

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 20th Annual General Meeting of the Shareholders of **Allianz EFU Health Insurance Ltd.** will be held at D-136, Block-4, KDA Scheme-5, Clifton, Karachi on Friday March 06, 2020 at 12 noon to:-

A. Ordinary Business:

1. confirm the minutes of the 19th Annual General Meeting held on April 25, 2019 and Extra Ordinary General Meeting held on June 11, 2019.
2. receive, consider and approve the Audited Financial Statements of the Company for the year ended December 31, 2019, together with the Chairman's review, Directors' and Auditors' reports thereon.
3. appoint Auditors of the Company for the year 2020 and fix their remuneration. The Audit Committee and the Board of Directors have recommended the name of M/s. KPMG Taseer Hadi & Co. Chartered Accountants for re-appointment as auditors.

B. Special Business:

4. to consider, and if thought fit, to pass the following resolutions with or without modification(s) as Special resolution:

"Resolved that the transactions carried out by the Company in the normal course of business with EFU General Insurance Ltd. & EFU Life Assurance Ltd. (related parties) in 2019 be and are hereby ratified, approved and confirmed."

"Further Resolved that the Chief Executive Officer be and is hereby authorized to approve all the transactions carried out in the normal course of business with EFU General Insurance Ltd. and EFU Life Assurance Ltd. till the next Annual General Meeting."

"Further Resolved that the Chief Executive Officer of the Company be and is hereby authorized to give effect to this resolution and to do or cause to do all acts, deeds and things that may be necessary or required and to sign such documents and take such steps from time to time, as and when necessary for the purposes of implementing this resolution."

5. transact any other matter with the permission of the chair.

Attached to this notice of meeting being sent to the members is a statement under Section 134 (3) of the Companies Act, 2017 setting forth:

- All material facts concerning the resolution contained in item 4 of the notice.

By Order of the Board



Nooruddin Jaffer Ali
Corporate Secretary

Karachi: February 14, 2020

Head Office:
D-136, Block-4, KDA Scheme-5,
Clifton, Karachi-75600
Tel: 021-111-HEALTH (111-432-584)
Call Centre: 021 111-HELP-00
(111-4357-00)
Fax: (021) 3586-4020, 3586-0403

**Central Marketing
& Sales Office:**
Suite # 103 & 104, 1st Floor,
Fayyaz Centre, Main Shakra-e-Faisal
Karachi-74400
Tel: 021-3455-0995-8
Fax: (021) 3455-0974

Islamabad Office:
Suite # 103, 1st Floor,
Muhammad Gulistan Khan House,
82-East, Fazal-e-Haq Road,
Blue Area, Islamabad-44000
Tel: 051-111-HEALTH (111-432-584)
Fax: (051) 280-2202

Lahore Office:
Office No. 28A, 2nd Floor
I.T. Tower, Hali Road,
Gulberg-III, Lahore-54000
Tel: 042-111-HEALTH
(111-432-584)
Fax: (042) 3587-0651



NOTES

1. A member entitled to attend and vote at the General Meeting is entitled to appoint another member as a proxy to attend and vote in respect of him.
2. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested copy of the power of attorney must be deposited at the Registered Office of the Company at least 48 hours before the time appointed for the meeting.
3. CDC Account holders are advised to follow the following guidelines of the **Securities and Exchange Commission of Pakistan**.

For attending the meeting:

- In case of individuals, the account holder shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- 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.

For appointing proxies:

- In case of individuals, the account holder shall submit the proxy form as per the above requirement.
 - The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
 - Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - The proxy shall produce his original CNIC or original passport at the time of the meeting.
 - 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.
4. The Share Transfer Books of the Company will be closed from February 29, 2020 to March 06, 2020 (both days inclusive).
 5. Members are requested to communicate to the Company of any change in their addresses.

Statement under section 134 (3) of the Companies Act, 2017:

This statement sets out the material facts pertaining to Special Business to be transacted at the Annual General Meeting of the Company to be held on March 06, 2020.

i. Item No.4 of the Notice

Transactions carried out with related parties during the year ended December 31, 2019 to be passed as Special Resolution.

The transactions carried out in normal course of business with associated companies (related parties) are approved by the Board as recommended by the Audit Committee on quarterly basis. In the case of EFU Life Assurance Ltd. and EFU General Insurance Ltd., a majority of the Directors were interested and in accordance with the provisions of Section 208 of the Companies Act, 2017. Such transactions, therefore, are being placed before the shareholders for approval through Special Resolution proposed to be passed in the Annual General Meeting.

In view of the above, the normal business transactions conducted during the year 2019 with EFU General Insurance Ltd. and EFU Life Assurance Ltd. as per the following details are being placed before the shareholders for their consideration and approval/ratification.

		Amount in PKR 000'
EFU General Insurance Ltd	Premium Written	18,327
EFU General Insurance Ltd	Premium/Contribution Paid	2,592
EFU General Insurance Ltd	Premium Refund	1,313
EFU General Insurance Ltd	Experience Refund	662
EFU General Insurance Ltd	Claims Paid	14,568
EFU General Insurance Ltd	Claims Received	70
EFU General Insurance Ltd	Miscellaneous Payment	67
EFU Life Assurance Ltd	Premium/Contribution Written	23,287
EFU Life Assurance Ltd	Premium/Contribution Paid	933
EFU Life Assurance Ltd	Claims Paid	11,220

The names of Directors with interest as director in related parties:

- i. Mr. Saifuddin N. Zoomkawala director of the Company is also director in EFU Life Assurance Ltd. and EFU General Insurance Ltd.
- ii. Mr. Hasanali Abdullah director of the Company is also director in EFU Life Assurance Ltd. and EFU General Insurance Ltd.
- iii. Mr. Muneer R. Bhimjee director of the Company is also director in EFU Life Assurance Ltd.
- iv. Mr. Rafique R. Bhimjee director of the Company is also director in EFU Life Assurance Ltd.
- v. Mr. Taher G. Sachak director of the Company is also director in EFU Life Assurance Ltd. and EFU General Insurance Ltd.
- vi. Mr. Mahmood Lotia director of the Company is also director in EFU General Insurance Ltd.
- vii. Mr. Heinz Walter Dollberg director of the Company is also director in EFU Life Assurance Ltd.

Authorization to the Chief Executive for the approval of transactions carried out and to be carried out with EFU General Insurance Ltd. & EFU Life Assurance Ltd. (related parties) till the next Annual General Meeting to be passed as a Special Resolution.

The Company would be conducting transactions with EFU General Insurance Ltd. & EFU Life Assurance Ltd. in the normal course of business. The majority of Directors are interested in these transactions due to their common directorship in EFU General Insurance Ltd. & EFU Life Assurance Ltd. as detailed herein above. The shareholders may authorize the Chief Executive Officer to approve transactions carried out and to be carried out in the normal course of business with EFU General Insurance Ltd. & EFU Life Assurance Ltd. till the next Annual General Meeting.

The names of Directors and nature and extent of their interest in the proposed resolution is the same as mentioned above.

ALLIANZ EFU HEALTH INSURANCE LIMITED
Form of Proxy

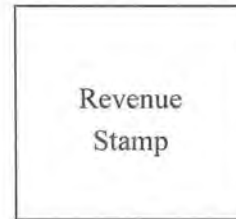
I/We _____ of _____
_____ being a member of **ALLIANZ EFU HEALTH INSURANCE LIMITED**, holding
_____ ordinary shares hereby appoint Mr. /Mrs. _____ of
_____ or failing him Mr. /Mrs.
_____ of _____
_____ as my/our proxy in my/our absence to
attend and vote for me/us and on my/our behalf at the Annual/Extra Ordinary General Meeting of the Company
to be held on _____ and at any adjournment thereof.

Signed this _____ day of _____ 2020,

WITNESSES:

1. Signature: _____
Name: _____
Address: _____

CNIC or
Passport No. _____



Signature of Member(s)

2. Signature: _____
Name : _____
Address: _____

CNIC or
Passport No. _____

Shareholder's Folio No. _____
and /or CDC
Participants I.D. No. _____
and Sub Account No. _____

Important:

This form of Proxy, duly completed, must be deposited at the Company's Registered Office at D-136, Block-4, KDA Scheme-5, Clifton, Karachi, not later than 48 hours before the time appointed for the meeting.

CDC Shareholders and their Proxies are each requested to attach attested photocopy of their Computerized National Identity Card (CNIC) or Passport with this proxy form before submission to the Company.

CDC Shareholders or their Proxies are requested to bring with them their Original Computerized National Identity Card or Passport along with the participant's ID number and their account number at the time of attending the Annual General Meeting in order to facilitate their identification.

الیانز ای ایف یو ہیلتھ انشورنس لمیٹڈ

پراکسی فارم

میں/ہم _____

ساکن _____

بحیثیت ممبر الیانز ای ایف یو ہیلتھ انشورنس لمیٹڈ بذریعہ بندہ مسی _____

ساکن _____

گویان کی عدم دستیابی کی صورت میں مسی _____

ساکن _____

کو اپنی/ہماری جانب سے پراکسی مقرر کر رہا/رہی ہوں تاکہ وہ _____ سالانہ اجلاس عام/ غیر معمولی اجلاس عام یا اس کے کسی بھی التواء میں میری/ہماری جگہ شرکت کرے اور ووٹ ڈالے۔

دستخط بروز _____ بتاریخ _____ ۲۰۲۰ء

گواہان:



ممبر (ممبران) کے دستخط

۱۔ دستخط: _____

نام: _____

پتہ: _____

سی این آئی سی یا پاسپورٹ نمبر _____

۲۔ دستخط: _____

نام: _____

پتہ: _____

سی این آئی سی یا پاسپورٹ نمبر _____

اہم نوٹ:

پراکسی کا یہ فارم جو ہر طرح سے مکمل ہو، لازماً کمپنی کے رجسٹرڈ آفس واقع D-136 بلاک 4 کے ڈی اے اسکیم 5 کلشن کراچی میں اجلاس کے طے شدہ وقت سے کم از کم ۴۸ گھنٹے قبل جمع کرادیا جائے۔

سی ڈی سی شیئر ہولڈرز اور ان کے پراکسیز سے درخواست ہے کہ ہر ایک اپنے کمپیوٹرائزڈ قومی شناختی کارڈ (سی این آئی سی) یا پاسپورٹ کی مصدقہ نقل کمپنی کو پراکسی فارم جمع کرانے سے قبل اس کے ساتھ منسلک کرے۔

سی ڈی سی شیئر ہولڈرز یا ان کے پراکسیز سے درخواست ہے کہ اپنے اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ بشمول پارٹیشنڈ کا آئی ڈی نمبر اور ان کے اکاؤنٹ نمبر اپنی شناخت میں سہولت کی غرض سے سالانہ اجلاس عام میں شرکت کے وقت ہمراہ لائیں۔