کروائیں گے۔

b. مؤثر ہونے کے لیے، پر کسی فارم مکمل طور پر پُر شدہ، پر کسی کے نام کے ساتھ، شیئرز رجسٹرار کے دفتر یا کمپنی کے رجسٹرڈ پتے پر اجلاس سے کم از کم 48 گھنٹے قبل موصول ہونا چاہیے، جو باقاعدہ دستخط شدہ، اسٹامپ شدہ اور دو گواہوں کے دستخط کے ساتھ ہو، جن کے نام، پتے، شناختی کارڈ نمبر اور دستخط درج ہوں۔

c. افراد کی صورت میں، با منافع مالکان، گواہوں اور پر کسی ہولڈر کے CNIC یا پاسپورٹ کی تصدیق شدہ نقول پر کسی فارم کے ساتھ جمع کروائی جائیں۔ پر کسی کمپنی کا رکن ہونا لازمی ہے۔

d. پر کسی اجلاس کے وقت اپنا اصل شناختی کارڈ یا اصل پاسپورٹ پیش کرے گا۔

e. کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/پاور آف اٹارنی بمعہ نمونہ دستخط پر کسی فارم کے ساتھ کمپنی کو جمع کروائی جائے گی۔

4۔ شیئرز ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے پتوں میں تبدیلی، اگر کوئی ہو، ہمارے شیئرز رجسٹرار کو مطلع کریں۔ الیکٹرانک شکل میں اپنے حصص کو برقرار رکھنے والے شیئرز ہولڈرز کو اپنے شرکاء یا سی ڈی سی انویسٹرز کا ڈنٹس سروس کے ساتھ اپنا پتہ اپ ڈیٹ کرنا چاہئے۔

5۔ ای میل/سیل نمبروں کو اپ ڈیٹ کرنا:

کمپنیز ایکٹ 2017 کی دفعہ 119 اور کمپنیز ریگولیشنز 2024 کے ریگولیشن 47 کی ضرورت کو پورا کرنے کے لیے، تمام فیکل شیئرز ہولڈرز سے گزارش ہے کہ وہ اپنا ای میل ایڈریس، موبائل نمبر فراہم کریں اور کسی بھی تبدیلی کی صورت میں ہماری شیئرز رجسٹرار کو مطلع کریں تاکہ اسے اراکین کے رجسٹر میں شامل کیا جاسکے۔ جن شیئرز ہولڈرز کے شیئرز الیکٹرانک صورت میں ہیں، انہیں چاہیے کہ وہ اپنا ای میل ایڈریس اور موبائل نمبر اپنے پائینٹیفیکیشن یا CDC انویسٹرز کا ڈنٹس سروس کے ساتھ اپ ڈیٹ رکھیں۔ یہ عمل ہمارے شیئرز ہولڈرز کو یہ سہولت بھی فراہم کرے گا کہ وہ کمپنیز ایکٹ 2017 کے تحت خصوصی امور کے طور پر درجہ بند تمام معاملات پر ای ووٹنگ کے ذریعے اپنا ووٹ کاسٹ کر سکیں۔

6۔ سالانہ اجلاس عام میں آن لائن شرکت

سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) کی طرف سے جاری کردہ متعلقہ گائیڈ لائنز بروئے مراسم نمبر SMD/SE/2(20)/2021/117 بتاریخ 15 دسمبر 2021 کی روشنی میں کمپنی کے زیر انتظام الیکٹرونک سہولت کے ذریعے AGM میں شرکت کے لئے شیئرز ہولڈرز کی حوصلہ افزائی کی جاتی ہے۔

مزید قرار پایا کہ کمپنیز ایکٹ 2017 کی دفعہ 199 اور کمپنیز (ایسوسی ایٹڈ انڈسٹریل گروپس) ریگولیشنز، 2017 کے تحت، منسلک کمپنیوں اور منسلک اداروں میں مندرجہ ذیل ایکٹیو سرمایہ کاری کی حد کے تجدید کی منظوری اور رضامندی دی جاتی ہے، جیسا کہ دفعہ 134 (3) کے تحت بیان کے ضمیمہ C میں بھی درج ہے، جس کی منظوری پچھلی عام اجلاس/اجلاسات میں حاصل کی گئی تھی۔ یہ منظوری غیر استعمال شدہ رقم تک اور اگلی سالانہ عام اجلاس تک کی مدت کے لیے ہوگی، اور آئندہ سالانہ عام اجلاس/اجلاسات میں مزید مدت کے لیے قابل تجدید ہوگی۔

مزید قرار پایا کہ کمپنیز ایکٹ 2017 کی دفعہ 199 اور کمپنیز (ایسوسی ایٹڈ انڈسٹریل گروپس) ریگولیشنز، 2017 کے تحت، منسلک کمپنیوں اور منسلک اداروں میں قرض، پیشگی رقم، رنگ فنانس، ضمانتوں اور/یا تھرڈ پارٹی کو لیٹرل کی مندرجہ ذیل منظور شدہ حدود کی تجدید کے لیے رضامندی اور منظوری دی جاتی ہے، جن کی منظوری پچھلی عام اجلاس/اجلاسات میں حاصل کی گئی تھی اور جن کی تفصیل دفعہ 134 (3) کے تحت بیان کے ضمیمہ C میں درج ہے۔ یہ تجدید قرض، پیشگی رقم، رنگ فنانس یا ضمانت کی نوعیت میں ہوگی اور اگلی سالانہ عام اجلاس تک مؤثر رہے گی (الایہ کہ اس سے زیادہ مدت کے لیے خصوصی طور پر منظوری دی گئی ہو) اور آئندہ سالانہ عام اجلاس/اجلاسات میں مزید مدت کے لیے قابل تجدید ہوگی جیسا کہ وضاحت کی گئی ہے۔

رقوم پاکستانی روپے (ملین) میں
تجدید کی درخواست

رقوم پاکستانی روپے (ملین) میں
تجویز کردہ نئی سرمایہ کاری

نمبر شمار	ایسوسی ایٹڈ کمپنی اور وابستہ اداروں کے نام	ایکویٹی	قرض/ایڈوانس/ضمانت	غیر استعمال شدہ ایکویٹی حصہ	منظور شدہ قرضہ/ایڈوانس/ضمانت
		رقم پاکستانی روپے (ملین) میں	رقم پاکستانی روپے (ملین) میں	رقم پاکستانی روپے (ملین) میں	رقم پاکستانی روپے (ملین) میں
1	عائشہ اسٹیل ملز لمیٹڈ	-	-	500	1,000
2	پاور سیمنٹ لمیٹڈ	-	-	500	1,000
3	عارف حبیب لمیٹڈ	-	-	500	2,000
4	فاطمہ فریلا نزر	-	-	500	-
5	سفار بے اسلامک ڈویلپمنٹ REIT	6,500	-	1,051	3,000
6	گلوب ریڈیڈنسی REIT	-	500	500	679.17
7	نیاناظم آباد پارٹنمنٹ REIT	-	-	1,000	4,000
8	پارک ویوا پارٹنمنٹ REIT	-	-	250	-

مزید قرار پایا کہ چیف ایگزیکٹو اور/یا کوئی ایک ڈائریکٹر مشترکہ طور پر اور/یا کوئی ایک ڈائریکٹر اور/یا چیف فنانشل آفیسر اور کمپنی سیکریٹری مشترکہ طور پر (کسی بھی دو کے دستخط سے) اس امر کے مجاز ہوں گے کہ وہ مذکورہ بالا قرار دادوں پر عمل درآمد کے لیے تمام ضروری اقدامات، اعمال اور کام انجام دیں یا کرائیں، اور کمپنی کے فنڈز کی مذکورہ سرمایہ کاری کے سلسلے میں ہر وہ عمل، معاملہ، معاہدہ یا کام سرانجام دیں جو سرمایہ کاری کے وقت ضروری، ضمنی یا اس سے پیدا ہونے والے تقاضوں کے تحت ہو۔ ان میں، مگر صرف انہی تک محدود نہیں، بلکہ ضروری معاہدات/دستاویزات پر مذاکرات اور ان پر دستخط کرنا اور اس سے متعلق دیگر تمام امور شامل ہوں گے۔

دیگر امور

7۔ صدر نشین کی اجازت سے کوئی اور امور انجام دینا۔

ایک بیان، جو کمپنیز ایکٹ 2017 کی دفعہ 134 (3) کے تحت ایجنڈا نمبر 5 اور 6 سے متعلق ہے، شیئرز ہولڈرز کی معلومات کے لیے بذیہ نوٹس ارسال کیا جا رہا ہے۔

محکم بورڈ
دبیر اللہ شیخ
کمپنی سیکریٹری

کراچی، مورخہ 25 ستمبر 2025

جاوداں کارپوریشن لمیٹڈ

نوٹس برائے 63 واں سالانہ اجلاس عام

بذریعہ ہذا اطلاع دی جاتی ہے کہ جاوداں کارپوریشن لمیٹڈ (دی کمپنی) کا 63 واں سالانہ اجلاس عام نیا ناظم آباد جم خانہ، نیا ناظم آباد منگھوپیر روڈ، کراچی میں بروز ہفتہ مورخہ 18 اکتوبر 2025 بوقت شام 04:00 بجے منعقد ہوگا جس میں درج ذیل امور کی انجام دہی کے لیے منعقد ہوگا:

عمومی امور

- 1۔ مورخہ 26 اکتوبر 2024 کو منعقدہ 62 واں سالانہ اجلاس عام کی کارروائی کی توثیق:
- 2۔ آڈیٹرز اور ڈائریکٹرز کی رپورٹ کے ہمراہ مورخہ 30 جون 2025 کو ختم ہونے والے سال کے سالانہ نظر ثانی شدہ غیر منظم مالیاتی گوشوارے اور آڈیٹرز اور ڈائریکٹرز کی رپورٹ کے ہمراہ مورخہ 30 جون 2025 کو ختم ہونے والے سال کے نظر ثانی شدہ منظم مالیاتی گوشوارے وصول کرنا، ان پر غور و خوض کرنا اور ان کی منظوری دینا۔
- کمپنیز ایکٹ 2017 (ایکٹ) کی دفعہ 223 کے مطابق اور S.R.O. 389(I)/2023 تاریخ 21 مارچ 2023 کی پیروی میں، مالی گوشوارے کمپنی کی ویب سائٹ پر اپ لوڈ کر دیئے گئے ہیں اور مندرجہ ذیل ویب لنک یا کیو آر فیکل کوڈ سے ڈاؤن لوڈ کیے جاسکتے ہیں:



<http://jcl.com.pk/financial-statements>

- 3۔ 30 جون 2025 کو اختتام پزیر ہونے والے سال کے لیے بورڈ آف ڈائریکٹرز کی سفارش کے مطابق 50 فیصد یعنی 5 روپے فی عام حصص کے حساب سے حتمی کیش ڈیویڈنڈ اور ترجیحی حصص یافتگان کے لیے 12 فیصد کے حساب سے 30 جون 2025 تک کی مدت کے لیے جمع شدہ ڈیویڈنڈ پر غور کرنا اور منظوری دینا۔

- 4۔ مالی سال جو 30 جون 2026 کو ختم ہوگا، کے لیے آڈیٹرز کی تقرری کرنا اور ان کے مشاہرے کا تعین کرنا۔ بورڈ آف ڈائریکٹرز نے آڈٹ کمیٹی کی سفارش پر میسرز یوسف عادل اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس اور میسرز رینڈا ہارون زکریا عامر سلمان رضوان اینڈ کمپنی، چارٹرڈ اکاؤنٹنٹس کو اہل ہونے کی بنیاد پر بطور ایکسٹرنل آڈیٹرز دوبارہ تقرری کرنے کی تجویز دی ہے۔

خصوصی امور:

- 5۔ 30 جون 2025 کو اختتام پزیر مالی سال تک متعلقہ فریقین کے ساتھ کی جانے والی لین دین کی توثیق کرنا اور کمپنی کے بورڈ آف ڈائریکٹرز کو یہ اختیار دینا کہ وہ مالی سال جو 30 جون 2026 کو ختم ہوگا کے دوران (اگر کوئی لین دین ہو) متعلقہ فریقین کے ساتھ ہونے والی ان لین دین کو منظور کریں، جس کے لیے سیکشن 207 اور/یا 208 کمپنیز ایکٹ 2017 بمعہ کمپنیز (ریگولیشنز) پارٹی ٹرانزیکشن اینڈ منٹیننس آف ریلیٹیو ریکارڈ (ریگولیشنز) 2018 کے مطابق شیئر ہولڈرز کی منظوری درکار ہو، اور اس مقصد کے لیے مندرجہ ذیل خصوصی قرارداد کی ترمیم یا بلا غیر ترمیم منظوری۔

- قرار پایا کہ مالی سال جو 30 جون 2025 کو ختم ہوا، کے مالی بیانات کے نوٹ نمبر 41 میں ظاہر کردہ اور کمپنیز ایکٹ 2017 کی دفعہ 134 (3) کے تحت اہم معلومات کے بیان کے ضمیمہ A میں وضاحت کردہ منسلک فریقوں کے ساتھ کی گئی تمام لین دین کی توثیق، منظوری اور تصدیق کی جاتی ہے۔

- مزید قرار پایا کہ کمپنی کے بورڈ آف ڈائریکٹرز کو یہ اختیار دیا جاتا ہے کہ وہ مالی سال جو 30 جون 2026 کو ختم ہوگا تک متعلقہ فریقین کے ساتھ کی جانے والی لین دین کو کس کس کی بنیاد پر منظور کر سکیں۔

- مزید قرار پایا کہ بورڈ کی جانب سے منظور شدہ لین دین کو کمپنیز ایکٹ 2017 کی دفعہ 207 اور/یا 208 بمعہ کمپنیز (ریگولیشنز) پارٹی ٹرانزیکشن اینڈ منٹیننس آف ریلیٹیو ریکارڈ (ریگولیشنز) 2018 (اگر لاگو ہوں) کے تحت شیئر ہولڈرز سے منظور شدہ سمجھا جائے گا اور ان لین دین کو آئندہ سالانہ اجلاس عام میں شیئر ہولڈرز کے روبرو ان کی باضابطہ توثیق/منظوری کے لیے پیش کیا جائے گا (اگر ضرورت ہوئی)۔

- 6۔ غور کرنا اور اگر مناسب سمجھا جائے تو، ترمیم کے ساتھ یا بغیر درج ذیل خصوصی قراردادوں کو پاس کرنا:

ایسوسی ایٹڈ کمپنیز اور ایسوسی ایٹڈ انڈر ٹیکنگز میں سرمایہ کاری

- قرار پایا کہ کمپنیز ایکٹ 2017 کی دفعہ 199 اور کمپنیز (ایسوسی ایٹڈ کمپنیوں یا ایسوسی ایٹڈ انڈر ٹیکنگز میں سرمایہ کاری) (ریگولیشنز) 2017 کے تحت، مندرجہ ذیل حد تک نئی سرمایہ کاری کے لیے رضامندی اور منظوری دی جاتی ہے، جو منسلک کمپنیوں اور اداروں میں اگلی سالانہ عام اجلاس تک کی مدت کے لیے ہوگی، اور یہ منظوری ضمیمہ B میں دفعہ 134 (3) کے تحت بیان میں موجود شرائط و ضوابط کے تابع ہوگی۔

Form of Proxy

63rd Annual General Meeting

The Company Secretary
Javedan Corporation Limited
Arif Habib Centre
23, M.T. Khan Road
Karachi.

I/we _____ of _____ being a member(s)
of Javedan Corporation Limited holding _____ ordinary shares as per
CDC A/c. No. _____ hereby appoint Mr./Mrs./Miss _____
_____ of (full address) _____
_____ or failing him/her
Mr./Mrs./Miss _____ of (full address) _____

(being member of the company) as my/our Proxy to attend, act vote for me/us and on my/our behalf at the Sixty third Annual General Meeting of the Company to be held on October 18, 2025 04:00 pm and/or any adjournment thereof.

Signed this _____ day of _____ 2025.

Witnesses:

1. Name : _____
Address : _____
CNIC No. : _____
Signature : _____

2. Name : _____
Address : _____
CNIC No. : _____
Signature : _____

Signature on
Rs. 5/-
Revenue Stamp

NOTES:

1. A member entitled to attend and vote at the meeting may appoint another member as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
2. Proxy shall authenticate his/her identity by showing his/her original CNIC / passport and bring folio number at the time of attending the meeting.
3. In order to be effective, the proxy Form must be received at the office of our Registrar CDC Share Registrar Services Limited Share Registrar Department, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahra-e-Faisal, Karachi, not less than 48 hours before the meeting duly signed and stamped and witnessed by two persons with their signature, name, address and CNIC number given on the form.
4. In the case of individuals attested copies of CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy Form.
5. In the case of proxy by a corporate entity, Board of Directors resolution/power of attorney and attested copy of the CNIC or passport of the proxy shall be submitted alongwith proxy Form.

پراکسی فارم

63rd سالانہ جنرل اجلاس

میں مسٹی / مسماۃ _____ ساکن _____ ضلع _____
مسٹی / مسماۃ _____
ساکن _____ کو بطور مختار (پراکسی) مقرر کرتا ہوں تاکہ وہ میری جگہ اور میری طرف سے کمپنی کے
سالانہ اجلاس عام جو بتاریخ 18 اکتوبر، 2025 شام 04:00 بجے منعقد ہو رہا ہے اس میں یا اس کے
کسی ملتوی شدہ اجلاس میں شرکت کرے اور ووٹ ڈالے۔
دستخط: _____ بروز/بتاریخ _____ 2025

گواہان:

1

2

نام: _____

نام: _____

پتہ: _____

پتہ: _____

شناختی کارڈ نمبر: _____

شناختی کارڈ نمبر: _____

دستخط: _____

دستخط: _____

دستخط ۵ روپے
ریونیو اسٹیٹمپ

نوٹ:

- وہ رکن جسے یہ اجلاس یا اجلاس میں ووٹ کا حق حاصل ہے وہ کسی ناگزیر صورتحال میں اپنی جگہ کسی دوسرے (مخصوص) رکن کو یہ حق دے سکتا ہے کہ وہ رکن اُس کی پراکسی استعمال کرتے ہوئے، اُس کے بجائے اجلاس میں شریک ہو سکتا ہے، خطاب کر سکتا ہے یا ووٹ کا اندراج کر سکتا ہے۔
- پراکسی ثابت کرنے کے لئے اُسے اپنا اصل پاسپورٹ اور فوٹیو نمبر سے دکھانا لازمی ہے تاکہ اجلاس میں شرکت کی اجازت سے قبل اُس کی شناخت کی جاسکے۔
- مؤثر بنانے کے لئے، پراکسی فارم ہمارے رجسٹرار کے دفتر (ایم/ایس) سینٹرل ڈیپوزٹری کمپنی آف پاکستان، شیئر رجسٹرار ڈیپارٹمنٹ، سی ڈی سی ہاؤس، 99-B، ایس، ایم، سی، ایچ، ایس، شاہراہ فیصل، کراچی، پاکستان، میں اجلاس سے کم از کم 48 گھنٹے قبل وصول ہونا لازمی ہے۔ فارم میں تمام مطلوبہ معلومات، رکن کے دستخط اور مہر، نیز دو گواہان کی بنیادی معلومات یعنی نام، پتہ، دستخط اور شناختی کارڈ نمبر کا اندراج ضروری ہے۔
- انفرادی رکن کی صورت میں اصل اور پراکسی کے شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقول منسلک کرنا لازمی ہے۔
- پراکسی کے کارپوریٹ ہونے کی صورت میں بورڈ آف ڈائریکٹر کی قرارداد، پاور آف اٹارنی، شناختی کارڈ اور پاسپورٹ کی تصدیق شدہ نقول، پراکسی فارم کے ساتھ منسلک کرنا ضروری ہے۔

JAVEDAN
CORPORATION LIMITED

Javedan Corporation Limited
Notice of 63rd Annual General Meeting

Notice is hereby given that **Sixty Third Annual General Meeting** ("AGM") of the shareholders of **Javedan Corporation Limited** (the Company) will be held on **Saturday, 18 October 2025** at **04:00 p.m.** at **Naya Nazimabad Gymkhana, Naya Nazimabad, Manghopir Road, Karachi** to transact the following business

ORDINARY BUSINESSES

- To confirm minutes of the 62nd Annual General Meeting held on October 26, 2024.
 - To receive, consider and adopt annual audited financial statements of the Company together with the Directors' and Auditors' Reports thereon for the year ended June 30, 2025, together with the Audited Consolidated Financial Statement of the Company and the Auditors' Report thereon for the year ended June 30, 2025.
- In accordance with Section 223 of the Companies Act, 2017 (Act) and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements have been uploaded on website of the Company, which can be downloaded from the following weblink or QR enabled code:

<http://jcl.com.pk/financial-statements>



- To consider and approve final cash dividend for the year ended 30 June 2025 @ 50% i.e. PKR 5 per ordinary share and dividend @12% to preference shareholders accrued up to the period ended 30 June 2025 as recommended by the Board of Directors.
- To appoint Auditors and fix their remuneration for the year ending June 30, 2026. The Board of Directors, on the recommendation of Audit Committee have recommended for reappointment of M/s. Yousuf Adil & Co., Chartered Accountants and M/s. Reanda Haroon Zakaria Aamir Salman Rizwan & Co., Chartered Accountants as external auditors.

SPECIAL BUSINESSES

- To ratify the transactions conducted with Related Parties for the year ended June 30, 2025 and to authorize the Board of Directors of the Company to approve those transactions with Related Parties (if executed) during the financial year ending June 30, 2026 which require approval of shareholders u/s 207 and / or 208 of the companies Act, 2017 read with Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018 by passing the following special resolution with or without modification:
"RESOLVED THAT
The transactions conducted with Related Parties as disclosed in Note 41 of the financial statements for the year ended June 30, 2025 and as elaborated in Annexure A of the Statement of Material Information facts under Section 134 (3) of the Companies Act, 2017 be and are hereby ratified, approved and confirmed.

- To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):
Investment in Associated Companies & Associated Undertakings
RESOLVED THAT
the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, for the following limit of fresh investments in an associated companies and undertakings for a period upto next annual general meeting, and subject to the terms and conditions as mentioned in the Annexure-B of Statement under Section 134(3)."

- To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):
RESOLVED THAT
the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following equity investments limits in associated companies and associated undertakings as are also mentioned in the Annexure-C of Statement under Section 134(3) against which approval had been sought in previous general meeting(s), upto unutilized amount, and for a period upto next annual general meeting, which shall be renewable in next annual general meeting(s) for further period(s)."

- To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):
RESOLVED THAT
the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following sanctioned limits of loans and/or advances and/or running finance and/or guarantees and/or third-party collateral in associated companies and associated undertakings, for which approval has been sought in previous general meeting(s), as mentioned in detail in the Annexure-C of statement under Section 134(3), whereas the renewal of limits will be in the nature of loan and/or advance and/or running finance and/or guarantee for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable in next annual general meeting(s) for further period(s) as specified."

the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following equity investments limits in associated companies and associated undertakings as are also mentioned in the Annexure-C of Statement under Section 134(3) against which approval had been sought in previous general meeting(s), upto unutilized amount, and for a period upto next annual general meeting, which shall be renewable in next annual general meeting(s) for further period(s)."

FURTHER RESOLVED THAT

the consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following sanctioned limits of loans and/or advances and/or running finance and/or guarantees and/or third-party collateral in associated companies and associated undertakings, for which approval has been sought in previous general meeting(s), as mentioned in detail in the Annexure-C of statement under Section 134(3), whereas the renewal of limits will be in the nature of loan and/or advance and/or running finance and/or guarantee for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable in next annual general meeting(s) for further period(s) as specified."

- To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):
RESOLVED THAT
The Chief Executive and/or any one Director jointly and/or any one Director and/or Chief Financial Officer and Company Secretary jointly by any two, be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto.

ANY OTHER BUSINESS

- To transact any other business with the permission of the chair.
A statement under section 134(3) of the Companies Act 2017 pertaining to agenda items No.5 and 6 is being sent for information of the Shareholders.

Karachi
Dated:26 September 2025

By Order of the Board
Dabeer Ullah Sheikh
Company Secretary

NOTES:

- The share transfer books of the Company for its securities namely, JVDC (ordinary shares) and JVDCPS (preference shares) will remain closed from 10 October 2025 to 18 October 2025 (both days inclusive). Transfer received in order at the office of our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahr-e-Faisal, Karachi – 74400 (Share Registrar) at the close of the business on Thursday, 09 October 2025, will be considered in time for attending the AGM and entitlement of the Dividends to preference and ordinary shareholders.
- A member entitled to attend and vote at the meeting may appoint another person as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.
- Guidelines as laid down in Circular No. 1 - Reference No. 3 (5-A) Misc / ARO / LES / 96 dated January 26, 2000 issued by Securities & Exchange Commission of Pakistan for authenticity of relevant documents in the matter of beneficial owners of the shares registered in the name of CDC for purposes of attending the general meetings and for verification of instruments of proxies are provided below for information of members:
A. Attending of meeting in person by individuals, the CDC account holders and/or sub-account holders and persons whose securities registration details are uploaded to CDS:
1) In case of individuals, the CDC account holder or sub-account holder and/or the person whose securities are in group account, and their registration details are up-loaded to CDS as per CDC regulations, shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) or original passport and bring their folio numbers at the time of attending the meeting.
2) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.
B. Appointment of Proxies
a. In case of individuals, the CDC account holder or sub-account holder and/or the person whose securities are in group account, and their registration details are up-loaded to CDS as per CDC regulations, shall submit the proxy form as per requirement provided hereunder:
b. In order to be effective, the duly filled proxy forms with name of proxy must be received at the office of share registrar or registered address of the Company not later than 48 hours before the meeting, duly signed, stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
c. In the case of individuals, attested copies of CNIC or passport of the beneficial owners, witnesses and the proxy holder shall be furnished with the proxy form. A proxy must be a member of the Company.
d. The proxy shall produce his original CNIC or original passport at the time of the meeting.
e. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signature shall be submitted along with proxy form to the company.

- Shareholders are requested to notify change in their addresses, if any, to our Share Registrar. Shareholders maintaining their shares in electronic form should have their address updated with their participant or CDC Investor Accounts Service.
- Update of Email/Cell Numbers:
To comply with requirement of Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, all physical shareholders are requested to provide their email address, mobile number and notify change therein, if any to our Share Registrar for incorporation in our members register. Shareholders maintaining their shares in electronic form should have their email address and mobile number updated with their participant or CDC Investor Accounts Services. This exercise will also enable our shareholders to cast vote their vote through e-voting for all businesses classified as special business under the Companies Act, 2017.

- Online Participation in the Annual General Meeting:
In light of relevant guidelines issued by the Securities & Exchange Commission of Pakistan (SECP) vide letter no. SMD/SE/2(20)/2021/117 dated December 15, 2021, the shareholders are encouraged to participate in the AGM through electronic facility arranged by the Company.
Accordingly, the company ensuring maximum participation of the shareholders has made arrangements to ensure that shareholder can also participate in the AGM proceeding via video link. Hence, those members who desire online participation in the AGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at munzareen.kapadia@jcl.com.pk with subject of "Registration for JCL AGM 2025" not less than 48 hours before the time of meeting:

Name of Shareholder	CNIC No	Folio No / CDC Account No	Cell No	Email Address

- Video Link to join the AGM will be shared with only those members whose emails, containing all the required and correct particulars are received at above mentioned email address.
- Notice to Shareholders for provision of CNIC and other details:
Members who have not yet submitted photocopy of their valid CNIC to the Company / Share Registrar, are once again reminded to send the same at the earliest directly to Company's Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99- B, Block-B, S.M.C.H.S, Main Shahr-e-Faisal, Karachi. The Corporate Entities are requested to provide their National Tax Number (NTN). Please give Folio Number with the copy of CNIC / NTN details.

- Payment of Cash Dividend through Electronic Mode (Mandatory):
As per requirement of Section 242 of the Companies Act, 2017 and the Companies (Distribution of Dividend) Regulations, 2017, it is mandatory for every listed Company to pay cash dividend to its shareholders only through electronic mode directly into bank account designated by the entitled shareholders. Consequently, to receive cash dividends directly into bank account, if any, shareholders having physical shares are requested to fill in "Electronic Dividend Mandate Form" available at Company's website containing prescribed details and send it duly signed along with a copy of CNIC to the Registrar of the Company. In case of book-entry securities, shareholders must get their respective records updated as per the 'Electronic Dividend Mandate Form' with their Broker / Participant / CDC account services.

- In case of absence / non-receipt of the copy of a valid CNIC and bank account details, the Company would be constrained under Section 243(2)(a) of the Companies Act, 2017 read with regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017 to withhold the payment of dividends, if any, to such members till provision of prescribed details.

- Details of Shareholding Proportion
Shareholders are requested that in case of joint account, please share proportionate shareholding in writing as follows with our share registrar within 15 days of this notice for record purpose:

Bank Name	Folio/CDC A/c. No.	Total No. of Shares	Participant Shareholder		Joint Shareholder	
			Name and CNIC No.	Shareholding Proportionate (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

- Zakat Exemption:
Zakat will be deducted from the dividends at source at the rate of 2.5% of the paid-up value of the share (Rs. 10/- each) and will be deposited within the prescribed period with the relevant authority. In case of claiming exemption, please submit your Zakat Declarations under Zakat and Ushr Ordinance, 1980 and Rule 4 of Zakat (Deduction and Refund) Rules, 1981 on or before close of business on 09 October 2025. Shareholders who hold Company's shares in physical form, please deposit their Zakat Declaration on Form CZ-50 with Company's Share Registrar with mentioning Folio No. and Name. Shareholders who hold shares in book entry shall deposit their zakat declaration on Form CZ-50 with CDC Investor Account Services/CDC Participant/Stockbrokers with mentioning CDS Account No. and name of shareholder.

- E-Voting / Postal Ballot:
Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-144 of the Companies Act, 2017 and SRO 2192(1)/2022 dated 5th December 2022, members will be allowed to exercise their right to vote for the special business(es) in accordance with the conditions as specified in the said regulations. As the agenda items No.5 and 6 of the Annual General Meeting are special business, therefore, facility of e-voting or postal ballot is arranged for the shareholders through M/s. THK Associates (Private) Limited, Balloter and e-voting service providers. The procedure for exercising e-voting or Postal Ballot options, alternatively is provided hereunder:

- E-Voting Procedure**
(a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on 09 October 2025.
(b) The web address, login details and password will be communicated to members via email. The security codes will be communicated to members through SMS and email from web portal of 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) E-Voting lines will start from 15 October 2025, 09:00 a.m. and shall close on 17 October 2025 at 05:00 p.m. Members local and foreign can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

- Postal Ballot**
(a) Members may alternatively opt for voting through postal ballot. Ballot Paper shall also be available for download from the website of the Company at www.jcl.com.pk or use the same published in newspapers.
(b) The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach to the chairman at Registered Address through post at Arif.Habib@jcl.com.pk with subject of "Postal Ballot for 'JCL AGM 2025'" by Friday, 17 October 2025 during working hours i.e. before 05:30 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.
Postal Ballot paper, shall be published in the newspapers and shall also be available for download from the website of the Company www.jcl.com.pk. The signature on the ballot paper shall match with the signature on CNIC.
(c) Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman shall be the deciding authority.

- In case of foreign members and representatives of a body corporate and corporation acceptability of other identification documents i.e. passport and extract of board resolution in lieu of CNIC will be sufficient evidence attached with duly completed postal ballot paper.

Note:

- The Securities and Exchange Commission of Pakistan, vide S.R.O. 451(I)/2025 dated March 13, 2025, has notified that in general meetings, members attending physically shall cast their votes for special business only through postal ballot, and voting by show of hands shall not be permitted.

- In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. Rehman Sarfaraz Rahim Iqbal Rafiq & Co., Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the businesses to be transacted in the meeting (Agenda # 6 pertaining to Investments in associates under section 199 of the Companies Act, 2017 respectively), and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

- Provision of Video Link Facility:
In accordance with Section 134 (1) (b) of the Companies Act, 2017 the Shareholders may participate in the meeting via video-link facility. If the Company receives a demand (at least 7 days before the date of meeting) from shareholder(s) holding an aggregate 10% or more shareholding residing in any other city, to participate in the meeting through video link, the Company will arrange video link facility in that city.
Shareholders, who wish to participate through video-link facility, are requested to fill in Video Link Facility Form available at Company's website at the given link: <https://jcl.com.pk/investors-information#Video-link-facility-form> and send a duly signed copy to the Registered Address of the Company.

- Distribution of Annual Report:
The Annual Report of the Company for the year ended 30 June 2025 has been placed on the Company's website at the given weblink: <http://jcl.com.pk/financial-statements> and could also be downloaded from above QR code.
However, if a shareholder, in addition, requests a hard copy of Annual Report, the same shall be provided free of cost within seven days of receipt of such request. For convenience of shareholders, a "Standard Request Form Annual Report" has also been made available on the Company's website www.jcl.com.pk.

- Deposit of Physical shares in CDC Accounts:
The SECP, through its letter No.CSD/ED/Misc/2016-639-640 dated 26 March 2021, has advised the listed companies to adhere with the provisions of the Section 72 of the Act, which requires all the exiting companies to replace shares issued by them in physical form with book-entry form in a manner as may be specified and from the date notified by the SECP within a period not exceeding four years from the commencement of the Companies Act 2017 i.e. 30 May 2017. The shareholders having physical shareholding are requested to open CDC sub-account with any of the brokers or investors account directly with CDC to place their physical shares into scrip less form.

- Unclaimed Dividend:
Pursuant to Section 244 of the Act, any shares issued, or dividends declared by the Company, which remain unclaimed for a period of three years from the date they became due and payable shall rest with the Federal Government after completion of procedure prescribed under the Act.
In this respect, Shareholders, who by any reason, could not claim their previous dividends are advised to contact our Share Registrar M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahr-e-Faisal, Karachi, to collect/enquire about their unclaimed dividend, if any. The details of the dividend declared by the Company which have remained due for more than three years are available on the Company's website www.jcl.com.pk.

- Form of Proxy is enclosed and uploaded on the Company's website www.jcl.com.pk.
- The Securities and Exchange Commission of Pakistan (the "SECP"), through its Circular 2 of 2018, dated February 9, 2018 and S.R.O.452(1)/2025 has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/coupons/lunches/takeaway/packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offence, and companies failing to comply may face penalties.

- Pursuant to S.R.O. 452(I)/2025 dated 17 March 2025 and in order to meet the requirement of Section 223 of the Companies Act, 2017 the Company has transmitted the 63rd Notice of AGM together with the weblink and QR code for downloading the Annual Report electronically via email to those shareholders whose email addresses are available in the records of the Company's Share Registrar. Where shareholders' email addresses are not available, printed notices of the said AGM, together with the weblink and QR code for downloading the Annual Report, have been dispatched.

