

NOTICE OF TWENTY SEVENTH ANNUAL GENERAL MEETING

Notice is hereby given that Twenty Seventh Annual General Meeting of the Members of AZGARD NINE LIMITED ('the Company') will be held on Wednesday, October 28, 2020 at 11.00 am at the Registered Office of the Company Ismail Aiwan-i-Science, Off: Shahrah-i-Roomi, Lahore, Pakistan; to transact the following businesses:

1. To confirm the minutes of Twenty Sixth Annual General Meeting of the Company held on October 28, 2019;
2. To receive, consider, approve and adopt the audited financial statements of the Company for the financial year ended June 30, 2020, together with the Directors' and Auditors' Reports thereon and Chairman's Review Report;
3. To appoint the Statutory Auditors for the year ending June 30, 2021 and to fix their remuneration. The Board of Directors on the recommendation of Audit Committee has recommended the appointment of retiring auditors, Messers Deloitte Yousuf Adil, Chartered Accountants who being eligible have offered themselves for re-appointment;
4. To transact any other business with the permission of the Chair.

By order of the Board

MUHAMMAD AWAIS
Company Secretary

Lahore: October 05, 2020

NOTES:

1. The Share Transfer Books of the Company will remain closed for the period from October 22, 2020 to October 28, 2020 (both days inclusive). Transfers received in order at the Office of Company's Share Registrar M/s. Hameed Majeed Associates (Private) Limited, H. M. House, 7-Bank Square, Lahore, Pakistan ('Registrar') at the close of business on October 21, 2020 will be considered in time to attend and vote at the Meeting.
2. Financial Statements for the year ended June 30, 2020 will be available at the website of the Company www.azgard9.com twenty one days before the date of meeting.

Further, the Company is transmitting Annual Report for the year ended June 30, 2020 through email to those members whose email addresses are available with the Company and through CD/DVD to those members whose email addresses are not available with the Company. However, the members may request a hard copy of Annual Report free of cost and in this respect standard request form is available at the website of the Company www.azgard9.com for convenience of members.

3. The Preference Shareholders are not entitled to attend the meeting.
4. A member of the Company entitled to attend and vote at this meeting, may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the time for holding the meeting.
5. All possible safety measures shall be taken in respect of COVID-19 and relevant SOPs shall be strictly followed including checking of temperature, wearing of face masks, use of hand sanitizer and maintenance of proper social/physical distance. All members attending the meeting are requested and expected to cooperate in this respect.
6. CDC Account Holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

A. FOR ATTENDING THE MEETING:

- i. In case of individuals, the accounts holders and/or sub-account holder and their registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his original CNIC or Passport at the time of attending the Meeting.
- ii. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

B. FOR APPOINTING PROXIES:

- i. In case of individuals, the account holders and/or sub-account holder and their registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per the above requirements.

- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owner and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her original CNIC or original Passport at the time of meeting.
- v. 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 proxy form to the Company.
- 7. Members may avail video conference facility for this Annual General Meeting at Karachi, provided the Company receives consent (standard format is given below) at least 07 days prior to the date of the Meeting from members holding in aggregate 10% or more shareholding residing at above location.

The Company will intimate respective members regarding venue of the video-link facility before the date of Meeting along with complete information necessary to enable them to access the facility.

"I/we _____ of _____ being member(s) of Azgard Nine Limited, holder of _____ Ordinary Share(s) as per Registered Folio No./CDC Account No. _____ hereby opt for video conference facility at Karachi in respect of 27th Annual General Meeting of the Company.

Signature of Member"

- 8. For any query/problem/information, Members may contact the Company at email companysecretary@azgard9.com and/or the Share Registrar of the Company at address given herein above and at (+92 42) 37235081-82, email info@hmaconsultants.com. Members may also visit website of the Company www.azgard9.com for notices/information.

IMPORTANT NOTICES TO SHAREHOLDERS

Members are requested to notify/submit the following information/documents; in case of book entry securities in CDS to their respective participants/investor account services and in case of physical shares to the Registrar of the Company, at the address given herein above, by quoting their folio numbers and name of the Company, if not earlier notified/submitted:

- **Change in Address:** Change in their addresses, if any.
- **Submission of copy of CNIC/NTN:** Valid and legible copy of CNIC/Passport (in case of individual) and NTN Certificate (in case of corporate entity). Please note that CNIC number is mandatory for payment of cash dividend and in the absence of this information payment of dividend shall be withheld.
- **Dividend Mandate Information:** Dividend mandate information mentioning title of bank account, International Bank Account Number (IBAN), bank name, branch name, code and address towards direct transfer/credit of cash dividend in your accounts. Please note that all future dividends shall only be paid through online bank transfer as required under Section 242 of the Companies Act, 2017. For convenience, a Standard Request Form has also been made available on the Company's website www.azgard9.com.
- **Email Address:** Valid email addresses as pursuant to Section 223 of the Companies Act, 2017, the Company is allowed to send audited financial statements and reports to its members electronically. For convenience, a Standard Request Form has also been made available on the Company's website www.azgard9.com.

Unclaimed Dividend/Shares

Information of unclaimed dividend/shares has been placed at the website of the Company www.azgard9.com. Respective shareholders are requested to contact Share Registrar of the Company to collect their unclaimed dividend/shares.

Deposit of Physical Shares into CDC Account

As per Section 72 of the Companies Act, 2017; after the commencement of Act from a date notified by the Commission, a company having share capital, shall have shares in book-entry form only. Every existing company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act (i.e. May 31, 2017). Therefore, members having shares in physical form are informed to make necessary arrangements to replace their physical shares with book-entry form in CDS.



Form of Proxy Azgard Nine Limited

I/We _____

son/daughter of/wife of _____

a member of Azgard Nine Limited and holder of _____ ordinary shares as

per Registered Folio No. _____ do hereby appoint Mr./Ms./Mrs. _____

son/daughter of/wife of _____ or failing him/her

Mr./Ms./Mrs. _____

son/daughter of/wife of _____

who is also member of the Company vide Registered Folio No. _____

as my/our proxy to attend, speak and vote for me/us and on my/our behalf at the 27th Annual General Meeting of the Company to be held on Wednesday, the 28th October 2020 at 11:00 a.m. at the Registered Office of the Company, Ismail Aiwani-Science, Off: Shahrah-i-Roomi, Lahore and at any adjournment thereof.

In witness whereof on this _____ day of _____ 2020

WITNESSES

1. Signature _____

Name _____

Address _____

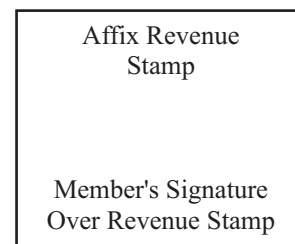
CNIC _____

2. Signature _____

Name _____

Address _____

CNIC _____



NOTE:

1. The Form of Proxy should be deposited at the Registered Office of the Company not later than 48 hours before the time for holding the meeting.
2. CDC Shareholders, entitled to attend and vote at this meeting, must bring with them their National Identity Cards/Passport in original to authenticate his/her identity, and in case of Proxy, must enclose an attested copy of his/her CNIC or Passport. Representative of corporate members should bring the usual documents for such purpose.

AFFIX
CORRECT
POSTAGE

The Company Secretary
AZGARD NINE LIMITED
Ismail Aiwan-e-Science
Off: Shahrah-i-Roomi
Lahore-54600, Pakistan.



پراکسی فارم

ایزگارڈنائٹن لمیٹڈ

میں / ہم
ولد / دختر / زوجہ
ایزگارڈنائٹن لمیٹڈ کا ممبر اور ہولڈر
عمومی شیئر ز اور رجسٹرڈ فوئیو نمبر جناب / محترمہ
ولد / دختر / زوجہ
کا تقرر کرتا / کرتی ہوں یا اس کے ناکام ہونے پر
ولد / دختر / زوجہ
جو کہ خود بھی کمپنی کا / کی رجسٹرڈ فوئیو نمبر کے تحت ممبر ہے میرے / ہمارے پروکسی کے طور پر شرکت کرے، تقریر / بیان کرے،
میرے / ہمارے لئے ووٹ دے کمپنی کے سٹائیسویں سالانہ اجلاس عام جو کہ بروز بدھ 28 اکتوبر 2020 بوقت 11:00 بجے صبح
بمقام کمپنی کے رجسٹرڈ آفس: اسماعیل ایوان سائنس، آف شاہراہ رومی، لاہور میں منعقد ہوگا اور اسکے کسی التواء کی صورت میں -
مورخہ 2020 کو روبرو گواہان تحریر کیا ہے۔

ریونیونگٹ لگائیں
ریونیونگٹ پر
ممبر کے دستخط

گواہ شد
دستخط
نام
پتہ
شناختی کارڈ نمبر
گواہ شد
دستخط
نام
پتہ
شناختی کارڈ نمبر

نوٹ:

- 1- پراکسی فارم کو لازمی طور پر کمپنی کے رجسٹرڈ آفس میں اجلاس سے 48 گھنٹے قبل جمع کروائیں۔
- 2- CDC شیئر ہولڈرز اجلاس میں شامل ہونے اور ووٹ دینے کے اہل اپنا شناختی کارڈ / پاسپورٹ اپنی شناخت کے طور پر پیش کریں گے اور پراکسی کی صورت میں لازمی تصدیق شدہ شناختی کارڈ یا پاسپورٹ کی کاپی منسلک کریں گے کارپوریٹ ممبرز کے نمائندگان اس مقصد کیلئے عمومی کاغذات ہمراہ لائیں گے۔

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