

**NOTICE OF THE 9th ANNUAL GENERAL MEETING
OF MEMBERS OF
TAKAFUL PAKISTAN LIMITED**

Notice is hereby given that the 9th Annual General Meeting of the members of Takaful Pakistan Limited ('The Company') shall be held on Thursday April 30, 2015 at 11:00 am at the Takaful Pakistan Limited's Board Room, 6th Floor, Business Centre, Block-6, P.E.C.H.S Main Shahrah-e-Faisal Karachi-75400 to transact the following business:


Ordinary Business:

1. To confirm the minutes of the 8th Annual General Meeting held on April 29, 2014.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended December 31, 2014 together with the Auditor's and Directors' Report thereon.
3. To appoint Auditors of the Company for the year 2015 and to fix their remuneration.

Special Business:

4. To consider, and if deem fit, pass the following special resolution under section 28 of the Companies Ordinance 1984, with or without modification(s): RESOLVED THAT "Until otherwise determined by the Company in General Meeting, each Director shall be entitled to be paid as remuneration for his services a fee at the rate of Rs. 25,000 per Board meeting with effect from August 2014. Each director shall be entitled to be paid as remuneration for his services a fee at rate of Rs. 15,000 per Board Committee meeting with effect from August 2014. Each Director (including each alternate Director) shall be entitled to be reimbursed his reasonable expenses incurred in consequence of his attendance at the meeting of Directors or Committee of the Directors.
5. To transact any other business with the permission of the chair.

By the order of the Board


Jamil Ahmed
Company Secretary
Karachi.

April 9, 2015.

Notes:

1. Participation in General Meeting

- a. A Member entitled to attend and vote at the General Meeting is entitled to appoint a proxy to attend and vote for him/her. No person shall act as proxy, who is not a member of the Company except that Government of Pakistan/Corporate entity may appoint a person who is not a member of the Company. If the member is corporate entity (other than Government of Pakistan) its common seal should be affixed on the instrument.
- b. The instrument appointing a proxy duly completed, together with Power of Attorney, if any, under which it is signed or a notarially certificate copy thereof, should be deposited with the Company Secretary, Takaful Pakistan Limited, Plot 19-A-1, Business centre, Block 6, P.E.C.H.S, Shahr-e-Faisal, Karachi.

Statement under Section 160(1) (b) of the Companies Ordinance, 1984:

This statement sets out the material facts pertaining to the special business to be transacted at the Annual General Meeting of the Company to be held on April 30, 2015.

Item No. 4 of the notice - Remuneration of a Director

Present	Proposed
Unless otherwise determined by the Company in General Meeting, each Director shall be entitled to be paid as remuneration for his services a fee at the rate of Rs. 20,000 per meeting. Each director shall be entitled to be reimbursed his reasonable expenses incurred in consequence of his attendance at the meeting of Directors or Committee of the Directors.	Unless otherwise determined by the Company in General Meeting, each Director shall be entitled to be paid as remuneration for his services a fee at the rate of Rs. 25,000 per Board meeting with effect from August 2014. Each director shall be entitled to be paid as remuneration for his services a fee at rate of Rs. 15,000 per Board's Committee meeting with effect from August 2014. Each Director (including each alternate Director) shall be entitled to be reimbursed his reasonable expenses incurred in consequence of his attendance at the meeting of Directors or Committee of the Directors.