

2nd October 2025

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

Subject: NOTICE OF THIRTY FIRST ANNUAL GENERAL MEETING
ARIF HABIB CORPORATION LIMITED

Dear Sir

Please find enclosed the following documents for your record and information:

- Notice (including the proposed resolutions to be adopted) of the Thirty First Annual General Meeting of the Shareholders of Arif Habib Corporation Limited (AHCL) to be held on Friday, 24th October 2025 at 11:30 a.m. at Karachi.

(To be published in the issues of 'The Nation' in English language (Annexure – I) and in 'Nawa-e-Waqt' in Urdu translation (Annexure – II) on 3rd October 2025.)

- Statement under Section 134(3) of the Companies Act 2017 (Annexure – III) as Annexures to the Notice pertaining to the special businesses regarding transactions with related parties and Investments in Associates, to be approved in the meeting.
- Proxy Form and Ballot Paper

The above will also be sent to the shareholders and included in the Annual Report of Arif Habib Corporation Limited for 2025 which will be available at the following weblink, on 3rd October 2025 :

<https://www.arifhabibcorp.com/financialsnapshots.php>

Yours' faithfully



Manzoor Raza
Company Secretary



cc :

The Registrar of Companies
Securities and Exchange Commission of Pakistan
Company Registration Office
Dawood Centre, Ground Floor, M. T. Khan Road,
Civil Lines, Karachi.

Executive Director/HOD
Offsite-II Department, Supervision Division,
Securities & Exchange Commission of Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area, Islamabad

Arif Habib Corporation Limited

Registered & Corporate Office: Arif Habib Centre, 23, M.T. Khan Road, Karachi - 74000

Phone: +92 21 32460717-9 | Fax: +92 21 32468117, 32429653

Email: info@arifhabibcorp.com | Web: www.arifhabibcorp.com



ARIF HABIB CORPORATION LIMITED

NOTICE OF THIRTY FIRST ANNUAL GENERAL MEETING

Notice is hereby given that the Thirty First Annual General Meeting (AGM) of the Shareholders of Arif Habib Corporation Limited (the Company) will be held on Friday, 24th October 2025 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi to transact the following business:

- Ordinary Business**
- To confirm minutes of the Extra Ordinary General Meeting held on 22nd September 2025.
 - To receive, consider and adopt annual audited financial statements of the Company together with the Directors' and the Auditors' Reports thereon for the year ended 30th June 2025 together with the Audited Consolidated Financial Statements of the Company and the Auditors' Reports thereon for the year ended 30th June 2025.
 - To appoint the Auditors for the year ending 30th June 2026 and fix their remuneration. The Board of Directors has recommended for reappointment of M/s. A. F. Ferguson & Co., Chartered Accountants as external auditors.
 - To consider and approve final Cash Dividend for the year ended 30th June 2025 at 100% of the face value of Re.1/- per share i.e. Re.1, as recommended by the Board of Directors.

- Special Business**
- To approve the following in connection with transactions with related parties :
 - ratification and approval of related parties transactions / arrangements / agreements / balances as disclosed in audited financial statements for the year ended 30th June 2025
 - authorize the Board of Directors of the Company to approve those transactions with related parties (if executed) during the financial year ending 30th June 2026 or upto the next annual general meeting, which require approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017 by passing the following special resolutions with or without modification:
Resolved that, the transactions / arrangements / agreements / balances with related parties as disclosed in the audited financial statements for the year ended 30th June 2025 be and are hereby approved.
Further resolved that, the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties for the financial year ending 30th June 2026 or upto the next annual general meeting.
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 (if triggered) and shall be placed before the shareholders in the next annual general meeting for their formal ratification / approval u/s 207 and / or 208 of the Companies Act, 2017 (if required).
 - 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:

- fresh limit of additional investment amounting to Rs.1,000 Million be allocated for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated company), subject to the terms and conditions as mentioned in Annexure-B of Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc., valid for a period upto next annual general meeting, which shall be renewable thereon for further period(s) as specified.
- renewal of following unutilised limits of equity investment, and sanctioned limits of loans / advances / guarantees etc. 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), for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable thereon for further period(s) as specified.

Sr.	Name of Associated Companies & Undertakings	Amount in million	
		Renewal Requested	
		Unutilized Equity Portion	Sanctioned Loan/ Advance/ Guarantee etc.
		PKR	PKR / USD
1	Javedan Corporation Ltd.	2,059	PKR 3,132
2	Arif Habib Ltd.	500	PKR 6,500
3	Fatima Fertilizer Company Ltd.	2,800	PKR 2,000
4	Rotocast Engineering Co. (Pvt.) Ltd.	300	PKR 500
5	Arif Habib Dolmen REIT Management Ltd.	1,000	PKR 500
6	Aisha Steel Mills Ltd.	3,706	PKR 8,039 plus USD 80
7	Power Cement Ltd.	3,697	PKR 1,500 plus USD 49
8	Sachal Energy Development (Pvt.) Ltd.	754	PKR 1,000 plus USD 100
9	Safe Mix Concrete Ltd.	200	PKR 250
10	REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd.	*10,568	*

Further 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 that:

- * unutilized investment limit of Rs.10,568 Million for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated company), be hereby approved to be continue to be utilized in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc.

Further resolved that, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, 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 consider any other business with the permission of the Chair.
A statement under Section 134(3) of the Companies Act 2017 pertaining to the special businesses has been uploaded to the Company's website and can be downloaded via the following weblink : <https://arifhabibcorp.com/announcement.php>

Karachi: 3rd October 2025

By order of the Board
Manzoor Raza
Company Secretary

- Notes:**
- Share transfer books of the Company will remain closed from 17th October 2025 to 24th October 2025 (both days inclusive). Transfers received in order at the office of our registrar: M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S, Main Shahrah-e-Faisal, Karachi [AHCL's Share Registrar (CDCSRL)], by the close of business on Thursday, 16th October 2025 will be treated in time for the determination of entitlement of shareholders to cash dividend and to attend and vote at the AGM.
 - 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.
 - Procedure including the guidelines as laid down in Circular No. I- Reference No. 3(5-A) Misc/ARO/LES/96 dated 26th January 2000 issued by Securities & Exchange Commission of Pakistan:
 - Members, proxies or nominees shall authenticate their identity by showing their original national identity card or original passport and bring their folio numbers at the time of attending the meeting.
 - In the case of corporate entity, Board of Directors' resolution/power of attorney and attested copy of the CNIC or passport of the nominee shall also be produced (unless provided earlier) at the time of meeting.
 - In order to be effective, the proxy forms must be received at the registered office of the Company not later than 48 hours before the meeting, duly signed and stamped and witnessed by two persons with their names, address, CNIC numbers and signatures.
 - 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.
 - 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 along with proxy form.
 - Online Participation in the Annual General Meeting**

In order to maximize the member's participation, the Company is convening this AGM via video link in addition to holding physical meeting with shareholders. Accordingly, those members and participants who desire online participation in the AGM are requested to register themselves by sending an e-mail along with following particulars and valid copy of both sides of their CNIC at corporate.affairs@arifhabibcorp.com with subject of 'Registration for AHCL AGM 2025' not less than 48 hours before the time of the meeting:

Name of Shareholder	CNIC No.	Folio No. / CDC Account No.	Cell No.	E-mail Address
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Video Link to join the AGM will be shared with only those Members whose e-mails, containing all the required and correct particulars, are received at corporate.affairs@arifhabibcorp.com. The Shareholders can also provide their comments and questions for the agenda items of the AGM on this e-mail address and WhatsApp No 0311-2706624.

- Provision of 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 and send a duly signed copy to the Registered Address of the Company. It may be noted that no person other than the member or proxy holder can attend the meeting through video link facility.
- Vote Casting In-Person or Through Proxy**
Polling booth will be established at the place of physical gathering of the AGM for voting.
- 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 mentioned therein. Following options are being provided to members for voting:
 - 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 16th October 2025.
 - The web address, login details and password will be communicated to members via e-mail. The security codes will be communicated to members through SMS and e-mail 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 through login.
 - E-Voting lines will start from 21st October 2025, 9:00 a.m. and shall close on 23rd October 2025 at 5:00 p.m. Members 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**
 - 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.arifhabibcorp.com or use the same as annexed to this Notice and published in newspapers.
 - The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at Arif Habib Centre, 23 M. T. Khan Road, Karachi (Attention of the Company Secretary) OR through the registered e-mail address of shareholder at chairman.generalmeeting@arifhabibcorp.com with subject of 'Postal Ballot for AHCL AGM 2025 by Thursday, 23rd October 2025 before 5:00 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.
 - 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.

Note:
In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. UHY Hassan Naem & Co. Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the special business to be transacted in the meeting (Agenda #6 pertaining to approval for Investments in associates under section 199 of the Companies Act, 2017), and to undertake other responsibilities as defined in Regulation 11A of the Regulations. Qualification & experience are mentioned on their website (www.uhy-hnco.com/) in detail.

8. Payment of Cash Dividend through Electronic Mode (Mandatory):
Under the provisions of Section 242 of the Companies Act, 2017, it is mandatory for a listed Company to pay cash dividend to its shareholders only through electronic mode directly into bank account designated by the entitled shareholders.

In order to receive cash dividends (if any) directly into their bank account, shareholders are requested to provide their IBAN by filling the Electronic Mode Dividend Form available at Company's website containing prescribed details and send it duly signed along with a copy of CNIC to AHCL's Share Registrar (CDCSRL), in case of physical shares. In case of book-entry securities, respective shareholders must get their respective records including IBAN updated as per the Electronic Mode Dividend Form with their Broker/Participant/CDC account services.

In the absence of a members' valid bank account details and / or IBAN, the Company will be constrained to withhold the payment of dividend (if any) to such members in accordance with the requirements of the Companies (Distribution of Dividends) Regulations, 2017 read with Section 243(2)(a) of the Companies Act, 2017, till provision of prescribed details.

- Withholding Tax on Dividend**
Dividend income on shares is liable to deduction of withholding tax under Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These tax rates are as under:-
 - For Filers [persons whose names are appearing in Active Taxpayers List (ATL)] : 15%
 - For Non-filers [persons whose names are not appearing in ATL] : 30%Shareholders are advised to make sure that their names (and/or the name of their joint holders) are appearing in latest ATL provided on the website of FBR, otherwise they (and/or joint holders) shall be treated as non-filers and tax on their cash dividend income (if any) will be deducted at the rate of 30% instead of 15%.
- Withholding Tax on Dividend in Case of Joint Account Holders**

In order to enable the Company to follow the directives of the regulators to determine shareholding proportion in case of Joint account, all shareholders who hold shares with Joint shareholders, are requested to provide shareholding proportions of Principal shareholder and Joint Holder(s) in respect of shares held by them to AHCL's Share Registrar (CDCSRL), in writing, as follows:

Folio / CDS Account #	Total Shares	Principal Shareholder		Joint Shareholder	
		Name and CNIC #	Shareholding Proportion (%)	Name and CNIC #	Shareholding Proportion (%)

NOTE: In the event of non-receipt of the information by 16th October 2025, each shareholder entitled to cash dividend will be assumed to have equal proportion of shareholding with respective jointholder(s) and the tax will be deducted accordingly.

- Unclaimed dividends**
Shareholders, who by any reason, could not claim their previous dividends are advised to contact AHCL's Share Registrar (CDCSRL) 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.
- Distribution of Annual Report**

The audited financial statements of the Company together with the auditors' report, directors' report and the chairman's review report for the year ended 30th June 2025 (Annual Report) are available on the Company's website (www.arifhabibcorp.com) in addition to annual and quarterly financial statements of prior years. In compliance with section 223(6) of Companies Act 2017, the Company has electronically transmitted the Annual Report via e-mail to shareholders whose e-mail addresses are registered with AHCL's Share Registrar (CDCSRL). For shareholders without a registered e-mail address, printed AGM notices, along with the weblink and QR code to download the Annual Report, have been dispatched. Hard copies of the Annual Report will be provided free of cost to any shareholder upon request, delivered to their registered address within one week of receiving such a request. For the convenience of shareholders, a "Standard Request Form for provision of Annual Audited Accounts" is also available on the Company's website.

- Prohibition on Distribution of Gifts and Shareholder Conduct :**
In compliance with Section 185 of the Companies Act, 2017 and S.R.O. 452(I)/2025 issued by SECP, shareholders are hereby informed that no gifts, in any form, shall be distributed at or in connection with the general meeting. Shareholders are also advised to observe decorum and meeting etiquette as prescribed in SECP's Guidelines for Professional Conduct in General Meetings.
- Provision of Information by Shareholders :**

To comply with various statutory requirements, and to avoid any non-compliance of law or any inconvenience in future, all shareholders are hereby advised to coordinate / update their records with their respective Participant / CDC Investor Account Services / AHCL's Share Registrar (CDCSRL) in connection with following :

- Submission of copies of their valid / updated CNIC / NTN Certificate / Zakat Declaration (Exemption) Form / Tax Exemption Certificate.
- Convert their physical shares into scrip less form, which will also facilitate the shareholders having physical shares in many ways, including safe custody, efficient trading and convenience in other corporate actions.
- Provision of mandatory registration details in terms of Section 119 of the Companies Act, 2017 and Regulation 47 of the Companies Regulations, 2024, including mobile number / landline number and e-mail address (if available).
- Promptly notify any change in mailing address, e-mail address and mobile number by writing to the office of AHCL's Share Registrar (CDCSRL).

Registered and Corporate Office:

Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan.

Phone: +92 21 32460717-9 | Fax: +92 21 32468117, 32429653 | Email: info@arifhabibcorp.com | Web: www.arifhabibcorp.com



Annexure - I

ARIF HABIB CORPORATION LIMITED

BALLOT PAPER FOR VOTING THROUGH POST/EMAIL

For the Special Business at the Annual General Meeting to be held on Friday, 24th October 2025 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means.

Designated e-mail address of the Chairman at which the duly filled in ballot paper may be sent: chairman.generalmeeting@arifhabibcorp.com

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

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

Sr.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1.	Agenda item No. 5 To approve the following in connection with transactions with related parties : <ul style="list-style-type: none">ratification and approval of related parties transactions / arrangements / agreements / balances as disclosed in audited financial statements for the year ended 30th June 2025authorize the Board of Directors of the Company to approve those transactions with related parties (if executed) during the financial year ending 30th June 2026 or upto the next annual general meeting, which require approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017 by passing the following special resolutions with or without modification : Resolved that, the transactions / arrangements / agreements / balances with related parties as disclosed in the audited financial statements for the year ended 30th June 2025 be and are hereby approved. Further resolved that, the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties for the financial year ending 30th June 2026 or upto the next annual general meeting. 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 (if triggered) and shall be placed before the shareholders in the next annual general meeting for their formal ratification / approval u/s 207 and / or 208 of the Companies Act, 2017 (if required).			
2.	Agenda item no. 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: <ul style="list-style-type: none">fresh limit of additional investment amounting to Rs.1,000 Million be allocated for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated company), subject to the terms and conditions as mentioned in Annexure-B of Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc., valid for a period upto next annual general meeting, which shall be renewable thereon for further period(s) as specified.renewal of following unutilised limits of equity investment, and sanctioned limits of loans / advances / guarantees etc. 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), for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable thereon for further period(s) as specified.	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)

Sr.	Name of Associated Companies & Undertakings	Amount in million	
		Unutilized Equity Portion	Sanctioned Loan/ Advance/ Guarantee etc.
		PKR	PKR / USD
1.	Javedan Corporation Ltd.	2,059	PKR 3,132
2.	Arif Habib Ltd.	500	PKR 6,500
3.	Fatima Fertilizer Company Ltd.	2,800	PKR 2,000
4.	Rotocast Engineering Co. (Pvt.) Ltd.	300	PKR 500
5.	Arif Habib Dolmen REIT Management Ltd.	1,000	PKR 500
6.	Aisha Steel Mills Ltd.	3,706	PKR 8,039 plus USD 80
7.	Power Cement Ltd.	3,697	PKR 1,500 plus USD 49
8.	Sachal Energy Development (Pvt.) Ltd.	754	PKR 1,000 plus USD 100
9.	Safe Mix Concrete Ltd.	200	PKR 250
10.	REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd.	*10,568	*

Further 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 that:

- * unutilized investment limit of Rs.10,568 Million for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated company), be hereby approved to be continue to be utilized in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc.

Further resolved that, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, 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.

- NOTES:**
- Duly filled postal ballot should be sent to the Chairman of Arif Habib Corporation Limited through post at Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan (Attention of the Company Secretary) OR through the registered e-mail address of shareholder at chairman.generalmeeting@arifhabibcorp.com
 - Copy of CNIC / Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
 - Postal ballot forms through post or e-mail should reach the Chairman by Thursday, 23rd October 2025 before 5:00 p.m. Any postal ballot received after this date and time, will not be considered for voting.
 - Signature on postal ballot should match with signature on CNIC / Passport No. (in case of foreigner).
 - Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
 - This postal Poll paper is also available for download from the website of Arif Habib Corporation Limited at <https://arifhabibcorp.com/announcement.php> Shareholders may download the ballot paper from website or use the same ballot paper as published in newspapers.

Signature of shareholder(s)/ Proxy Holder(s)/Authorized Signatory
(In case of corporate entity, please affix company stamp)

Place: _____ Date: _____

Statement under section 134(3) of the Companies Act, 2017

This statement sets out the material facts concerning the Special Business given in Agenda item No. 5 and Agenda No. 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 businesses, except in their capacity as sponsor/ director / shareholder.

Statement under section 134(3) of the Companies Act, 2017

ANNEXURE - A (AGENDA # 5)

Approval of transactions with related parties

In compliance with applicable laws, related party transactions are approved by the Board as recommended by the Audit Committee on a quarterly basis. As common directors may be deemed to be interested in certain related party transactions due to their directorship and / or shareholding in the associated companies / related parties, the Board, in order to promote transparency, is seeking shareholders' approval for related party transactions / arrangements / agreements / balances as disclosed in the audited financial statements for the year ended 30th June 2025.

Authorization for the Board of Directors to approve those transactions with related parties (if executed) conducted during the financial year ending 30th June 2026 and thereafter upto the next Annual General Meeting, which require approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017

The Company shall be conducting transactions with its related parties during the aforementioned period as per the approved policy with respect to 'transactions with related parties'. Being the directors of multiple companies, many or majority of the 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, including transactions (if executed) triggering approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017, for the year ending 30th June 2026 and thereafter upto the next annual general meeting, 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 AGM for their formal approval/ratification (if required). The Directors are interested in the resolution to the extent of their shareholding and / or common directorships in such related parties.

ANNEXURE-B (AGENDA # 6)

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

Investments in Associated Companies & Associated Undertakings

The Board of Directors of the Company ("AHCL") has approved the specific limits for the investments in the form of equity and loans / advances / running finance / guarantee. along with other particulars for investments in the REIT Schemes under management of Arif Habib Dolmen REIT Management Limited, 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 existing / proposed investment has been carried out.

The proposed investments may involve transactions with related parties, directors, or substantial shareholders of the company. Consequently, the directors of the Company may be deemed interested in these investments to the extent and in their capacity as directors or shareholders of the companies involved. Separate approval under Agenda # 5 is being sought from shareholders for such transactions, if executed, which would be deemed as approved by shareholders under Sections 207 and/or 208 of the Companies Act, 2017. Directors of the Company have no interest in the investee company except in their capacity as sponsor / director / shareholder of associated company.

The principle purpose of this special resolution is to make the Company in a ready position to capitalize on the investment opportunities as and when they arrive. 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 next annual general meeting or for a longer period (as applicable), with the option of renewal thereon.

A - Disclosures for all types of investments:

Ref. No.	Requirement	Information
I	Name of associated company or associated undertaking	Existing and proposed REIT Schemes which are under the management of Arif Habib Dolmen REIT Management Limited ("AHDRML"). For detail refer Annexure B-1
II	Basis of relationship	AHDRML is an associated undertaking due to common directorship of Mr. Arif Habib, Mr. Samad Habib and Mr. Muhammad Ejaz.
III	Earnings per share for the last three years	Disclosed in Annexure B-1
IV	Break-up value of share, based on the latest audited financial statements	Disclosed in Annexure B-1
V	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements.	Disclosed in Annexure B-1

Ref. No.	Requirement	Information
VI	<p>In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:</p> <ol style="list-style-type: none"> 1. description of the project and its history since conceptualization; 2. starting date and expected date of completion of work; 3. time by which such project shall become commercially operational; 4. expected time by which the project shall start paying return on investment; and 5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts; 	<p>Various existing / proposed funds under management of AHDRML are launched or are in pipeline under different stages of launching. These include Globe Residency REIT (GRR), Silk Islamic Development REIT (SIDR), Naya Nazimabad Apartment REIT (NNAR), Pakistan Corporate CBD REIT (PCCR), Rahat Residency REIT (RRR), Garden View Apartment REIT (Formerly Parkview Apartment REIT), Hill View Apartment REIT (Formerly Meezan Center REIT), Gymkhana Apartment REIT (GAR), Dolmen City REIT (DCR), Silk World Islamic REIT (SWIR), Sapphire Bay Islamic Development REIT (SBIDR), Signature Residency REIT (SRR), Taj Boulevard Tower REIT, DHA Dolmen Lahore REIT, Imperial Development REIT, Sky Garden REIT.</p> <p>Consolidated approvals for various REITs have already been obtained from shareholders in previous years. This additional limit is also being sought for all REITs, including those specified above and any others that may be launched under the management of AHDRML (for which requisite information is currently unavailable). Relevant details, where applicable, are disclosed in Annexure B-1.</p>
VII	Maximum amount of investment to be made	<p>Fresh limit of PKR 1 billion for all types of investments is requested for approval. This is in addition to renewal of limit requested separately for PKR 10,568 Million, to be utilized for investments in REIT Schemes under management of Arif Habib Dolmen REIT Management Limited in any form / nature including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc. for which specific approval is sought by members in previous general meetings.</p> <p>Above will make total available limit to Rs.11,568 million for making investment of any kind.</p>
VIII	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	<p>For the benefit of the Company and to earn better returns in the long run on investments, approval of limits for investments made in the nature of equity and loans shall be exhausted to the extent of investments made therein, while investments made in the nature of running finance, guarantees etc. and the remaining unutilised amount shall remain available for renewal in next general meetings for all types of investments.</p>

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 1. Justification for investment through borrowing 2. Detail of collateral, guarantees provided and assets pledged for obtaining such funds 3. Cost benefit analysis	The investment may be made from Company's own available liquidity and/or credit lines. 1. Higher rate of return. 2. Pledge of listed securities and / or charge over assets of the Company, if and where needed. 3. Company expects to time the investment to earn return over and above the borrowing cost.
X	Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment	Arrangements to the extent they are already made are disclosed in Annexure B-1. Further agreements shall be made at the time of investment, where required.
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 except in their capacity as sponsor / director / shareholder of AHDRML and / or REIT schemes under its management.
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	Details of investments already made in respective REIT Schemes are disclosed under Ref. No.XVII in Annexure B-1. Performance review of respective REIT Schemes are disclosed under Ref. Nos.III, IV & V in Annexure B-1.
XIII	Any other important details necessary for the members to understand the transaction	Annexure B-1 comprises of important details about the REIT Schemes.

B - Disclosures relating to proposed equity investments:

Ref. No.	Requirement	Information
XIV	Maximum price at which securities will be acquired	At par / premium / offered / 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	Number of securities already held are disclosed in Annexure B-1. Post investment unitholding is dependent upon the actual investment to be made in accordance with approved limit, and divestments (if any)

Ref. No.	Requirement	Information
XVIII	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Disclosed in Annexure B-1, where applicable
XIX	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities	Not applicable

Ref. No.	Requirement	Information
XX	Category-wise amount of investment	As disclosed in Sr. VII above
XXI	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	Existing average borrowing cost ranges from 3-month KIBOR plus 0.7% to 3-month KIBOR plus 1.75% per annum.
XXII	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company	At the time of making the investment or entering into any arrangement, it will be ensured that the rate to be charged by the Company shall be in line with Section 199 of the Companies Act, 2017 and the guidelines provided in the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017.
XXIII	Particulars of collateral or security to be obtained in relation to the proposed investment	Shall be decided on case to case basis. Being investments made in REIT Schemes managed by a group company, requirement of collateral may be relaxed or waived as well.
XXIV	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	<p>Depending upon the nature, structure, and funding requirements of any existing or proposed REIT Scheme, the Company may invest in such REIT Scheme through any permissible mode, including instruments or arrangements that may carry a conversion feature, whereby the investment may be converted into units of the REIT Scheme after a specified period, at a conversion price that may be predetermined, formula-based, or determined at the time of conversion.</p> <p>In such cases, the Management shall act in the best interest of the Company and finalize the terms of the conversion feature, if any, at the time of making the investment or entering into the relevant arrangement.</p>
XXV	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking	Facilities to be extended in the nature of a Running Finance Facility or Advance may be for a period of up to one year, with the option of renewal for one or more additional periods of up to one year each. Facilities to be extended in the nature of a Long-term Loan shall be for a period as mutually agreed at the time of disbursement.

ANNEXURE - B -1

Particulars	GLOBE RESIDENCY REIT (GRR)	SILK ISLAMIC DEVELOPMENT REIT (SIDR)	NAYA NAZIMABAD APARTMENT REIT (NNAR)	PAKISTAN CORPORATE CBD REIT (PCCR)
Period of latest audited accounts	FY 2025	FY 2022	FY 2024	FY 2024

III. Earnings / (loss) per unit for the last three years

Year 2025:	3.85	Audit is in progress	Audit is in progress	Audit is in progress
Year 2024:	1.79	Audit is in progress	(1.99)	Not applicable
Year 2023:	1.94	Audit is in progress	(0.16)	Not applicable
Year 2022:	2.45	(0.02)	Not applicable	Not applicable

IV. Break-up value of units, based on the latest audited financial statements

Break-up value	14.15	9.98	7.84	-
Units issued	140,000,000	300,000,000	293,750,000	-

V. Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest audited financial statements

Non-current assets	15,286,000	-	-	-
Current assets	5,603,464,000	4,104,947,000	10,694,937,000	7,198,366,000
Unit holder's Fund	1,981,630,000	2,995,393,000	2,303,936,000	7,163,273,000
Non-current liabilities	1,838,889,000	1,000,000,000	7,773,731,000	-
Current liabilities	1,798,231,000	109,554,000	617,270,000	35,093,000
Operating Revenue	529,836,000	-	-	-
Profit / (loss) before levies and tax	544,737,000	4,607,000	(587,294,000)	23,632,000
Profit / (loss) after Tax	539,225,000	4,607,000	(587,294,000)	16,779,000

VI. In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:

1. description of the project and its history since conceptualization;	1. GRR was established for construction of 9 Towers on 5 FL Sites located in Naya Nazimabad, Karachi. The project was launched in November 2021, and was transferred to REIT during March 2022. On December 28th, 2022, GRR was listed on PSX.	1. SIDR was created for investing in undeveloped land in Karachi with the objective of upliftment of the area and development of real estate including construction and sale of residential apartment and commercial units. The SIDR project is spread over 60 acres of commercial real estate situated at Deh Jam Chakro, Surjani, Karachi, and is adjacent to Saima Arabian Villas, accessible directly from Shahrah-e-Usman / Hub Dam link road (Abdullah Chowrangil). SIDR has acquired land from Silk Bank Limited and World Group.	1. The NNAR was established with the objective of constructing Residential Apartments and commercial units at seven commercial sites in Naya Nazimabad, Karachi; selling 216 commercial and residential plots located at Bankers Avenue Housing Society, Lahore; and selling 76 shops in the IT Tower, Lahore; to generate income for Unit Holders.	1. PCCR has been established for investing in / acquiring commercial immovable property measuring 23.2544 Kanals located in the Central Business District of Lahore. The purpose is to develop the Real Estate for mixed-use development, to generate income for the Unit Holders, through sale of saleable area, including commercial retail units, offices, and residential apartments to the Customers and disposal of all other REIT Assets.
2. starting date and expected date of completion of work;	2. Construction of the project started in November 2021 and is expected to be completed in November 2026.	2. & 3. SIDR's Trust Deed was registered on July 08th, 2021, whereas SECP granted its approval granted on June 30th, 2021. Total completion time for the whole project is estimated at 10 years;	2&3. The Trust Deed of the REIT was registered on June 24th, 2022 whereas SECP granted its approval granted on 03rd August 2022. The Scheme has an indicative life of 7 years.	2&3. The Trust Deed of PCCR was registered on 29th October 2021 whereas SECP granted its approval granted on 22nd December 2021. Total completion time for the whole project is estimated / targeted at 10 years;
3. time by which such project shall become commercially operational;	3. The project is commercially operational; construction and sales are progressing.	4. SIDR is expected to pay return on investment after 7 years from the date of its registration.	4. At least 4 years from the date of registration of NNAR is expected to pay return on investment	4. PCCR is expected to pay return on investment after 8 years from the date of its registration.
4. expected time by which the project shall start paying return on investment; and	4. GRR announced its first dividend on September 15th, 2023.	5. In addition to AHCL, two other associated companies namely AHDRML and Fatima Fertilizer Company Limited have also invested in the units of SIDR.	5. In addition to AHCL, another associated company Javedan Corporation Limited has also invested in the units of NNAR.	5. In addition to AHCL, another associated company Fatima Fertilizer Limited has also invested in the units of PCCR.
5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	5. In addition to AHCL, other associated companies namely Arif Habib Limited and Javedan Corporation Limited have also invested in the units of GRR.			

X. Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment

Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment	The Company has a loan arrangement with GRR carrying a return of quarterly KIBOR + 1.5%. GRR is authorized to market the Company's apartments, and any surplus from sales proceeds is retained as a loan until project completion, as disclosed in Note # 10.8 of the unconsolidated financial statements	1. The Company undertook a Unit Subscription Agreement with SIDR, under which divestment is permitted only in accordance with the agreement. As a strategic investor, 15 million out of 60 million units are held in a blocked account. 2. The Company has a Musharaka loan arrangement with SIDR that carries a return of KIBOR + 200 basis points per annum. Upon expiry of the Musharaka tenor, the Company has the option to convert the outstanding balance into units of SIDR.	None	Consortium Agreement was signed on 1st November 2021 with the REIT Scheme along with other investors. Salient features are as follows: 1) Each investor is required to pay its committed contribution as and when demanded by the RMC. 2. AHCL's existing participating interest is 12.50% of the fund size. 3. AHDRML has been appointed as an authorized party to manage the affairs of PCCR and perform as a REIT Management Company under REIT Regulations.
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XVII. Number of securities and percentage thereof held before and after the proposed investment

No of units held	96,115,547 units being 68.65% of unit holding as on 30th June 2025	60,000,000 units being 20.00% of unit holding as on 30th June 2025	76,375,000 units being 26.00% of unit holding as on 30th June 2025	None
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XVIII. Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities;

weighted average & current price	Rs. 19.46 & 20.42	Not applicable	Not applicable	Not applicable
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Particulars	RAHAT RESIDENCY REIT (RRR)	Garden View Apartment REIT (Formerly PARKVIEW APARTMENT REIT)	Hill View Apartment REIT (Formerly Meezan Center REIT)	Gymkhana Apartment REIT (GAR)
Period of latest audited accounts	FY 2024	FY 2024	FY 2024	FY 2024

III. Earnings / (loss) per unit for the last three years

Year 2025:	Audit is in progress	Audit is in progress	Audit is in progress	Audit is in progress
Year 2024:	[0.40]	[0.17]	8.21	-
Year 2023:	[0.84]	Not applicable	Not applicable	Not applicable
Year 2022:	Not applicable	Not applicable	Not applicable	Not applicable

IV. Break-up value of share, based on the latest audited financial statements

Break-up value	8.76	9.83	10.15	-
Unit issued	50,000,000	215,686,647	130,385,356	-

V. Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements

Non-current assets	12,011,000	100,000	100,000	-
Current assets	2,410,787,000	2,314,594,000	1,515,486,000	6,298,122,000
Unit holder's Fund	437,942,000	2,119,632,000	1,323,780,000	953,683,000
Non-current liabilities	500,000,000	-	-	5,316,253,000
Current liabilities	1,484,856,000	195,062,000	191,806,000	28,186,000
Operating Revenue	-	-	2,395,640,000	-
Profit / (loss) before levies and tax	(20,205,000)	(37,234,000)	1,069,927,000	(246,317,000)
Profit / (loss) after Tax	(20,205,000)	(37,234,000)	1,069,927,000	(246,317,000)

VI. In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:

1. description of the project and its history since conceptualization;	1. RRR was established for the construction of Residential Apartments and commercial units on 5 commercial Sites located in Naya Nazimabad, Karachi.	1) Garden View apartment REIT (formerly PVAR) was established for acquisition of real estate land parcel (FL-01 and FL-02) admeasuring 23,049 square yards in Naya Nazimabad, Karachi, with the objective of construction of the acquired Real Estate into Apartments; for generating income for Unit Holders, through sale the end product to the customers and disposal of all other REIT Assets	1) Hill View Apartment REIT (HVAR) was established for the acquisition of real estate land parcels (Com-103, Com-12, Com-46, B-26, B-27, and B-28) in Naya Nazimabad, Karachi, with the objective of constructing Residential and Retail Units (referred to as the 'End Product') for generating income for Unit Holders through the sale of the End Product to customers and disposal of all other REIT Assets.	1. GAR was established for acquisition of real estate land parcels (Com-42, Com-43, Com-44, Com-47, Com-48, Com-49, Com-50, Com-51, Com-52, Com-53, Com-54, Com-55, and Com-56) admeasuring 29,818 square yards in Naya Nazimabad, Karachi, with the objective of construction of the acquired Real Estate into Apartments and Retail Units (referred as 'End Product'); selling 159 residential plots located at Bankers Avenue Housing Society, Lahore; for generating income for Unit Holders, through sale of the End Product to the Customers and disposal of all other REIT Assets
2. starting date and expected date of completion of work;				
3. time by which such project shall become commercially operational;	2& 3 The Trust Deed was registered on 24th June 2022 and SECP approval was granted on 03rd August 2022. The Scheme has an indicative life of 5 years. Sales of and construction on 2 commercial Sites has already been started.	2&3. The Trust Deed was registered on 20th June 2023 and SECP approval is granted on 09th April 2024. the REIT scheme has an indicative life of 7 years.	2&3. The Trust Deed was registered on June 20th, 2023. The project has an indicative life of 7 years, with completion expected by June 2030.	
4. expected time by which the project shall start paying return on investment; and	4. RRR is expected to commence return payments on investment approximately three years after its inception.	4. PAR is expected to start paying returns on investment in approximately 4 years from the date of commencement of work of its project.	4. HVAR is expected to start paying returns on investment in approximately 3 years from the date of commencement of work on the project.	
5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	5. Arif Habib Corporation Limited, an associated company, has invested in the units of the scheme.	5. Arif Habib Corporation Limited, an associated company, has invested in the units of the scheme.	5. Arif Habib equity (Pvt) Limited, an associated company, has invested in the units of the scheme.	2&3. The Trust Deed was registered on 20th June 2023 and SECP approval is granted on 27th December 2023. GAR has an indicative life of 7 years. 4. GAR is expected to start paying returns on investment in approximately 4 years from the date of commencement of work of its project. 5. Arif Habib Corporation Limited, an associated undertaking has invested Rs. 1.2 billion in units of the scheme.

X. Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment

Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment	The Company has a Musharaka loan arrangement with RRR that carries a return of 3-month KIBOR + 1.80% per annum. The loan is repayable within 30 business days of notice of demand.	None	None	None
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XVII. Number of securities and percentage thereof held before and after the proposed investment

No of unit hold	50,000,000 units being 100.00% of unit holding as on 30th June 2025	126,213,644 units being 58.52% of unit holding as on 30th June 2025	None	120,000,000 units being 100.00% of unit holding as on 30th June 2025
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XVIII. Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities;

weighted average & current price	Not applicable	Not applicable	Not applicable	Not applicable
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ANNEXURE - B -1

Particulars	DOLMEN CITY REIT (DCR)	SILK WORLD ISLAMIC REIT (SWIR)	SAPPHIRE BAY ISLAMIC DEVELOPMENT REIT (SBIDR)	SIGNATURE RESIDENCY REIT (SRR)
Period of latest audited accounts	FY 2025	FY 2024	FY 2024	FY 2025
III. Earnings / (loss) per unit for the last three years				
Year 2025:	3.60	Audit is in progress	Audit is in progress	3.03
Year 2024:	3.66	(0.24)	1.19	(0.51)
Year 2023:	4.18	(0.49)	-	Not applicable
Year 2022:	4.39	(0.16)	-	Not applicable
IV. Break-up value of units, based on the latest audited financial statements				
Break-up value	34.41	9.11	10.61	12.14
Units issued	2,223,700,000	591,009,308	6,213,899,000	33,000,000
V. Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest audited financial statements				
Non-current assets	74,755,713,000	-	-	39,863,000
Current assets	2,705,157,000	6,055,030,000	9,722,681,000	1,324,969,000
Unit holder's Fund	76,511,143,000	5,382,737,000	7,112,276,000	400,785,000
Non-current liabilities	-	-	989,965,000	-
Current liabilities	949,727,000	672,293,000	1,619,840,000	964,047,000
Operating Revenue	4,893,486,000	-	-	947,668,000
Profit / (loss) before levies and tax	7,991,911,000	(142,499,000)	287,059,000	99,835,000
Profit / (loss) after Tax	7,991,911,000	(142,499,000)	287,059,000	99,835,000
VI. In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:				
1. description of the project and its history since conceptualization;	Not applicable, Dolmen City REIT's project is already operational	1. SWIR was created for investment in undeveloped land in Karachi with the objective of upliftment of the area and development of real estate including construction and sale of residential apartment and commercial units. SWIR project is spread over 86.45 acres commercial real estate situated at Deh Jam Chakro, Surjani, Karachi, and is adjacent to Saima Arabian Villas, accessible directly from Shahrah-e-Usman / Hub Dam link road (Abdullah Chowrangil). SWIR has acquired land from Silk Bank Limited and World Group.	1) SBIDR is a PPP-REIT Scheme established to undertake the Public Private Partnership Project i.e. the Ravi Riverfront City, Zone 3 Sapphire Bay project, involving development of the Real Estate on a design, build, develop, operate, finance and transfer (DBDFOT) mode, as per the terms of the PPP Agreement with the objective of development of residential and commercial plots for generating income for Unit Holders, through lease of the end product to its customers and disposal of all other REIT Assets.	1. SRR was established for acquisition onf 2 commercial Sites Com-109/I and Com 102 located in Naya Nazimabad, Karachi. The project was launched in January 2023 and was transferred to REIT during March 2023.
2. starting date and expected date of completion of work;				2 & 3. The Trust Deed was registered on 22nd March 2023 and SECP approval was granted on 14th June 2023. The Construction of the project started in January 2023 and is expected to be completed in September 2026.
3. time by which such project shall become commercially operational;				3. One commercial site, Com-109/I, has been sold, while Com-102 is commercially operational, with its entire retail space constructed and sold. The sale and construction of residential units in Com-102 are in full progress.
4. expected time by which the project shall start paying return on investment; and				4. SRR has paid its first dividen for FY 2025 to its unit holders.
5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;				5. Associated companies namely Javedan Corporation Limited and Arif Habib Corporation Limited has invested in the units of SRR.
X. Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment				
Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment	None	None	None	None
XVII. Number of securities and percentage thereof held before and after the proposed investment				
No of units held	None	None	None	13,329,896 units being 40.39% of unit holding as on 30th June 2025
XVIII. Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities;				
weighted average & current price	Rs. 32 & 30.01	Not applicable	Not applicable	Not applicable

Particulars	Taj Boulevard	DHA Dolmen Lahore REIT	Imperial Development REIT	Sky Garden REIT
Period of latest audited accounts	Not available	Not available	Not available	Not available
III. Earnings / (loss) per unit for the last three years				
Year 2025:	Audit in Progress	Not applicable	Not applicable	Not applicable
Year 2024:	Not applicaable	Not applicable	Not applicable	Not applicable
Year 2023:	Not applicaable	Not applicable	Not applicable	Not applicable
Year 2022:	Not applicaable	Not applicable	Not applicable	Not applicable
IV. Break-up value of share, based on the latest audited financial statements				
Break-up value	-	-	-	
Unit issued	-	-	-	
V. Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements				
Non-current assets	Not applicable	Not applicable	Not applicable	Not applicable
Current assets				
Unit holder's Fund				
Non-current liabilities				
Current liabilities				
Operating Revenue				
Profit / (loss) before levies and tax				
Profit / (loss) after Tax				
VI. In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely:				
<div>1. description of the project and its history since conceptualization;</div> <div>2. starting date and expected date of completion of work;</div> <div>3. time by which such project shall become commercially operational;</div> <div>4. expected time by which the project shall start paying return on investment; and</div> <div>5. funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;</div>	<div>1.Taj Boulevard Tower REIT has been established for the acquisition and development of Commercial Plot No. 07/RDA-07, admeasuring 2,500.19 square yards in Taj Residencia, Rawalpindi. The objective of the Scheme is to construct the acquired real estate into a mixed-use development comprising Apartments and Retail Units.</div> <div>2 & 3.The Trust Deed of TBTR was registered on 28th April 2025 and financial close is targeted by 31st December 2025. The project has an expected life of four years from commencement, within which it shall become commercially operational with sales and collections of apartments and retail units envisaged to commence in the first year and continue till completion.</div> <div>4.TBTR is expected to start paying returns on investment from the second year of operations.</div> <div>5.Taj Boulevard Tower (Pvt.) Limited, the associated undertaking, has contributed land valued at PKR 500 million.</div>	<div>1. The REIT is structured to include Dolmen Mall Lahore, a shopping mall developed on 108 kanals in DHA Phase VI, Lahore, under a joint venture between DHA Lahore and Dolmen Group.</div> <div>2. Construction commenced in 2019 and has been completed. The project is now due to be transferred into the REIT Scheme.</div> <div>3. The REIT shall be commercially operational upon transfer into the REIT Scheme.</div> <div>4. As a Rental REIT, distributions are expected to commence immediately upon transfer of the property.</div> <div>5. DHA Dolmen Lahore (Pvt.) Limited, the Sponsor, has undertaken to contribute land and development in consideration of units of the REIT Scheme, while sponsor advances are to be provided in cash to meet REIT formation expenses, transfer-related taxes and initial operations.</div>	<div>At present, only trust deeds have been executed for Imperial Development REIT and Sky Garden REIT, and no real estate assets have yet been acquired by these schemes. The REIT Management Company, in collaboration with the prospective sponsors, continues to evaluate potential development opportunities, and a decision will be taken at an appropriate time based on market conditions and feasibility.</div>	
X. Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment				
Salient feature of agreement(s), if any, with associated company or associated undertaking with regards to proposed investment	None	None	None	None
XVII. Number of securities and percentage thereof held before and after the proposed investment				
No of unit hold	None	None	None	None
XVIII. Current and preceding twelve weeks’ weighted average market price where investment is proposed to be made in listed securities;				
weighted average & current price	Not applicable	Not applicable	Not applicable	Not applicable

ANNEXURE - C (AGENDA # 6)

Statement under Section 134(3) of the Companies Act, 2017, in compliance with Regulation 4(2) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, for decision to make investment under the authority of a resolution passed earlier pursuant to provisions of Section 208 of the Companies Ordinance, 1984 (Repealed) / Section 199 of the Companies Act, 2017 is not implemented either fully or partially:

The Company in its previous general meetings had sought approvals under section 208 of the Companies Ordinance, 1984 (repealed) / 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, advances, running finance and corporate guarantee are also hereby sought for the companies / undertakings as per following details for a period upto next annual general meeting, unless specifically approved for a longer period. The investments may involve transactions with related parties, directors, or substantial shareholders of the companies / schemes. Consequently, the directors of the Company may be deemed interested in these investments to the extent and in their capacity as directors or shareholders or unitholders of the companies / schemes involved. Separate approval under Agenda # 5 is being sought from shareholders for such transactions, if executed, which would be deemed as approved by shareholders under Sections 207 and/or 208 of the Companies Act, 2017. Directors of the Company have no interest in the investee companies / schemes except in their capacity as sponsor / director / shareholder of associates. In the 26th AGM held in 2020, the already approved respective limits for long-term loans / running finance were approved to be consolidated, and accordingly the Company may utilise the consolidated limit at its discretion for extending long-term loans and / or running finance and / or advances; provided that sum of respective natures of investments so extended does not exceed the already approved investment limit in the aggregate. Provided further that the limit so utilised to the extent of extending long term loan shall be exhausted and shall not be renewable in next general meeting(s). In the 29th AGM held in 2023, the already approved unutilized limits for equity investment in various REIT Schemes under management of Arif Habib Dolmen REIT Management Limited were approved to be merged and utilized in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc. Provided further that the limit so utilised to the extent of making equity investment and / or extending long term loan shall be exhausted and shall not be renewable in next general meeting(s).

Any amount not specified in a particular currency is to be read and understood as PKR

1 Name of associated company / undertaking : **Javedan Corporation Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	9,586,637,639	2,731,550,000	400,000,000
b)	amount of investment made to date;	7,527,993,473	-	-
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the shareholders	Facility is in the nature of Guarantee / indemnity / pledge of shares etc. and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings per share - basic & diluted		4.11	4.47
ii	Net Profit		1,564,934,000	1,703,627,000
iii	Shareholders Equity		25,381,822,000	25,339,236,000
iv	Total Assets		41,347,275,000	40,313,731,000
v	Break-up value		66.64	66.53
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 2,058,644,167	Sanctioned 2,731,550,000	Sanctioned 400,000,000

2 Name of associated company / undertaking : **Arif Habib Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	3,807,676,000	2,500,000,000	4,000,000,000
b)	amount of investment made to date;	3,307,630,636	-	3,150,000,000
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the shareholders	Facility is in the nature of Guarantee / indemnity / pledge of shares etc. and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings per share - basic & diluted		14.99	9.36
ii	Net Profit		979,261,988	611,946,740
iii	Shareholders Equity		1,925,743,728	1,273,181,740
iv	Total Assets		7,177,154,031	5,680,506,914
v	Break-up value		29.47	19.49
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 500,045,364	Sanctioned 2,500,000,000	Sanctioned 4,000,000,000

3 Name of associated company / undertaking : **Fatima Fertilizer Company Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	8,349,905,302	2,000,000,000	-
b)	amount of investment made to date;	5,549,942,481	-	-
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings per share - basic & diluted		18.93	14.93
ii	Net Profit		39,746,348,000	31,357,817,000
iii	Shareholders Equity		152,179,011,000	127,194,069,000
iv	Total Assets		331,345,366,000	256,225,216,000
v	Break-up value		72.47	60.57
	Proposals for renewal for future investments:	Unutilised 2,799,962,821	Sanctioned 2,000,000,000	Sanctioned -

4 Name of associated company / undertaking : **Rotocast Engineering Company (Private) Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	300,000,000	500,000,000	-
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the 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 :		FY2024	FY2023
i	Loss per share		(7.82)	(3.10)
ii	Net Loss		(78,195,194)	(30,969,351)
iii	Shareholders Equity		5,924,101,885	5,875,551,011
iv	Total Assets		6,789,317,492	6,952,013,830
v	Break-up value		592.41	587.56
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 300,000,000	Sanctioned 500,000,000	Sanctioned -

5 Name of associated company / undertaking : **Arif Habib Dolmen REIT Management Limited (AHDRML)**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	1,000,000,000	500,000,000	-
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings / (loss) per share - basic & diluted		3.38	(3.39)
ii	Net Profit / (loss)		67,671,529	(67,849,551)
iii	Shareholders Equity		520,846,307	453,174,778
iv	Total Assets		1,487,293,087	1,327,045,953
v	Break-up value		26.04	22.66
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 1,000,000,000	Sanctioned 500,000,000	Sanctioned -

6 Name of associated company / undertaking : **Aisha Steel Mills Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	9,023,747,251	2,539,206,765	PKR 5,500,000,000 plus USD 80,000,000
b)	amount of investment made to date;	5,318,238,534	-	PKR 1,125,000,000
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the shareholders	Facility is in the nature of Guarantee / indemnity / pledge of shares etc. and availed as & when needed in the interest of the 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:		FY2025	FY2024
i	Loss per share - basic & diluted		(1.55)	(0.26)
ii	Net loss		(1,351,854,000)	(132,470,000)
iii	Shareholders Equity		20,616,113,000	15,706,978,000
iv	Total Assets		38,756,457,000	40,597,158,000
v	Break-up value		17.05	12.01
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 3,705,508,717	Sanctioned 2,539,206,765	Sanctioned PKR 5,500,000,000 plus USD 80,000,000

7 Name of associated company / undertaking : **Power Cement Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	8,970,805,058	1,000,000,000	PKR 500,000,000 plus USD 49,000,000*
b)	amount of investment made to date;	5,274,236,664	-	USD 3,007,348
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the shareholders	Facility is in the nature of Guarantee / indemnity / pledge of shares etc. and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings / (loss) per share - basic & diluted		0.44	(2.88)
ii	Net Profit / (loss)		814,996,000	(2,703,284,000)
iii	Shareholders Equity		23,529,257,000	19,419,121,000
iv	Total Assets		47,680,009,000	47,777,776,000
v	Break-up value		6.25	5.85
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 3,696,568,394	Sanctioned 1,000,000,000	Sanctioned PKR 500,000,000 plus USD 49,000,000

*Approval of limit of USD 49 million includes the following:

Limit of any currency equivalent to USD 38 million

Limits of PKR equivalent to USD 11 million

8 Name of associated company / undertaking : **Sachal Energy Development (Private) Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	3,500,000,000	1,000,000,000	USD 100,000,000
b)	amount of investment made to date;	2,746,465,560	-	USD 20,000,000
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the shareholders	Facility is in the nature of Guarantee / indemnity / pledge of shares etc. and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings per share		11.02	11.59
ii	Net Profit		3,526,865,819	3,708,318,354
iii	Shareholders Equity		15,894,543,450	13,967,677,631
iv	Total Assets		22,168,108,852	22,929,995,397
v	Break-up value		49.67	43.65
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 753,534,440	Sanctioned 1,000,000,000	Sanctioned USD 100,000,000

9 Name of associated company / undertaking : **Safe Mix Concrete Limited**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	303,861,499	250,000,000	-
b)	amount of investment made to date;	103,563,499	-	-
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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the 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 :		FY2025	FY2024
i	Earnings per share - basic & diluted		4.11	4.57
ii	Net Profit		102,713,641	114,143,833
iii	Shareholders Equity		444,260,098	391,276,494
iv	Total Assets		993,098,280	822,617,277
v	Break-up value		17.77	15.65
	RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E. :	Unutilised 200,298,000	Sanctioned 250,000,000	Sanctioned -

10 Name of associated company / undertaking : **REIT Schemes under management of
Arif Habib Dolmen REIT Management Limited (AHDRML)**

S. No.	DESCRIPTION	INVESTMENT IN SECURITIES	INVESTMENT IN THE NATURE OF	
			FUNDED FACILITY	UNFUNDED FACILITY
a)	total investment approved;	15,315,248,438		
b)	amount of investment made to date;	4,747,681,565 REIT wise detail in Annexure C-1	386,039,022 REIT wise detail in Annexure C-1	- No corporate guarantee provided 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 complete utilisation	Facility is in the nature of long-term loans and / or running finance and / or advances, and availed as & when needed in the interest of the shareholders	Facility is in the nature of Guarantee / indemnity / pledge of shares etc. and availed as & when needed in the interest of the 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:	Details relating to existing REIT Schemes under management is disclosed in Annexure C-1		
	Proposals for renewal for future investments :	Unutilised Limited PKR 10,567,566,873		

ANNEXURE C-1

Particulars	GLOBE RESIDENCY REIT (GRR)	SILK ISLAMIC DEVELOPMENT REIT (SIDR)	NAYA NAZIMABAD APARTMENT REIT (NNAR)	PAKISTAN CORPORATE CBD REIT (PCCR)
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b) amount of investment made to date;

Investment in securities	288,496,165	600,000,000	763,750,000	None
Loans/Advance/RF	106,039,022	180,000,000	None	None

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 :

Current audited accounts	FY 2025	FY 2023, 2024 & 2025	FY 2024	FY 2024
Earnings / (loss) per share	3.85	Audit in progress	(1.99)	Not applicable
Net profit / loss	539,225,000		(587,294,000)	16,779,000
Shareholders Equity	1,981,630,000		2,303,936,000	7,163,273,000
Total Assets	5,618,750,000		10,694,937,000	7,198,366,000
Break-up value	14.15		7.84	Not applicable

last year audited accounts	FY 2024	FY 2022	FY 2023	FY 2023
Earnings / (loss) per share	1.79	(0.02)	(0.16)	Not applicable
Net profit / loss	251,915,000	(4,607,000)	(46,270,000)	6,879,000
Shareholders Equity	1,687,405,000	2,995,393,000	2,891,230,000	3,833,662,000
Total Assets	4,789,967,000	4,104,947,000	5,863,981,000	3,864,430,000
Break-up value	12.05	9.98	9.84	Not applicable

Particulars	RAHAT RESIDENCY REIT (RRR)	Garden View Apartment REIT (Formerly PARKVIEW APARTMENT REIT)	Hill View Apartment REIT (Formerly Meezan Center REIT)	Gymkhana Apartment REIT (GAR)
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b) amount of investment made to date;

Investment in securities	500,000,000	1,262,136,440	None	1,200,000,000
Loans/Advance/RF	100,000,000	None	None	None

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 :

Current audited accounts	FY 2024	FY 2024	FY 2024	FY 2024
Earnings / (loss) per share	(0.40)	(0.17)	8.21	Not applicable
Net profit / loss	(20,205,000)	(37,234,000)	1,069,927,000	(246,317,000)
Shareholders Equity	437,942,000	2,119,632,000	1,323,780,000	953,683,000
Total Assets	2,422,798,000	2,314,694,000	1,515,586,000	6,298,122,000
Break-up value	8.76	9.83	10.15	Not applicable

last year audited accounts	FY 2023	FY 2023	FY 2023	FY 2023
Earnings / (loss) per share	(0.84)	Not applicable	Not applicable	Not applicable
Net profit / loss	(41,853,000)			
Shareholders Equity	458,147,000			
Total Assets	1,938,042,000			
Break-up value	9.16			

Particulars	DOLMEN CITY REIT (DCR)	SILK WORLD ISLAMIC REIT (SWIR)	SAPPHIRE BAY ISLAMIC DEVELOPMENT REIT (SBIDR)	SIGNATURE RESIDENCY REIT (SRR)
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b) amount of investment made to date;

Investment in securities	None	None	None	133,298,960
Loans/Advance/RF	None	None	None	None

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 :

Current audited accounts	FY 2025	FY 2024	FY 2024	FY 2025
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Earnings / (loss) per share	3.60	(0.24)	1.19	3.03
Net profit / loss	7,991,911,000	(142,499,000)	287,059,000	99,835,000
Shareholders Equity	76,511,143,000	5,382,737,000	7,112,876,000	400,785,000
Total Assets	77,460,870,000	6,055,030,000	9,722,681,000	1,364,832,000
Break-up value	34.41	9.11	11.45	12.14

last year audited accounts	FY 2024	FY 2023	FY 2023	FY 2024
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Earnings / (loss) per share	3.66	0.49	Not applicable	(0.51)
Net profit / loss	8,140,055,000	(290,268,000)	119,069,000	(16,697,000)
Shareholders Equity	73,189,002,000	5,525,236,000	4,483,345,000	300,950,000
Total Assets	74,054,969,000	6,029,827,000	5,558,591,000	1,529,741,000
Break-up value	32.91	9.35	Not applicable	9.12

Particulars	Taj Boulevard	DHA Dolmen Lahore REIT	Imperial Development REIT	Sky Garden REIT
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b) amount of investment made to date;

Investment in securities	None	None	None	None
Loans/Advance/RF	None	None	None	None

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 :

Current audited accounts	FY 2025	FY 2025	FY 2025	FY 2025
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Earnings / (loss) per share	Not applicable	Not applicable	Not applicable	Not applicable
Net profit / loss				
Shareholders Equity				
Total Assets				
Break-up value				

last year audited accounts	FY 2024	FY 2024	FY 2024	FY 2024
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Earnings / (loss) per share	Not applicable	Not applicable	Not applicable	Not applicable
Net profit / loss				
Shareholders Equity				
Total Assets				
Break-up value				

Form of Proxy

Thirty First Annual General Meeting

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

I/ we _____ of _____ being a member(s)
of Arif Habib 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 Thirty First Annual General Meeting of the Company to be held on 24 October 2025, 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

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 registered office of the company not later 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

اکنیسواں سالانہ جنرل اجلاس

کمپنی سیکریٹری

عارف حبیب کارپوریشن لمیٹڈ

عارف حبیب سینٹر

23، ایم ٹی خان روڈ

کراچی۔

میں مسماۃ _____ ساکن _____ ضلع _____ بحیثیت ممبر _____
عارف حبیب کارپوریشن لمیٹڈ، حامل _____ (تعداد) عمومی/خصوصی حصص بمطابق سی ڈی سی اکاؤنٹ _____
مسماۃ _____ ساکن _____ کو، بصورت دیگر مسماۃ _____
ساکن _____ کو بطور مختار (پراکسی) مقرر کرتا ہوں تاکہ وہ میری جگہ اور میری طرف سے کمپنی کے اکنیسواں سالانہ اجلاس عام جو بتاریخ 24 اکتوبر 2025 بروز جمعہ منعقد ہو رہا ہے میں، یا ان کے کسی ملتوی شدہ اجلاس میں ووٹ ڈالے۔

گواہان:

1

نام: _____

پتہ: _____

شناختی کارڈ نمبر: _____

دستخط: _____

2

نام: _____

پتہ: _____

شناختی کارڈ نمبر: _____

دستخط: _____

دستخط
ریونیواسٹیمپ

نوٹ:

- وہ رکن جسے اجلاس میں شرکت یا ووٹ کا حق حاصل ہے وہ کسی ناگزیر صورت حال میں اپنی جگہ کسی دوسرے ممبر کو بیعت دے سکتا ہے کہ وہ رکن اس کی پراکسی استعمال کرتے ہوئے اسکے بجائے اجلاس میں شریک ہو سکتا ہے خطاب کر سکتا ہے یا ووٹ کا اندراج کر سکتا ہے۔
- پراکسی ثابت کرنے کے لئے اسے اپنا اصل شناختی کارڈ یا پاسپورٹ اور فوٹیو نمبر کو دکھانا لازمی ہے تاکہ اجلاس میں شرکت کی اجازت سے قبل اسکی شناخت کی جاسکے۔
- منوثر بنانے کے لئے، پراکسی فارم کمپنی کے رجسٹرڈ دفتر پر اجلاس سے کم از کم 48 گھنٹے قبل وصول ہونا لازمی ہیں۔ فارم میں تمام مطلوبہ معلومات، رکن کے دستخط اور مہر، نیز دو گواہان کی بنیادی معلومات یعنی نام پتے، دستخط اور شناختی کارڈ نمبر کا اندراج ضروری ہے۔
- انفرادی رکن کی صورت میں اصل اور پر پراکسی کے شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقول منسلک کرنا لازمی ہے۔
- پراکسی کے کارپوریٹ ہونے کی صورت میں بورڈ آف ڈائریکٹرز کی قرارداد، پاور آف اٹارنی، شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ نقول، پراکسی فارم کے ساتھ منسلک کرنا لازمی ہے۔



ARIF HABIB CORPORATION LIMITED

BALLOT PAPER FOR VOTING THROUGH POST / EMAIL

For the Special Business at the Annual General Meeting to be held on Friday, 24th October 2025 at 11:30 a.m. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi as well as through electronic means.

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

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

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

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1.	<p>Agenda item no. 5</p> <p>To approve the following in connection with transactions with related parties :</p> <ul style="list-style-type: none"> i- ratification and approval of related parties transactions / arrangements / agreements / balances as disclosed in audited financial statements for the year ended 30th June 2025 ii- authorize the Board of Directors of the Company to approve those transactions with related parties (if executed) during the financial year ending 30th June 2026 or upto the next annual general meeting, which require approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017 <p>by passing the following special resolutions with or without modification:</p> <p>Resolved that, the transactions / arrangements / agreements / balances with related parties as disclosed in the audited financial statements for the year ended 30th June 2025 be and are hereby approved.</p> <p>Further resolved that, the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties for the financial year ending 30th June 2026 or upto the next annual general meeting.</p> <p>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 (if triggered) and shall be placed before the shareholders in the next annual general meeting for their formal ratification / approval u/s 207 and / or 208 of the Companies Act, 2017 (if required).</p>			

2.	<p>Agenda item no. 6</p> <p>To consider and if deemed fit, to pass the following Special Resolutions with or without modification(s):</p> <p>Investment in Associated Companies & Associated Undertakings</p> <p>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:</p> <ul style="list-style-type: none">- fresh limit of additional investment amounting to Rs.1,000 Million be allocated for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated company), subject to the terms and conditions as mentioned in Annexure-B of Statement under Section 134(3), to be utilised in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc., valid for a period upto next annual general meeting, which shall be renewable thereon for further period(s) as specified.- renewal of following unutilised limits of equity investment, and sanctioned limits of loans / advances / guarantees etc. 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), for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable thereon for further period(s) as specified.	<p>No. of ordinary shares for which votes cast</p>	<p>I/We assent to the Resolutions (FOR)</p>	<p>I/We dissent to the Resolutions (AGAINST)</p>																																																		
<table><tr><th rowspan="4">Sr.</th><th rowspan="4">Name of Associated Companies & Undertakings</th><th colspan="2">Amount in million</th></tr><tr><th colspan="2">Renewal Requested</th></tr><tr><th>Unutilized Equity Portion</th><th>Sanctioned Loan/ Advance/ Guarantee etc.</th></tr><tr><th>PKR</th><th>PKR / USD</th></tr><tr><td>1.</td><td>Javedan Corporation Ltd.</td><td>2,059</td><td>PKR 3,132</td></tr><tr><td>2.</td><td>Arif Habib Ltd.</td><td>500</td><td>PKR 6,500</td></tr><tr><td>3.</td><td>Fatima Fertilizer Company Ltd</td><td>2,800</td><td>PKR 2,000</td></tr><tr><td>4.</td><td>Rotocast Engineering Co. (Pvt.) Ltd.</td><td>300</td><td>PKR 500</td></tr><tr><td>5.</td><td>Arif Habib Dolmen REIT Management Ltd.</td><td>1,000</td><td>PKR 500</td></tr><tr><td>6.</td><td>Aisha Steel Mills Ltd.</td><td>3,706</td><td>PKR 8,039 plus USD 80</td></tr><tr><td>7.</td><td>Power Cement Ltd.</td><td>3,697</td><td>PKR 1,500 plus USD 49</td></tr><tr><td>8.</td><td>Sachal Energy Development (Pvt.) Ltd.</td><td>754</td><td>PKR 1,000 plus USD 100</td></tr><tr><td>9.</td><td>Safe Mix Concrete Ltd.</td><td>200</td><td>PKR 250</td></tr><tr><td>10.</td><td>REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd.</td><td>*10,568</td><td>*</td></tr></table>					Sr.	Name of Associated Companies & Undertakings	Amount in million		Renewal Requested		Unutilized Equity Portion	Sanctioned Loan/ Advance/ Guarantee etc.	PKR	PKR / USD	1.	Javedan Corporation Ltd.	2,059	PKR 3,132	2.	Arif Habib Ltd.	500	PKR 6,500	3.	Fatima Fertilizer Company Ltd	2,800	PKR 2,000	4.	Rotocast Engineering Co. (Pvt.) Ltd.	300	PKR 500	5.	Arif Habib Dolmen REIT Management Ltd.	1,000	PKR 500	6.	Aisha Steel Mills Ltd.	3,706	PKR 8,039 plus USD 80	7.	Power Cement Ltd.	3,697	PKR 1,500 plus USD 49	8.	Sachal Energy Development (Pvt.) Ltd.	754	PKR 1,000 plus USD 100	9.	Safe Mix Concrete Ltd.	200	PKR 250	10.	REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd.	*10,568	*
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	<p>Further 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 that:</p> <p>* unutilized investment limit of Rs.10,568 Million for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated company), be hereby approved to be continue to be utilized in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc.</p> <p>Further resolved that, the Chief Executive and/or any two directors jointly and/or any one director and Chief Financial Officer / Company Secretary jointly, 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.</p>			
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NOTES:

1. Dully filled postal ballot should be sent to the Chairman of Arif Habib Corporation Limited through post at Arif Habib Centre, 23, M.T. Khan Road, Karachi, Pakistan (Attention of the Company Secretary) **OR** through the registered email address of shareholder at chairman.generalmeeting@arifhabibcorp.com
2. Copy of CNIC / Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms through post or email should reach the Chairman by Thursday, **23rd October 2025 before 5:00 p.m.** Any postal ballot received after this date and time, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC / Passport No. (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. This postal Poll paper is also available for download from the website of Arif Habib Corporation Limited at <https://arifhabibcorp.com/announcement.php> Shareholders may download the ballot paper from website or use the same ballot paper as published in newspapers.

Signature of shareholder(s)/ Proxy Holder(s)/Authorized Signatory
(In case of corporate entity, please affix company stamp)

Place: _____

Date: _____



Arif Habib Corp

Register and Corporate Office:

Arif Habib Centre, 23, M.T. Khan Road, Karachi - 74000

Tel: +92 21 32460717-9 / Fax: +92 21 32468117, 32429653

Email: info@arifhabibcorp.com

Website: www.arifhabibcorp.com