



## Notice of 66<sup>th</sup> Annual General Meeting

NOTICE IS HEREBY GIVEN that the Sixty-Six Annual General Meeting of the Members of the ZIL Limited will be held on Thursday, April 16, 2026 at 10:00 hours at Pakistan Society for Training and Development, Plot # TC-3, Khayaban-e-Seher, 34th Street, Phase V DHA, Karachi Pakistan, through in-person and video link facility to transact the following business:

### ORDINARY BUSINESS:

1. To confirm the minutes of the last Extraordinary General Meeting held on Wednesday, June 18, 2025.
2. To receive, consider and approve the Audited Financial Statements of the Company together with the Directors' and Auditors' report thereon for the year ended December 31, 2025.
3. To approve as recommended by directors a final cash dividend @ 25% i.e., Rs.2.50 per share.
4. To appoint Auditors of the Company and fix their remuneration.

By the order of the board

Muhammad Shahid  
Company Secretary

Karachi: February 13, 2026

### NOTES:

1. The Share Transfer Books of the Company will remain closed from April 10, 2026 to April 16, 2026 (both days inclusive). Transfers received at company's share registrar M/s. THK Associates (Pvt) Ltd. Plot No.32, Iami Commercial Street 2, D.H.A, Phase VII, Karachi, by the close of business on April 09, 2026 will be considered in time for the purpose of payment of final dividend to the transferees.
2. A member entitled to attend and vote at the general meeting may appoint a person / representative as proxy to attend and vote in place of member at the meeting. Proxies in order to be effective must be received at the Registered Office of the Company not later than forty- eight (48) hours before the time of holding the meeting.
3. Any individual Beneficial Owner of CDC entitled to vote at this meeting, must bring his/her original Computerized National Identity Card / Passport to prove identity. In case of proxy, a copy of shareholder and proxy's CNIC or Passport must be attached with the proxy form. Representatives of corporate members should bring the usual documents required for such purpose.
4. Members can also avail facility of video conference at their hometown. In this case if the Company receives consent from members holding aggregate 10% or more shareholding, residing at a geographical location to participate in the meeting through video conference at least 07 days prior to the date of meeting, the Company will arrange video conference facility. For the purpose, please fill the following and submit at Registered Office of the Company as per time frame given above:

"I/We, \_\_\_\_\_ of \_\_\_\_\_, being a member of ZIL Limited, holder of \_\_\_\_\_ Ordinary Share(s) as per Registered Folio / CDC A/c \_\_\_\_\_ hereby opt for video conference facility at \_\_\_\_\_.

Signature of Member / Attorney".



In compliance with the directives from SECP, the Company is also providing the facility to its shareholders to attend the Meeting through video link. To avail this facility, members are requested to register their following particulars by sending an e-mail at [meetings@zil.com.pk](mailto:meetings@zil.com.pk).

Folio / CDC account no.	No. of shares held	Name	CNIC	Cell No.	Email address

After necessary verification, the video link and login credentials will be shared with the shareholders whose emails, containing all the requested particulars are received at the given e-mail address by or before the close of business on April 14, 2026.

5. The CDC/sub account holders are required to follow the guidelines as laid down by Securities & Exchange Commission of Pakistan contained in Circular No.1 of 2000.
6. Members are requested to notify the change in their addresses, if any, immediately to the Share Registrars of the company, M/s. THK Associates (Pvt) Ltd. Plot No.32, Iami Commercial Street 2, D.H.A, Phase VII, Karachi.

**SPECIAL NOTE TO THE SHAREHOLDERS:**

7. 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 dividend directly to respective bank account, shareholders are requested to fill in ELECTRONIC CREDIT MANDATE FORM available at Company's website and send it duly signed along with a copy of CNIC to the Share Registrar of the Company in case of physical shares. In case of shares held in CDC then form must be submitted directly to shareholder's broker/participant/ CDC account services.

ZIL Limited Annual Report for the year ended December 31, 2025 can be accessed through the following QR code:



Annual Report is also available on Corporate Website:

<https://www.zil.com.pk/wp-content/uploads/2026/03/ZIL-Q4-2025.pdf>



# Form of Proxy

The Company Secretary  
ZIL Limited,  
Ground Floor, Bahria Complex III,  
M. T. Khan Road,  
Karachi.

I /We \_\_\_\_\_  
of \_\_\_\_\_ being a member of ZIL limited and holding \_\_\_\_\_ ordinary shares as per Share Register Folio No \_\_\_\_\_ and /or CDC Participant I.D. No \_\_\_\_\_ and Sub Account No. \_\_\_\_\_ hereby appoint \_\_\_\_\_ of \_\_\_\_\_ or failing him/her \_\_\_\_\_ of \_\_\_\_\_ as my proxy to vote for me and on my behalf at the Annual General Meeting of the Company to be held on Thursday, April 16, 2026 at 10:00 hours at Pakistan Society for Training and Development, Plot # TC-3, Khayaban-e-Seher, 34th Street, Phase V DHA, Karachi Pakistan at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2026.

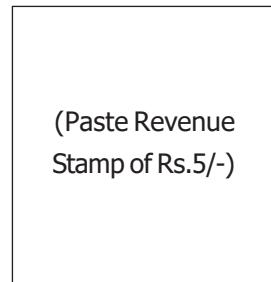
Witness 1:

Signature: \_\_\_\_\_  
Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

CNIC 

					-								-		
--	--	--	--	--	---	--	--	--	--	--	--	--	---	--	--

or Passport No. \_\_\_\_\_



The signature should be agree with the specimen registered with the Company

Witness 2:

Signature: \_\_\_\_\_  
Name: \_\_\_\_\_  
Address: \_\_\_\_\_  
\_\_\_\_\_

CNIC 

					-								-		
--	--	--	--	--	---	--	--	--	--	--	--	--	---	--	--

or Passport No. \_\_\_\_\_

\_\_\_\_\_  
Signature of Member

\_\_\_\_\_  
Signature of Proxy

CNIC 

					-								-		
--	--	--	--	--	---	--	--	--	--	--	--	--	---	--	--

Notes:

The instrument appointing a proxy must be received at the registered office of the Company not less than forty-eight (48) hours before the time of the meeting.

Shareholders and their Proxies are each requested to attach photocopy of their valid CNIC / Passport and in case of representatives of corporate member should attached the usual documents required for such purpose with this Proxy Form before submission to the Company.

To,  
The Company Secretary

**ZIL Limited,**

Ground Floor, Bahria Complex III,  
M. T. Khan Road, Karachi.

Tel: +9221 35630251-60 Fax: +9221 35630266

**AFFIX  
CORRECT  
POSTAGE**

# پراکسی فارم

سیکیورٹی

زل لمیٹڈ

گراؤنڈ فلور، بحریہ کمپلیکس III، ایم۔ ٹی۔ خان روڈ، کراچی۔

میں / ہم \_\_\_\_\_ ساکن \_\_\_\_\_

بطور زل لمیٹڈ کے رکن و حامل \_\_\_\_\_ عام حصص بمطابق شیئرز رجسٹرڈ فولیو نمبر \_\_\_\_\_

اور یا سی ڈی سی کے شراکتی آئی ڈی نمبر \_\_\_\_\_ اور ذیلی کھاتہ نمبر \_\_\_\_\_ ساکن \_\_\_\_\_

یا بصورت دیگر \_\_\_\_\_

کو اپنی جگہ بروز جمعرات مورخہ ۱۶ اپریل ۲۰۲۶ء، بوقت ۱۰:۰۰ بجے صبح بمقام پاکستان سوسائٹی فار ٹریڈنگ اینڈ ڈولپمنٹ، پلاٹ نمبر 3-TC، خیابان سحر، 34th اسٹریٹ، فیئر-۷، ڈی ایچ اے، کراچی۔ پاکستان میں منعقد یا ملتوی ہونے والے ۶۶ ویں سالانہ عام اجلاس میں رائے دہندگی کیلئے نمائندہ مقرر کرتا/کرتی ہوں۔

دستخط بروز \_\_\_\_\_ مورخہ \_\_\_\_\_ ۲۰۲۶ء

گواہ نمبر 1:

دستخط:

نام:

پتہ:

شناختی کارڈ

یا

پاسپورٹ نمبر:

پانچ روپے مالیت کے  
ریونیولٹ چپاں کریں۔

(دستخط کتب میں درج نمونہ کے دستخط کے مطابق ہونے چاہئے)

گواہ نمبر 2:

دستخط:

نام:

پتہ:

شناختی کارڈ

یا

پاسپورٹ نمبر:

رکن کے دستخط

نمائندہ کے دستخط

شناختی کارڈ

نوٹ:

1. پراکسیز کے موثر ہونے کیلئے لازم ہے کہ وہ اجلاس سے 48 گھنٹہ قبل کمپنی کے رجسٹرڈ آفس کو موصول ہوں۔

2. حصص یافتگان اور ان کے پراکسیز سے گزارش ہے کہ وہ اپنے قومی شناختی کارڈ/پاسپورٹ کی فوٹوکاپی اور کارپوریٹ ممبر کے نمائندے کی صورت میں درکار معمول کی دستاویزات پراکسی فارم کے ساتھ منسلک کریں۔

To,  
The Company Secretary

**ZIL Limited,**

Ground Floor, Bahria Complex III,  
M. T. Khan Road, Karachi.

Tel: +9221 35630251-60 Fax: +9221 35630266

**AFFIX  
CORRECT  
POSTAGE**