GENERAL

FORM-17

June 16, 2020

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

Dear Sir,

Re: Notice of Extraordinary General Meeting
to he held on July 08, 2020.

Enclosed please find a copy of the Notice of Extraordinary General Meeting to be held on July 08, 2020 for circulation amongst the TRE Certificate Holders of the Exchange.

Thanking you,

Yours faithfully

Amin Punjani
Company Secretary

EFU General Insurance Ltd
EFU House, M.A. Jinnah Road, P.O. Box 5005, Karachi-74000.
Phone: 92-21-32313471-90, Fax: 92-21-32310450, Email: info@efuinsurance.com

GENERAL

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of the Company will be held on Wednesday July 08, 2020 at 10:00 a.m. at Registered Office of the Company at Kamran Centre, 1st Floor, 85 East, Jinnah Avenue, (Blue Area) Islamabad to transact the following business:

To elect ten directors as fixed by the Board in accordance with the provisions of the Companies Act, 2017 for a period of three years commencing July 10, 2020. The retiring Directors are Messrs. Saifuddin N. Zoomkawala, Rafique R. Bhimjee, Abdul Rehman Haji Habib, Hasanali Abdullah, Taher G. Sachak, Ali Raza Siddiqui, Mohammed Iqbal Mankani, Mahmood Lotia and Saad Bhimjee.

By Order of the Board
Amin Punjani
Company Secretary

Karachi
June 16, 2020

NOTES

1. Any person who seeks to contest the election of directors shall, whether he is retiring or otherwise, file with the company the following documents at Company's Registered Office not later than fourteen days before the date of the meeting:

   i. Notice of his / her intention to offer himself / herself for the election of Director in terms of Section 159(3) of the Companies Act, 2017.

   ii. Consent to act as director (Form 28) as per Section 167(1) of the Companies Act, 2017 and Listed Companies (Code of Corporate Governance) Regulations, 2019 along with the declaration required under Clause-iv of the Code of Corporate Governance for Insurers, 2016. Form 28 is given under Companies (General Provisions and Forms) Regulations, 2018 available on SECP website and can also be obtained from the Registered Office of the Company.

   iii. A detailed profile along with his/her office address to be placed on the Company's Website as required under SRO 1196(I)/2019 dated October 03, 2019;

   vi. An attested copy of CNIC or passport (in case of foreigner);

   v. A declaration that he/she is eligible to become a director under Companies Act, 2017; Securities Act, 2015; Listed Companies (Code of Corporate Governance) Regulations, 2019; Code of Corporate Governance for Insurers, 2016; PSX Regulations; Memorandum and Articles of Association of the Company; and any other applicable laws/rules/regulations/codes etc. Any other documents/information he/she may think necessary;

   vi. Information on Annexure 'A' and affidavit on Annexure 'B' required under Insurance Companies (Sound and Prudent Management) Regulation, 2012 notified by the SECP vide SRO 15(1)/2012 dated January 09, 2012 and Annexure 'C' required under SRO No. 1165(1)/2016 dated December 22, 2016. Annexure A, B, C are available on SECP website and can also be obtained from the Registered Office of the Company;

   vii. Undertaking on Annexure 'A' required under direction issued vide SRO 1525(1)/2018 dated December 14, 2018. The undertaking is available on Company website and SRO 1525 is available on SECP website;

   viii. Independent Director's will be elected through the process of election of director in terms of Section 159 of the Act and they shall meet the criteria laid down in Section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulation, 2018, accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as an independent director;

      - Declaration by Independent Director(s) under Clause 6(3) of the listed Companies (Code of Corporate Governance) Regulation, 2019.

      - Undertaking on non-judicial stamp paper that he/she meet the requirement of Regulation 4(1) of the Companies (Manner and Selection of Independent Directors) Regulation, 2018 along with the supporting information of the same.

2. Approval from Securities and Exchange Commission of Pakistan is needed to become Director of the Company.

3. The Share Transfer Books of the Company will be closed from July 02, 2020 to July 08, 2020 (both days inclusive). Transfers received in order by our Share Registrar, CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Main

Shahrah-e-Faisal, Karachi-74400 at the close of the business on July 01, 2020 will be considered in time to attend and vote at the meeting.

4. A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint another member as a proxy to attend and vote in respect of him. Forms of proxy must be deposited at the Company's Registered Office not later than 48 hours before the time appointed for the meeting.

5. CDC Account Holders are advised to follow the following guidelines of the Securities and Exchange Commission of Pakistan.

   a. For Attending the Meeting:

   i. In case of individuals, the account holder or sub-account holder and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

   ii. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

   b. For Appointing Proxies:

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

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

   iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

   iv. The proxy shall produce his original CNIC or original passport at the time of the meeting.

   v. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

6. Members are requested to communicate to our Shares Registrar of any change in their addresses. The Shareholders holding shares through CDC are requested to please update their addresses with their Participants.

EFU GENERAL INSURANCE LTD.