

# NOTICE OF EXTRA ORDINARY GENERAL MEETING

(to be held on May 02, 2026)



Faith... Experience... Innovation... Growth...

# NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that Extra Ordinary General Meeting (EOGM) of the members of GHANI CHEMWORLD LIMITED (the Company/GCWL) will be held on Saturday, May 02, 2026 at 10:30 a.m. at registered office of the Company i.e. 10-N, Model Town, Extension, Lahore to transact the following business:

## Special Business

1. To consider, and if deemed appropriate, approve the issuance of additional capital by way of Partially Redeemable Shares (PRS) to the shareholders of the Company through a right issue, by passing the special resolution with or without modifications under section 58 & 83 of the Companies Act, 2017, Regulation 3 & 6 of the Companies (Further Issue of Shares) Regulations, 2020, and all other applicable laws, rules, and regulations, as annexed with a statement under section 134(3) of the Companies Act, 2017.

By order of the Board



**FARZAND ALI**

Company Secretary

Place: **Lahore**  
Dated: **April 08, 2026**

## Notes:

### 1. BOOK CLOSURE

The share transfer books of the Company will remain closed, and no transfers of shares will be accepted for registration from April 24, 2026 to April 30, 2026 (both days inclusive). Transfer received in order at the office of the share registrar

M/S DIGITAL CUSTODIAN COMPANY LIMITED  
4-F, PERDESI HOUSE, OLD QUEEN'S ROAD, KARACHI, PAKISTAN  
PHONE: +92 21 32419770, EMAIL: [share.registrar@digitalcustodian.co](mailto:share.registrar@digitalcustodian.co)

at the close of business on April 23, 2026, will be considered in time for attendance at the EOGM.

### 2. ATTENDANCE AT THE MEETING

A member entitled to attend, speak, and vote at the EOGM is entitled to appoint a proxy to attend, speak, and vote on their behalf.

Proxies, to be effective, must be properly signed, completed, witnessed, and submitted at the registered office of the Company along with attested copies of a valid Computerized National Identity Card (CNIC) or passport, at least 48 hours prior to the meeting.

CDC account holders must follow the guidelines outlined in Circular No. 1 dated 26 January 2000 issued by the SECP for attending the meeting.

Attendance at the meeting shall be upon presentation of the original CNIC or passport.

Members can attend the EOGM via Video Link. To participate in the meeting via Video Link, members and their proxies are requested to register by providing the following information via email at [eogmgcwl26@ghaniglobal.com](mailto:eogmgcwl26@ghaniglobal.com) by 29 April 2026.

| Full Name | Folio/CDC No. | Company Name | CNIC Number | Registered Email Address | Cell Number |
|-----------|---------------|--------------|-------------|--------------------------|-------------|
|           |               |              |             |                          |             |

Video link details and login credentials will be shared with those members whose registered emails containing all the particulars are received on or before 29 April 2026.

Shareholders can also submit their comments and questions regarding the EOGM agenda items via the email address [eogmgcwl26@ghaniglobal.com](mailto:eogmgcwl26@ghaniglobal.com).

### **3. POSTAL BALLOT / E-VOTING**

In accordance with the Companies (Postal Ballot) Regulations, 2018 ("the Regulations"), the members of the Company have the right to vote via electronic voting and/or postal voting, on Special Business at the upcoming EOGM, subject to the requirements and conditions set out in the stated Regulations.

The Board of Directors of the Company has appointed M/s. Digital Custodian Company Limited, as the Service Provider and M/s. Nasir Jamil & Co. Chartered Accountants, as Scrutinizer for the e-voting process under the Companies (Postal Ballot) Regulations, 2018 (the Regulations), to vote via electronic voting and postal voting for agenda item of the meeting. Both the above (Service Provider & Scrutinizer) fulfil all the eligibility criteria as laid down by the Regulations and have the necessary knowledge and experience.

### **4. General:**

Members holding shares in physical form are requested to promptly notify Company's share registrar, M/S Digital Custodian Company Limited, of any change in their postal/email addresses. Members maintaining their shares in CDS should have their address/e-mail addresses updated with their relevant Participant/CDC account services. For any query/problem/information, the investors may contact Company Secretary at + 92 42 35161424-5, e-mail address [corporate@ghaniglobal.com](mailto:corporate@ghaniglobal.com) or M/S Digital Custodian Company Limited, 4-F, Perdesi House, Old Queen's Road, Karachi, email address [info@digitalcustodian.co](mailto:info@digitalcustodian.co)

## STATEMENT OF MATERIAL FACT UNDER SECTION 134(3) OF THE COMPANIES ACT 2017

The statement summarizes the material facts relating to the special business to be transacted at the Company's Extra Ordinary General Meeting scheduled for Saturday, 02 May 2026:

Ghani ChemWorld Limited (GCWL) was incorporated on July 31, 2024 under Companies Act, 2017. During March 2025, the entire Calcium Carbide Project, including all assets, liabilities, and properties were transferred from Ghani Chemical Industries Limited to your Company in compliance with the sanction of the demerger/merger scheme by the Honorable Lahore High Court vide its order dated February 20, 2025, in C.O. No. 65259 of 2024. After the successful commissioning of the first-of-its-kind project in Pakistan under the supervision of Chinese and European experts, GCWL formally commenced the production process of the import-substitute Calcium Carbide (and its related products) during the last week of December 2025.

To meet the working capital requirements, the Company proposes to issue Partially Redeemable Shares (PRS) as a distinct class of shares, duly authorized under its Articles of Association (Article 11(b), already approved by the shareholders of the Company in their meeting held on October 28, 2025.

The PRS have been structured as a hybrid capital instrument to provide financial flexibility to the Company while ensuring strict adherence to the principle of capital maintenance as prescribed under the Companies Act, 2017. Any redemption of PRS shall be effected only out of distributable profits or reserves, and a corresponding amount shall be transferred to the Capital Redemption Reserve, thereby preserving the integrity of the Company's paid-up capital at all times.

The Board of Directors of the Company has already approved and declared the aforesaid Right Issue in its meeting held on March 13, 2026, subject to the approval by the shareholders as required under applicable laws.

The book closure dates and entitlement date for the Right Issue shall be determined and notified by the Company subsequent to obtaining shareholders' approval, in accordance with Regulation 6 of the Companies (Further Issue of Shares) Regulations, 2020.

Further, the Quantum Statement and Schedule I, as required under the Companies (Further Issue of Shares) Regulations, 2020, have already been duly prepared and disseminated to the Pakistan Stock Exchange (PSX) in compliance with applicable regulatory requirements.

A comprehensive disclosure of the terms, conditions, risk factors, and other salient features of the proposed Right Issue, including the Partially Redeemable Shares, has been provided in the Quantum Statement and Schedule I, as required under the Companies (Further Issue of Shares) Regulations, 2020, which have already been duly disseminated to the Pakistan Stock Exchange (PSX). The same may be referred to for detailed information.

Quantum Statement and Schedule I is available at [www.ghaniglobal.com\(chemworld\)](http://www.ghaniglobal.com(chemworld))

### Rationale for Issuance

The issuance of PRS is justified on the following grounds:

- **Efficient Capital Structuring:** PRS provide a balance between equity and quasi-debt characteristics, enabling the Company to raise funds without immediate dilution of control while retaining the flexibility to return capital in the future.
- **Shareholder Participation:** The PRS are being offered through a Right Issue to existing shareholders on a uniform and non-discriminatory basis, ensuring equitable opportunity for participation.
- **Governance Continuity:** PRS carry voting rights and dividend entitlements (subject to declaration), thereby preserving shareholders' participation in governance and economic benefits.
- **Financial Flexibility:** The structure allows the Company to meet its funding requirements while maintaining the ability to optimize its capital structure through redemption when financially feasible.

## Purpose and Utilization of Proceeds

The Company intends to issue 1,250,719 Partially Redeemable Shares at an issue price of PKR 100 per share (Premium: Nil), aggregating to PKR 125,071,900, to be utilized primarily for working capital requirements.

The Company commenced its production operations in December 2025 and initiated commercial sales in January 2026. Being in its initial phase of operations, the Company requires adequate working capital to support its operating cycle, including:

- Stock-in-trade and stores & spares
- Trade receivables
- Advances and prepayments Less: trade payables

The total estimated working capital requirement is approximately PKR 550 million, which is proposed to be financed through a combination of:

- Proceeds from the Right Issue (PKR 125.07 million), and
- Short-term bank borrowings (PKR 429.72 million)

## Working Capital Assessment

The working capital requirement has been assessed based on an estimated operating cycle of 105 days, summarized as follows:

| Component                                  | Days       | PKR                |
|--------------------------------------------|------------|--------------------|
| Stock in Trade (including Stores & Spares) | 90         | 369,863,014        |
| Trade Debts                                | 30         | 246,575,342        |
| Advances and Prepayments                   | 15         | 61,643,836         |
| Less: Trade Payables                       | (30)       | (123,287,671)      |
| Net Working Capital Requirement            | <b>105</b> | <b>554,794,521</b> |

## Key Considerations

- The proposed issuance is aligned with applicable provisions of the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020.
- The issuance is being made strictly on a rights basis, ensuring compliance with the principle of fairness and protection of minority shareholders.
- The structure of PRS ensures no adverse impact on the Company's capital base, due to the Capital Redemption Reserve mechanism.

## Financial Impact of Partially Redeemable Shares

|                             |           | Ordinary Shares | Partially Redeemable Shares |
|-----------------------------|-----------|-----------------|-----------------------------|
| <b>Authorized Capital</b>   | Nos.      | 260,000,000     | 10,000,000                  |
| Par / Nominal Value         | PKR/Share | 10.00           | 100.00                      |
| Authorized Capital          | PKR       | 2,600,000,000   | 1,000,000,000               |
| <b>Issued Share Capital</b> |           |                 |                             |
| Before Right Issue          | Nos.      | 250,143,950     | —                           |
| After Right Issue           | Nos.      | 250,143,950     | 1,250,719                   |

### Based on December 31, 2025

|                         |     | Pre-Right Issue | Post-Right Issue |
|-------------------------|-----|-----------------|------------------|
| <b>TOTAL ASSETS</b>     | PKR | 5,503,747,381   | 5,503,747,381    |
| Less :                  |     |                 |                  |
| NON-CURRENT LIABILITIES | PKR | (650,000,000)   | (650,000,000)    |
| CURRENT LIABILITIES     | PKR | (1,238,305,847) | (1,113,233,947)  |
| <b>NET ASSETS</b>       | PKR | 3,615,441,534   | 3,740,513,434    |

## Represented by:

|                                              |     | Pre-Right Issue      | Post-Right Issue     |
|----------------------------------------------|-----|----------------------|----------------------|
| Issued, subscribed and paid up share capital | PKR | 2,501,439,500        | 2,626,511,400        |
| Merger Reserve                               | PKR | 943,739,525          | 943,739,525          |
| Accumulated profit                           | PKR | 170,262,509          | 170,262,509          |
|                                              |     | <b>3,615,441,534</b> | <b>3,740,513,434</b> |

## Important Ratios

|                   |           |       |       |
|-------------------|-----------|-------|-------|
| Book Value        | PKR/Share | 14.45 | 14.45 |
| Current Ratio     | times     | 0.82  | 0.91  |
| Debt-Equity Ratio | times     | 0.52  | 0.47  |

## Financial highlights of issuer since inception (July 31, 2024):

|                                              |  | December 31, 2025    | June 30, 2025        |
|----------------------------------------------|--|----------------------|----------------------|
|                                              |  | PKR                  | PKR                  |
| <b>ASSETS</b>                                |  |                      |                      |
| <b>NON CURRENT ASSETS</b>                    |  |                      |                      |
| Property, plant and equipment                |  | 3,262,286,878        | 2,754,224,067        |
| Investment                                   |  | 1,223,360,781        | 1,123,819,533        |
|                                              |  | 4,485,647,659        | 3,878,043,600        |
| <b>CURRENT ASSETS</b>                        |  |                      |                      |
| Stores, spares and loose tools               |  | 39,917,178           | 1,616,055            |
| Stock-in-trade                               |  | 543,849,107          | 512,138,691          |
| Loans and advances                           |  | 311,166,593          | 255,519,585          |
| Deposits, prepayments and other receivables  |  | 2,454,111            | 25,289,756           |
| Tax refunds due from the Government          |  | 53,624,800           | 10,206,793           |
| Advance income tax                           |  | 92,973               | 161                  |
| Cash and bank balances                       |  | 66,994,960           | 685,694              |
|                                              |  | <b>1,018,099,722</b> | <b>805,456,735</b>   |
| <b>TOTAL ASSETS</b>                          |  | <b>5,503,747,381</b> | <b>4,683,500,335</b> |
| <b>EQUITY AND LIABILITIES</b>                |  |                      |                      |
| <b>Share capital and reserves</b>            |  |                      |                      |
| Authorized share capital                     |  |                      | 3,600,000,000        |
| Issued, subscribed and paid up share capital |  | 2,501,439,500        | 2,501,439,500        |
| Merger Reserve                               |  | 943,739,525          | 943,739,525          |
| Accumulated profit                           |  | 170,262,509          | 75,387,663           |
|                                              |  | <b>3,615,441,534</b> | <b>3,520,566,688</b> |
| <b>NON-CURRENT LIABILITIES</b>               |  |                      |                      |
| Redeemable capital - Sukuk                   |  | 650,000,000          | 750,000,000          |
| <b>CURRENT LIABILITIES</b>                   |  |                      |                      |
| Current portion of Sukuk                     |  | 150,000,000          | 50,000,000           |
| Short term borrowings-secured                |  | 399,999,750          |                      |
| Trade and other payables                     |  | 666,972,028          | 341,300,771          |
| Accrued profit                               |  | 21,334,069           | 21,632,876           |
|                                              |  | <b>1,238,305,847</b> | <b>412,933,647</b>   |
| <b>TOTAL EQUITY AND LIABILITIES</b>          |  | <b>5,503,747,381</b> | <b>4,683,500,335</b> |

The following resolutions are proposed to be passed as special resolutions, with or without modifications, to seek the approval of the shareholders of the Company under section 58 & 83 of the Companies Act, 2017, Regulation 3 & 6 of the Companies (Further Issue of Shares) Regulations, 2020, and all other applicable laws, rules, and regulations:

**RESOLVED THAT**, pursuant to the provisions of Sections 58 and 83 of the Companies Act, 2017, read with the Companies (Further Issue of Shares) Regulations, 2020, and all other applicable laws, rules and regulations, and subject to such approvals as may be required, the approval of the shareholders be and is hereby accorded to authorize the Board of Directors of the Company to issue Partially Redeemable Shares (PRS) by way of right issue to the existing shareholders of the Company on the following terms:

1. Size and Ratio of Issue

The Right Issue shall be approximately 0.50% of the existing paid-up capital, being 5 (five) Partially Redeemable Shares for every 1,000 Ordinary Shares held by the shareholders as at the entitlement date.

2. Terms and Conditions of PRS

The detailed terms and conditions of the Partially Redeemable Shares, as already approved by the shareholders and incorporated under Article 11(b) of the Articles of Association, shall remain applicable and are attached herewith as Annexure-A, forming an integral part of this resolution.

3. Summary of the Issue

- Name of Security: Ghani ChemWorld Limited – Partially Redeemable Shares
- Par Value: PKR 100 per share
- Redeemable Portion: PKR 90 per share
- Irredeemable Portion: PKR 10 per share
- Issue Size: 1,250,719 shares
- Issue Price: PKR 100 per share (Premium: Nil)
- Total Issue Size: PKR 125,071,900

**FURTHER RESOLVED THAT**, the Board of Directors be and is hereby authorized to:

- Issue the PRS in one or more tranches, as it may deem appropriate;
- Finalize the entitlement date, dispatch of offer letters, and all operational and procedural matters relating to the Right Issue;
- Determine timing, structure, and manner of issuance in compliance with applicable laws;

**FURTHER RESOLVED THAT**, the Board of Directors be and is hereby expressly authorized and empowered to:

- Amend, vary, modify, or revise the terms and conditions of the Partially Redeemable Shares (PRS), including but not limited to rights, conversion features, redemption terms, voting rights, or any other attributes,
- If required, advised, or directed by the Securities and Exchange Commission of Pakistan (SECP), Pakistan Stock Exchange (PSX), or any other regulatory authority,
- And to give effect to such changes without requiring further approval of the shareholders, to the extent permissible under applicable laws.

**FURTHER RESOLVED THAT**, in addition to the present Right Issue of PKR 125,071,900, the Board of Directors be and is hereby authorized:

- To issue further Partially Redeemable Shares (PRS) from time to time, whether by way of right issue, bonus issue, or otherwise,
- Up to the limit of the authorized share capital of PRS (currently PKR 1,000,000,000 or as may be increased from time to time),

- On such terms and conditions, including pricing, ratio, timing, and structure, as may be determined by the Board in its discretion,
- Subject to compliance with the Companies Act, 2017, Companies (Further Issue of Shares) Regulations, 2020, and any other applicable laws,

WITHOUT requiring further approval of shareholders, where such issuance is made strictly in accordance with applicable laws governing right or bonus issues.

**FURTHER RESOLVED THAT**, the Chief Executive Officer and Company Secretary, jointly and/or severally, be and are hereby authorized to:

- Complete all statutory, regulatory, and procedural formalities;
- File all necessary returns, applications, and disclosures;
- Engage advisors, consultants, and legal counsel;
- Take all actions necessary or incidental for implementation;
- Execute all documents and filings;

**FURTHER RESOLVED THAT**, the Board of Directors and/or Authorized Persons be and are hereby empowered to:

- Make such amendments, modifications, additions, or deletions to this Resolution, the terms of PRS, or any related documentation,
- As may be required by any regulatory authority or deemed necessary for effective implementation,
- And all such actions shall be deemed valid and binding upon the Company.

## Annexure A

### Terms and Conditions (as per Article 11(b) of the Articles of Association)

|    |                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
|----|--------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    | Name of the Security                                   | <b>Ghani ChemWorld Limited – Partially Redeemable Shares</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 1. | Security Type and Relevant Regulatory Provisions       | Partially Redeemable Shares issued in accordance with:-<br>1. Section 58 of the Companies Act, 2017.<br>2. The Companies (Further Issue of Shares) Regulations, 2020<br>3. Section 83 of the Companies Act, 2017.<br>4. All other enabling provisions of the Securities Act, 2015, the Companies Act, 2017, and applicable laws, rules and regulations.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| 2. | Participation in Surplus Assets in Case of Liquidation | No participation unless converted into Ordinary Shares upon the occurrence of a triggering event. Upon conversion, the new Ordinary Shares (issued in accordance with the applicable conversion ratio) shall rank pari passu with the existing Ordinary Shares.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |
| 3. | Dividend Rate (PKR/share)                              | As may be determined by the Board of Directors from time to time. An interim dividend may also be paid if declared by the Board of Directors. Dividends on PRS shall not enjoy any priority over dividends payable on Ordinary Shares. They shall always remain subject to compliance with the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 4. | Redemption                                             | Partially redeemable up to the Redeemable Portion of PKR 90 per share.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 5. | Redemption Rate (PKR/share)                            | Redemption of the Partially Redeemable Shares shall be by value only, out of their par/nominal value, without reducing the number of shares in issue. Redemption may only be made if sufficient distributable profits, retained earnings or other permitted reserves are available, and shall be at such times, in such amounts and on such terms as the Board of Directors may decide in its discretion.<br>For each redemption, the Company shall transfer an amount equal to the nominal value redeemed to a Capital Redemption Reserve (CRR) or other non-distributable reserve. The CRR shall not be available for dividend and shall be preserved with the same restrictions as apply to paid-up share capital under the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020.                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 6. | Conversion into Ordinary shares                        | Conversion into Ordinary Shares of the Company upon the occurrence of specified triggering events.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 7. | Conversion Rate                                        | Each Partially Redeemable Share shall, upon the occurrence of a specified Triggering Event, automatically and without any further act convert into ten (10) fully paid Ordinary Shares of the Company or such higher number of Ordinary Shares as may be determined by the Board of Directors at its discretion.<br>If, at the time of such conversion, the outstanding nominal value of any Partially Redeemable Share is less than the aggregate nominal value of the Ordinary Shares to be issued, the shortfall shall be met by capitalization of available reserves, including any Capital Redemption Reserve, share premium, or other permitted reserves, in accordance with the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020.<br>The conversion ratio and adjustment mechanism shall apply uniformly and without discrimination to all holders of Partially Redeemable Shares.<br>Any decision of the Board of Directors to enhance the conversion ratio beyond the minimum shall be subject to compliance with applicable law and, where required, approval of the holders of Partially Redeemable Shares and/or shareholders through the appropriate resolution(s), and shall thereafter be binding and availability of sufficient reserves. |

|     |                                                     |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
|-----|-----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 8.  | Call Option Cash                                    | Not applicable.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 9.  | Put Option (Cash)                                   | Not applicable.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |
| 10. | Par/Nominal Value (PKR/share)                       | PKR 100, divided into: Redeemable Portion of PKR 90 per share and Irredeemable Portion of PKR 10 per share.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 11. | Par/Nominal Value for Subsequent Issues (PKR/share) | Any subsequent issue of Partially Redeemable Shares shall be made at a par/nominal value equal to the outstanding nominal value per share of previously issued PRS (i.e. the original par value of PKR 100 less any amount already redeemed).<br>If the Company resolves to issue PRS at a price higher than such outstanding nominal value, the excess shall be credited to Share Premium Account, to be maintained in accordance with the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020.<br>All subsequent issues shall be made on a uniform and non-discriminatory basis among shareholders of the same class, as required by law. |
| 12. | Issuance By Way Of                                  | The right issue to existing shareholders.<br>May also be issued otherwise, subject to requisite approvals.<br>The right issue to existing shareholders.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
| 13. | Tenor                                               | Perpetual unless redeemed (with respect to the Redeemable Portion) and/or converted into Ordinary Shares upon a triggering event.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |
| 14. | Instrument Rating                                   | Optional, if determined by the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| 15. | Cumulative / Non-Cumulative                         | Dividends on Partially Redeemable Shares shall be <b>non-cumulative</b> , and any dividend not declared in a given year shall lapse with no right of carry-forward.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| 16. | Voting Rights                                       | Each PRS shall carry voting rights equivalent to one Ordinary Share, irrespective of the paid-up or outstanding value.<br>Rights, privileges and obligations shall otherwise be the same as those applicable to Ordinary Shareholders.                                                                                                                                                                                                                                                                                                                                                                                                                                    |
| 17. | Subsequent Issuance                                 | By way of Right Issue, other than by Right (against cash or in-kind), or through Bonus Issue to shareholders (both Ordinary and PRS holders).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |
| 18. | Subsequent Issuance Price (PKR/share)               | A share premium may be charged in addition to the outstanding par/nominal value, as determined by the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 |
| 19. | Any Other Rights                                    | Holders of Partially Redeemable Shares shall be entitled to the following rights in addition to those expressly provided herein:<br>1.The right to participate in rights issues declared by the Company, whether in the form of shares or other securities.<br>2.The right to receive specie dividends, in whatever form they may be declared.<br>3.No entitlement to any cash dividend declared and paid exclusively to Ordinary Shareholders.                                                                                                                                                                                                                           |
| 20. | Listing at PSX                                      | PRS shall be listed on the Main Board of the Pakistan Stock Exchange.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |
| 21. | Shari'ah Compliance                                 | Optional, if determined by the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |
| 22. | Issue Size (PKR)                                    | Up to the authorized share capital of the Company in numbers (as may be increased from time to time) multiplied by the issue price (including any share premium), as decided by the Board of Directors.<br><br>No further shareholder approval shall be required where the issuance is made by way of a Right Issue or Bonus Issue in accordance with applicable law.                                                                                                                                                                                                                                                                                                     |

|     |                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|-----|--------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|     |                          | Any issuance otherwise than by way of a Right Issue or Bonus Issue shall be subject to approval of the shareholders through special resolution and such approvals of the Commission as may be required under applicable law.                                                                                                                                                                                                                                                                                                                                          |
| 23. | Issue Size (Nos.)        | Up to the authorized share capital of the Company, as decided by the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 24. | Ranking / Priority       | Ranks in priority over all other classes of shares, but subordinate to any secured loan (including loans secured by way of floating charge).                                                                                                                                                                                                                                                                                                                                                                                                                          |
| 25. | Triggering Events        | <ol style="list-style-type: none"> <li>1. Winding up of the Company (compulsory or voluntary).</li> <li>2. Appointment of a receiver, administrator, or equivalent over any part of the Company's assets.</li> <li>3. The Company's inability to pay its indebtedness as it falls due.</li> <li>4. Reduction of par/nominal value per share to the irredeemable portion (PKR 10).</li> <li>5. Approval through special resolution by shareholders (including PRS holders) in a general meeting to convert PRS into Ordinary Shares at the conversion rate.</li> </ol> |
| 26. | Meetings and Resolutions | <p>Save as otherwise required under the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020, holders of Partially Redeemable Shares shall exercise their voting rights in accordance with applicable law.</p> <p>Where any variation in rights attached to Partially Redeemable Shares is proposed, approval of the holders of such shares shall be obtained in the manner prescribed under applicable law.</p>                                                                                                                         |
| 27. | Other Issuance           | PRS may also be issued to Ordinary Shareholders by way of Bonus, if declared by the Board of Directors.                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
| 28. | Issuance Power           | PRS shall be under the control of the Board of Directors, who may issue, allot, forfeit, surrender, rectify, or otherwise dispose of them to such persons, firms, or corporations on such terms and conditions and at such times as may be deemed fit, subject to the Companies Act, 2017, the Securities Act, 2015, and the Companies (Further Issue of Shares) Regulations, 2020.                                                                                                                                                                                   |
| 29. | Authorized Capital (PRS) | Redemption and/or Conversion will not affect authorized capital related to PRS.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

## Disclaimer

The projected working capital requirements and financial estimates have been prepared by the management on a best-estimate basis, considering current operational plans and market conditions. Actual results may vary due to changes in market dynamics, business environment, or other factors beyond the control of the management.

## Interest of Directors

The Directors of the Company have no direct or indirect interest in the proposed special business, except to the extent of their shareholding in the Company, if any.



Ghani Global Group

# GHANI CHEMWORLD LIMITED

## EXTRA ORDINARY GENERAL MEETING

### FORM OF PROXY

I/We \_\_\_\_\_  
of \_\_\_\_\_  
being a member of GHANI CHEMWORLD LIMITED \_\_\_\_\_  
hereby appoint \_\_\_\_\_  
of \_\_\_\_\_  
failing him \_\_\_\_\_

as my / our Proxy to attend act and vote for me/us on my/our behalf at Extra Ordinary General Meeting of the members of the Company to be held at Registered Office of the Company i.e. 10-N Model Town Ext., Lahore on Saturday, May 02, 2026 at 10:30 AM and / or at any adjournment(s) there of.

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

Sign by the said Member

Signed in the presence of:

1. Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

CNIC/Passport No. \_\_\_\_\_

2. Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

CNIC/Passport No. \_\_\_\_\_

| Information required  |                     | For Member<br>(Shareholder) | For Proxy   | For alternate<br>Proxy (*) |
|-----------------------|---------------------|-----------------------------|-------------|----------------------------|
|                       |                     |                             | (If member) |                            |
| Number of shares held |                     |                             |             |                            |
| Folio No.             |                     |                             |             |                            |
| CDC<br>Account<br>No. | Participa t<br>I.D. |                             |             |                            |
|                       | Account No.         |                             |             |                            |

Affix  
Revenue  
Stamp

(\*) Upon failing of appointed Proxy.



Ghani Global Group

# غنی کیم ورلڈ لمیٹڈ

پراکسی فارم برائے غیر معمولی اجلاس عام

میں مسٹی/مسماۃ \_\_\_\_\_ ساکن \_\_\_\_\_

ضلع \_\_\_\_\_ بحیثیت ممبر غنی کیم ورلڈ لمیٹڈ، مسٹی/مسماۃ \_\_\_\_\_

ساکن \_\_\_\_\_ کو بطور مختار (پراکسی) مقرر کرتا ہوں تاکہ وہ میری جگہ اور میری طرف سے

کمپنی کے غیر معمولی اجلاس عام جو بتاریخ ہفتہ 02 مئی 2026 صبح 10:30 بجے کمپنی کے رجسٹرڈ آفس N-10 ماڈل ٹاؤن ایکسٹینشن لاہور میں منعقد ہو رہا ہے اور/یا اس کے کسی ملتوی شدہ اجلاس میں ووٹ ڈالے۔

آج بروز \_\_\_\_\_ مورخہ \_\_\_\_\_ 2026ء کو دستخط کئے گئے۔

دستخط ممبر

گواہان:

1. دستخط: \_\_\_\_\_ نام: \_\_\_\_\_ پتہ: \_\_\_\_\_ شناختی کارڈ/پاسپورٹ نمبر: \_\_\_\_\_

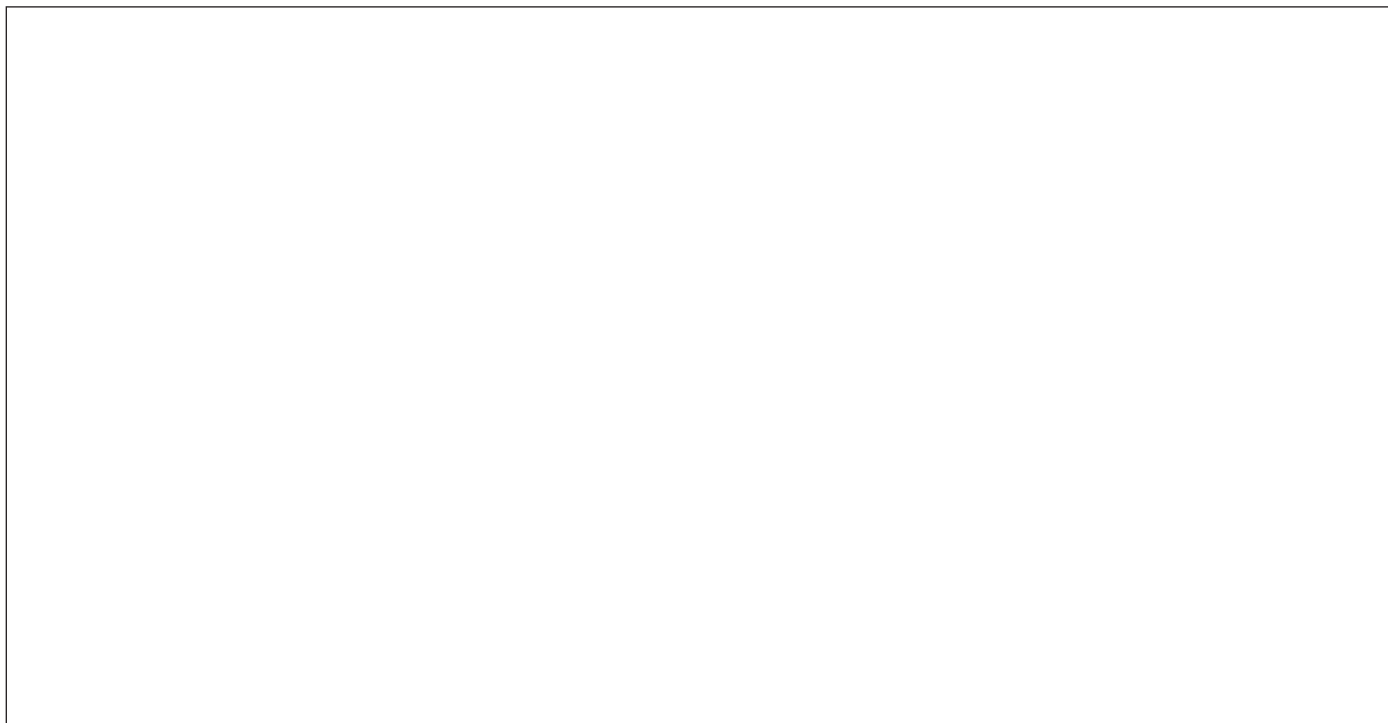
2. دستخط: \_\_\_\_\_ نام: \_\_\_\_\_ پتہ: \_\_\_\_\_ شناختی کارڈ/پاسپورٹ نمبر: \_\_\_\_\_

رسیدی  
ٹکٹ پر دستخط

| ضرورت معلومات |                 | رکن کے لئے<br>(شیئر ہولڈر) | پراکسی کے لئے<br>(اگر رکن ہے) | متبادل پراکسی کے لئے<br>(*) |
|---------------|-----------------|----------------------------|-------------------------------|-----------------------------|
| حصص کی تعداد  |                 |                            |                               |                             |
| فولیو نمبر    |                 |                            |                               |                             |
| سی۔ ڈی۔ سی    | پارٹیشن آئی۔ ڈی |                            |                               |                             |
| اکاؤنٹ نمبر   | اکاؤنٹ نمبر     |                            |                               |                             |

(\*) مقرر کردہ پراکسی کی ناکامی پر

BOOK POST



If undelivered please return to:



**Ghani Global Group**

**Corporate Office:**

10-N, Model Town Ext., Lahore 54000, Pakistan. UAN 111 GHANI 1 (442-641)

Tel: 042 34161424-5, Fax: +92 42 35160393

[www.ghaniglobal.com](http://www.ghaniglobal.com) (ChemWolrd)