



MURREE BREWERY COMPANY LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that an Extraordinary General Meeting (EOGM) of Murree Brewery Company Limited will be held on Wednesday, July 22, 2026 at 10:00 a.m. at its registered office, 3-National Park Road, Rawalpindi, to transact the following business:

ORDINARY BUSINESS:

1. To elect eight (08) directors of the Company, as fixed by the Board of Directors in accordance with the provisions of Section 159(1) of the Companies Act, 2017, for the next term of three (03) years commencing from July 27, 2026. Following are the names of the retiring directors:
 - i. Ch. Mueen Afzal
 - ii. Mr. Isphanyar M. Bhandara
 - iii. Mr. Aamir Hussain Shirazi
 - iv. Mrs. Goshi M. Bhandara
 - v. Prof. Khalid Aziz Mirza
 - vi. Mr. Shahbaz Haider Agha
 - vii. Mr. Pervaiz Akhtar

The statement of material facts under Section 166(3) of the Companies Act, 2017, is annexed with the Notice of EOGM circulated to the shareholders.

BY ORDER OF THE BOARD

Ch. Waqar A. Kahloon
Company Secretary

Rawalpindi
July 01, 2026

NOTES:

1. Electronic Availability of EOGM Notice:

The Company has placed the Notice of EOGM along with form of proxy (in English and Urdu languages) on its website: www.murreebrewery.com.

2. Closure of Share Transfer Books:

The Members' Register and Shares Transfer Books of the Company will remain closed from July 16, 2026, to July 22, 2026 (both days inclusive) and no transfer of shares will be accepted for registration during this period. Physical transfers received in order at the office of the Company's Share Registrar "CDC Share Registrar Services Limited, CDC House, 99-B, Block B, S.M.C.H.S. Main Shahrah-e-Faisal, Karachi" by the close of business on July 15, 2026 will be treated in time for the purpose of attending and voting at the meeting.



3. Participation in the EOGM through Video-link:

The Company has arranged the facility for attending the meeting through video link. To attend the meeting through video link, the members and their proxies are requested to register themselves by providing the following information along with valid copy of CNIC / passport with the subject **“Registration for Murree Brewery Company Limited EOGM”** through email at general.meetings@murreebrewery.com on or before July 20, 2026:

Name of member	CNIC No.	CDC Account No./Folio No.	Cell Number	Email Address

The members who are registered after the necessary verification shall be provided a video link by the Company on the same email address that are provided to the Company. The Login facility will remain open from start of the meeting till its proceedings are concluded.

4. Election of Directors:

Any member who seeks to contest the election of directors shall, whether he/she is a retiring director or otherwise, file with the Company at its Registered Office located at 3-National Park Road, Rawalpindi a notice of his/her intention to offer himself/herself for election as a director along with the following documents and information not later than fourteen days before the date of the EOGM:

- His/her Folio No./CDC Investors Account No./CDC Participant No./Sub-Account No.
- Consent to act as director under Section 167 of the Companies Act, 2017 on the prescribed form Appendix to Form 9.
- A detailed profile along with his/her office address as required under SECP's SRO 1196(1)/2019 dated 03 October, 2019.
- An attested copy of Computerized National Identity Card (CNIC) / Passport and National Tax Number (NTN);
- Detail of other offices / positions held;
- A declaration confirming that:
 - He/she is not ineligible to become a director of the Company under Section 153 of the Companies Act, 2017 and any other applicable laws/regulations.
 - He/she is not serving as a director of more than seven listed companies simultaneously including as an alternate director.
 - He/she is aware of his/her duties and powers under the applicable laws, the Listed Companies (Code of Corporate Governance) Regulations, 2019, Memorandum & Articles of Association of Company and listing regulations of Pakistan Stock Exchange Limited.
- The persons contesting as independent directors shall submit a declaration that he/she qualified the criteria of eligibility and independence stipulated under Section 166 of the Companies Act, 2017 and regulations issued thereunder and that their names are listed on the data bank referred to in Section 166(1) of the Companies Act, 2017.
- The candidates are requested to read the relevant provisions/requirements relating to the election of directors, as stipulated in the Companies Act, 2017 and the Listed Companies



(Code of Corporate Governance) Regulations, 2019, the other applicable regulations and ensure compliance with the same in letter and spirit.

5. Right to Appoint Proxy:

A member entitled to attend and vote at the meeting, may appoint another member as a proxy to attend, speak and vote on behalf of him/her. A proxy must be member of the Company. Forms duly stamped, signed and witnessed by two persons, in order to be valid must be received at the Registered Office of the Company not later than 48 hours before the time of holding the meeting. The Notice of EOGM served on the shareholders is accompanied by the Proxy Form in English and Urdu languages.

6. Members who have deposited their shares into Central Depository Company of Pakistan Limited (“CDC”) will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:

For Attending the Meeting

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the meeting.
- b. In case of corporate entity, the Board’s 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.

For Appointing Proxies

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
- c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
- d. The proxy shall produce his original CNIC or original passport at the time of the meeting.
- e. In case of corporate entity, the Board’s resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

7. Submission of Valid CNIC Copy:

Members are requested to submit an attested photocopy of their valid Computerized National Identity Cards (CNICs) as per SECP’s direction, if not provided earlier.

8. Change of Address:

Members are requested to promptly notify any change of address to the Company’s Share Registrar “CDC Share Registrar Services Limited, CDC House, 99-B, Block B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi”.

9. Postal Ballot / E-Voting:

The Company will provide the facility of electronic voting and voting by postal ballot if the number of members who offer themselves to be elected will be more than the number of elected directors fixed by the Board under Section 159 (1) of the Companies Act, 2017.



10. Appointment of Scrutinizer:

Under Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board has appointed KPMG Taseer Hadi & Co., Chartered Accountants (a QCR rated audit firm) to act as the Scrutinizer of the Company for the election of Directors to be transacted in the meeting and to undertake other responsibilities as defined in the aforesaid regulations.

11. Prohibition on Gifts Distribution:

As directed by the SECP vide its notification S.R.O. 452(I)/2025 dated 17-03-2025, read with Section 185 of the Act, no gifts will be distributed among the shareholders at the meeting.

12. Unclaimed Dividend and Share Certificates:

The Company has already uploaded an updated list of shareholders on its website (<https://www.murreebrewery.com>) whose dividends or share certificates are available with the Company which have remained unclaimed or unpaid for a period of three years from the date these have become due and payable.

Therefore, shareholders, who have not collected their dividend or shares certificates so far, are requested to contact Company's Share Registrar "CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi to claim dividend or share certificates.

13. Conversion of Physical Shares into Book Entry Form:

The Shareholders having physical shareholding may open CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into script-less/book entry form. This will facilitate them in many ways including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Stock Exchange.

14. Zakat Declarations:

The members of the Company are required to submit Declaration for Zakat exemption in terms of Zakat and Ushr Ordinance, 1980 to the Company.

Note: In case of any contradiction between English and Urdu text of the EOGM Notice, English text should be recognized as correct.

STATEMENT OF MATERIAL FACTS UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017:

The term of office of the retiring directors will expire on July 26, 2026. The Board of Directors of the Company will be re-constituted for the next term of three years by electing eight (8) directors in the Extraordinary General Meeting to be held on July 22, 2026.

Section 166 of the Companies Act, 2017 provides that a statement of material facts is annexed to the notice of the general meeting called for election of directors shall indicate the justification for choosing the appointee for appointment as independent director. Accordingly, it will be ensured that the independent directors to be elected will meet the



criteria set out for independence under Section 166 of the Companies Act, 2017 and regulations issued thereunder and their names are listed on the data bank of independent directors maintained by Pakistan Institute of Corporate Governance.

No directors have direct or indirect interest in the above said business other than as shareholders of the Company and that they may be eligible to contest the election for directors.
