

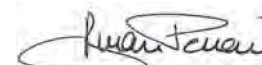
NOTICE OF 112th ANNUAL GENERAL MEETING

Notice is hereby given that the 112th Annual General Meeting (AGM) of K-Electric Limited will be held on Wednesday, 26 October 2022 at 10:30 Hours at Marquee Hall, Marriott Hotel, PO Box 1044, 09 Abdullah Haroon Road, Civil Lines, Karachi as well as through Electronic means / Video link facility to transact the following business:

ORDINARY BUSINESS

1. i) To adopt minutes of the Annual General Meeting (AGM) held on 13 October 2021.
ii) To adopt minutes of the Extra-ordinary General Meeting (EOGM) held on 29 July 2022.
2. To receive, consider and adopt the Annual Unconsolidated and Consolidated Audited Financial Statements of the Company (with the Directors' and Auditor's Reports thereon) for the financial year ended 30 June 2022.
3. To appoint External Auditor for FY 2023 and fix their remuneration.
4. Any other business with the permission of the Chair.

By order of the Board



Rizwan Pesnani

Chief Risk Officer & Company Secretary

Karachi: 05 October 2022

NOTES:

1. Book Closure

The Share Transfer Books of the Company, for the purpose of attending and voting at AGM, will remain closed from 20 October 2022 to 26 October 2022 (both days inclusive). Transfer received at CDC Share Registrar Services Limited, CDC House 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 by the close of business on 19 October 2022 will be treated in time for the purpose of attending AGM.

2. For Personal Attendance

- (i) 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 showing his/her original CNIC or original passport at the time of attending the Meeting.
- (ii) In case of corporate entity, the certified Board of Directors' resolution / valid power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

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. Appointment of Proxy

- (i) 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 Company Secretary at the KE Corporate Affairs Department, First Floor, Block-A, Elander Road Power House, Off I.I. Chundrigar Road, Karachi no later than 48 hours before the time fixed for the Meeting. Please note that Form of Proxy received after the stated time would be considered as invalid.

- (ii) Shareholders (non-CDC) are requested to promptly notify to the Share Registrar of the Company, Messrs. CDC Share Registrar Services Limited, CDC House 99-B, Block-B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi of any change in their addresses. All the shareholders holding their shares through the CDC are requested to please update their addresses with their participants/Investor Account Services.
- (iii) CDC account holders will further have to follow the undermentioned guidelines as laid down in Circular 1 dated 26 January 2000 issued by the Securities & Exchange Commission of Pakistan.
- a. 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 below requirements:
 - i. Attested copies of valid CNIC or the passport of the beneficial owner(s) and the proxy shall be furnished with the Form of Proxy.
 - ii. The proxy shall produce his/her valid original CNIC or original passport at the time of the Meeting.
 - b. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with Form of Proxy to the Company.
 - c. The Form of Proxy must be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on that Form.
 - d. 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. Participation in AGM through Electronic Means

Shareholders interested in attending the AGM through Zoom application are hereby requested to get themselves registered with CDC Share Registrar Services Limited latest by 24 October 2022 at 10:30 Hours (PST) by sending an email with subject "Registration for KEL AGM" at cdcsr@cdcsrsl.com or send a message via WhatsApp on +92 321 820 0864 along with a valid scanned copy of their CNIC. While participating through electronic means, Members are advised to provide the following mandatory information:

Name of Shareholder	CNIC No.	Folio / CDS No.	Cell No.	Email Address

Members will be registered after necessary verification as per the above required information and will be provided with a video link at their provided email address. Login facility will be opened thirty (30) minutes before the meeting time to enable the participants to join the meeting after identification process.

6. 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, SECP vide its letter dated 26 March 2021 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 again requested to convert their shares into book-entry form.

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. Mandatory Registration Details of Physical Shareholders

According to Section 119 of the Companies Act 2017 and Regulation 19 of the Companies (General Provisions and Forms) Regulations 2018, all physical shareholders are advised to provide their mandatory information such as CNIC number, address, email address, contact mobile/telephone number, International Bank Account Number (IBAN), etc. to our Share Registrar at their address, provided in Note 1, immediately to avoid any non-compliance of law or any inconvenience in future.

9. 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.

10. Availability of Audited Financial Statements On Company's Website

The Audited Financial Statements of the Company for the year ended 30 June 2022 have been made available on the Company's website www.ke.com.pk.