

Notice of the 111th Annual General Meeting

Notice is hereby given that the 111th Annual General Meeting (AGM) of K-Electric Limited will be held electronically through Tele/Video link facility from the Company's Head Office, KE House, 39-B, Sunset Boulevard, Phase-II, DHA, Karachi on Wednesday, October 13, 2021 at 10:30 hours (PST) to transact the following businesses:

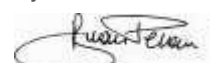
Ordinary Business

1. To adopt minutes of the Annual General Meeting (AGM) held on November 26, 2020
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company (with the Directors' and Auditor's Reports thereon) for the financial year ended June 30, 2021
3. To appoint External Auditor for FY 2022 and fix their remuneration
4. Any other business with the permission of the Chair

The Securities and Exchange Commission of Pakistan (SECP), vide its Circular No. 04 dated February 15, 2021 and Circular No. 06 dated March 03, 2021 has allowed companies to hold the AGM through electronic mode. Hence, members are requested to participate in the AGM through electronic means. The reason for holding the 111th Annual General Meeting electronically is the protection of valued shareholders' well-being which is at risk due to the continuing threat posed by the Covid-19 pandemic.

The Share Transfer Books of the Company, for the purpose of attending AGM, will remain closed from October 7 to October 13, 2021 (both days inclusive). Transfer received at CDC Share Registrar Services Limited (CDCSRSL), CDC House 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 by the close of business on October 6, 2021 will be treated in time.

By order of the Board



Rizwan Pesnani

Chief Risk Officer & Company Secretary
K-Electric Limited

Karachi, September 22, 2021

Notes

1. CHANGE OF ADDRESS

Members (non-CDC) are requested to promptly notify to the Share Registrar of the Company, CDC Share Registrar Services Limited, CDC House 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 of any change in their addresses. All the shareholders holding their shares through the CDC are requested to please update their addresses with the Share Registrar of the Company.

In case shares are held in the Book-Entry form in Central Depository System (CDS), then the request notifying the change in address must be submitted directly to broker/participant/CDC Investor Account Services.

2. PARTICIPATION IN ANNUAL GENERAL MEETING THROUGH ELECTRONIC MEANS

Special arrangement for attending the AGM through electronic means will be as under:

- a. AGM will be held through Zoom application – a video link facility.
- b. Shareholders interested in attending the AGM through Zoom application are hereby requested to get themselves registered with CDC Share Registrar Services Limited by Monday, October 11, 2021 at 10:30 hours (PST) by sending an email with the subject “Registration for KEL AGM” at cdcsr@cdcsrsl.com along with a valid scanned copy of their CNIC.

Shareholders are advised to provide the following information:

S. No.	Folio/CDC A/C No.	Company's Name	Name of Shareholder	CNIC Number	WhatsApp Number	Email Address
		K-Electric Limited				

- c. Members will be registered, after necessary verification as per the above-required information and will be provided a video link by the Company through email.
- d. The Company will send the video link for the meeting/login credentials to the members at their provided email address, enabling them to attend the AGM on the given date and time through their smartphone/computer devices.
- e. Login facility will be opened thirty (30) minutes before the meeting time to enable the participants to join the meeting after the identification process. Shareholders will be able to log in and participate in the AGM proceedings through their devices after completing all the formalities required for the identification and verification of the shareholders.
- f. Members can also share their comments/suggestions on the agenda of AGM by sending email at cdcsr@cdcsrsl.com or WhatsApp on 0321-8200864. Shareholders are requested to mention their full name, CNIC number and Folio/CDC Account number for this purpose.
- g. Shareholders are encouraged to participate in the AGM to consolidate their attendance and participation through proxies.

3. POSTAL BALLOT

Members may exercise their right to vote by means of postal ballot i.e. by post or through electronic mode subject to the requirements of Sections 143-145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations 2018.

4. GUIDELINES FOR CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED (CDC) INVESTOR ACCOUNT HOLDERS

CDC Investor Account Holders will further have to follow the below-mentioned guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan (SECP).

a. FOR ATTENDING THE ANNUAL GENERAL MEETING

In case of individuals, the account holders or sub-account holders, whose registration details are uploaded as per the regulations shall authenticate his/her identity by sharing a copy of his/her CNIC or passport by Monday, October 11, 2021 at 10:30 Hours (PST).

In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee, shall be shared through email (as mentioned in the notes) by Monday, October 11, 2021 at 10:30 hours (PST).

b. FOR APPOINTING PROXIES

A member entitled to attend and vote at the meeting may appoint a proxy in writing to attend the meeting and vote on the member's behalf. A proxy must be a member of the Company.

Duly completed forms of proxy must be deposited with the Share Registrar at the CDC Share Registrar Services Limited, CDC House 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 no later than 48 hours before the time fixed for the meeting.

In case of individuals, the account holders or sub-account holders, whose registration details are uploaded as per the regulations, shall submit the proxy form as per the following requirements:

- a. Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- b. The proxy shall produce his/her valid ORIGINAL CNIC or ORIGINAL PASSPORT while attending the meeting.

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.

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

If a member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.

5. CONVERSION OF PHYSICAL SHARES INTO BOOK-ENTRY FORM

Section 72(2) of the Companies Act, 2017 provides that every existing company shall be required to replace its physical shares with the book-entry form within four (4) years of the date of the promulgation of the Act. Further, vide its letter dated March 26, 2021, SECP has directed listed companies to pursue their shareholder holding securities in physical form to convert the same in the book-entry form. To ensure compliance with the aforementioned provision and to be benefited by holding securities in the book-entry form, all shareholders holding shares in physical form are therefore requested to convert their shares into book-entry form.

6. UPDATE OF IBAN DETAILS

All members are further requested to update their IBAN details with the Share Registrar.

7. SUBMISSION OF COPY OF CNIC/NTN CERTIFICATE (MANDATORY)

Members are requested to provide copy of valid CNIC/NTN Certificate to their respective Participant/CDC Investor Account Services in case of Book-Entry Form, or to Company's Share Registrar in case of Physical Form, duly quoting thereon Company's name and respective folio numbers.

8. TRANSMISSION OF ANNUAL AUDITED FINANCIAL STATEMENTS AND NOTICE OF MEETING THROUGH EMAIL (OPTIONAL)

Further, pursuant to SECP's SRO dated September 8, 2014, members desirous of having Company's financial statements/Notice of Meeting through email are requested to intimate the Share Registrar regarding the same.

9. AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON COMPANY'S WEBSITE

The Audited Financial Statements of the Company for the year ended June 30, 2021 have been made available on the Company's website www.ke.com.pk.