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NOTICE OF ANNUAL GENERAL MEETING

Monday, April 06, 2026 at 10:30 a.m

19th Floor, The Center, Plot No. 28, SB-5, Abdullah Haroon Road, Saddar, Karachi- 74400, Pakistan,
Toll-free: 0800-00887 | Email: info@jsil.com | website: www.jsil.com.

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NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **Thirty first (31st) Annual General Meeting** of the members of **JS Investments Limited**, (the "Company") will be held at **10:30 a.m.** on **Monday**, **April 06, 2026**, at 15th Floor, The Centre, Saddar, Karachi, by physical presence, as well as via Zoom video-conferencing, to transact the following business:

Ordinary Business:

1. To receive, consider, and adopt the audited financial statements of the Company for the year ended December 31, 2025, together with the Directors' and Auditors' reports thereon and Chairman's Review Report.

2. To appoint the Auditors of the Company and to fix their remuneration. The members are hereby notified that upon completion of the five-year tenure of Messrs. KPMG Taseer Hadi & Co., Chartered Accountants, the Audit Committee and the Board of Directors have recommended the appointment of Messrs. **BDO Ebrahim & Co.**, Chartered Accountants, as Auditors of the Company for the ensuing financial year, subject to approval of the members. Messrs. **BDO Ebrahim & Co.**, Chartered Accountants, being eligible, have conveyed their consent to act as Auditors of the Company.

Special Business:

3. To ratify and approve balances and the transactions carried out by the Company and the Collective Investment Schemes (Funds) under its management in the ordinary course of business on an arm's length basis with JS Bank Limited & BankIslami Pakistan Limited (Related Parties) as at and during the financial year ended December 31, 2025, under the authority of the special resolution passed by the members in the last annual general meeting held on April 10, 2025.

4. To authorize the Chief Executive of the Company to approve all transactions carried out or to be carried out with Related Parties in the ordinary course of business on an arm's length basis till the next Annual General Meeting.

Attached to this Notice is a statement of material facts in relation to the aforesaid special business, as required under Section 134(3) of the Companies Act, 2017. The said statement also contains the text of the special resolutions to be passed in this regard. The notice of the meeting as well as the statement has also been placed on the Company's website www.jsil.com

By order of the Board

Muhammad Khawar Iqbal
COO & Company Secretary

Karachi: **March 13, 2026**

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NOTES:

1. The Company, in accordance with Section 223(7) of the Companies Act 2017, has placed the Audited Financial Statements for the year ended December 31, 2025, along with the Auditors' and Directors' Reports thereon and Chairman's Review Report on its website www.jsil.com

2. The Share Transfer Books of the Company shall remain closed from **March 31, 2026, to April 06, 2026** (both days inclusive) for determining shareholders for attending and voting at the General Meeting.

3. Physical transfers and deposit requests under Central Depository System received at the close of business on April 3, 2026 by the Company's Registrar i.e. CDC Share Registrar Services Limited, CDC House, 99 – B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal Karachi will be treated in time for the purpose of attending and voting at the meeting.

4. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. The form of Proxies is enclosed in English and Urdu. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.

5. Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A. PARTICIPATION IN THE 31ST ANNUAL GENERAL MEETING (AGM) PROCEEDINGS VIA VIDEO LINK

a) In the light of the clarification issued by the Securities and Exchange Commission of Pakistan for ensuring the participation of members in a general meeting through electronic means as a regular feature the Company has also provided the facility for attending the meeting via video link to its shareholders.

b) In this regard, the shareholders who are interested to participate in the meeting through the video link are requested to email the following information with the subject "**Registration for AGM of JSIL**" at the email address "shareholders@jsil.com". Zoom link will be shared with only those shareholders from whom all required particulars are received at the given email address not less than 48 hours before the time of holding the AGM. The shareholders can also provide their comments and questions relating to agenda items of the AGM on email at shareholders@jsil.com

Sr. No.	Name	Folio/CDS Account Number	CNIC No.	Mobile Number	Email Address

c) The members who intend to attend and participate physically in the AGM of the Company will be allowed to participate. The Company will follow the best practices and comply with all applicable laws for the benefit of all members wishing to participate in the meeting through any mode or medium.

d) In the 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.

e) In the case of a 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.

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B. FOR APPOINTING PROXIES

a) In the 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 the 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 Computerized National Identity Card (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 the case of a 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

C. APPLICABILITY OF POSTAL BALLOT REGULATIONS

In accordance with S.R.O. 451(I)/2025 dated 13th March 2025 issued by the Securities and Exchange Commission of Pakistan under Section 510 read with Section 134(10) of the Act, voting for all businesses classified as "Special Business" under the Companies Act, 2017 shall be conducted only through postal ballot.

Accordingly, members of the Company shall exercise their right to vote on Special Business only:

- through the electronic voting (e-voting) facility; or
- through voting by post (postal ballot paper)

in accordance with the Companies (Postal Ballot) Regulations, 2018, and the procedures given below.

There shall be no voting by show of hands for Special Business at the general meeting. Members who have not cast their vote on Special Business through e-voting or by post prior to the date of the general meeting shall be allowed to cast their vote on the day of the general meeting by way of ballot paper only.

Procedure for E-Voting

a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on **March 30, 2026**.

b) The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).

c) Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

d) Members shall cast vote online at any time from **April 03, 2026, 9:00 am to April 05, 2026.** Voting shall close on **April 05, 2026**, at 5:00 pm. Once the vote on the resolution is cast by a Member, he/she shall not be allowed to change it subsequently.

Procedure for Voting Through Postal Ballot

a) The members shall ensure that the duly filled and signed ballot paper, along with a copy of the Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through the post at the Company's registered address, 19th floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Karachi, or email at chairman@jsil.com one day before the AGM on **April 05, 2026**, during working hours. The signature on the Ballot Paper shall match with signature on the CNIC.

b) Shareholders are requested to notify immediately of any change in their address to the Company's share registrar

6. **Computerized National Identity Card ("CNIC")** Shareholders are requested to provide immediately if not already provided, a copy of their valid CNIC to the Company's Independent Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S, Main Shahra-e-Faisal, Karachi. A legible scanned copy of the same can also be forwarded at shareholders@jsil.com along with the folio number and updated address for correspondence.

7. **Payment of cash dividend through electronic mode:** The provisions of Section 242 of the Companies Act, 2017, provides that any cash dividend declared by a listed company must be paid through electronic mode directly into the bank account designated by the entitled shareholder. Accordingly, the shareholders of the Company are requested to provide an electronic dividend mandate on E-Dividend Form available on the Company's website (www.jsil.com) enabling the Company to credit their future cash dividends, if any, directly to their designated bank accounts.

8. **Unclaimed Dividend and Bonus Shares:** Shareholders, who for any reason, could not claim their dividend or bonus shares or did not collect their physical share, if any, are advised to contact our Share Registrar M/s CDC Share Registrar Services Limited, to collect/enquire about their unclaimed dividend or pending shares, if any.

   In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, all such dividends and shares outstanding for a period of 3 years or more from the date due and payable shall be deposited to the credit of the Federal Government in case of unclaimed dividend and in case of shares, shall be delivered to the SECP.

9. In accordance with SRO No. 389(I)/2023, issued by the Securities and Exchange Commission of Pakistan on March 21, 2023, listed companies are permitted to disseminate their Annual Audited Financial Statements, including the Annual Balance Sheet, Profit or Loss Account, Auditor's Report, and Directors' Report to members through a QR-enabled code and web link.

   Pursuant to shareholders' approval, the Company's Annual Audited Financial Statements for the year ended December 31, 2025, are being made available to members through the following QR-enabled code and web link:

   https://jsil.com/all-downloads/company-financial-statements/

   Additionally, a hard copy of the Annual Report will be provided upon request.

   For the convenience of its Shareholders, the Company has placed a Standard Request Form on the Company's website (www.jsil.com), so that the members may use it to communicate their e-mail address for electronic transmission of the Annual Audited Financial Statement and Notice thereon. Please ensure that your email account has sufficient rights and space available to receive such an email that may be greater than One (1) MB in size.

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STATEMENT OF MATERIAL FACTS CONCERNING SPECIAL BUSINESS PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business proposed to be transacted at the annual general meeting.

Agenda Item No. 3 of the Notice – Ratification / Approval of Transactions carried out with related parties during the year ended December 31, 2025.

The Company and Funds under its management carried out transactions as detailed in the below resolution with JS Bank Limited & BankIslami Pakistan Limited in the ordinary course of business on an arm's length basis and under the authority of the special resolution of the members as approved by them during the last annual general meeting held on April 10, 2025.

All such transactions and balances appearing in the balance sheet are presented before the Board of Directors for their review and consideration on the recommendation of the Audit Committee on a quarterly basis pursuant to Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

However, since the majority of the Company's Directors were considered interested in the transactions carried out with JS Bank Limited and BankIslami Pakistan Limited, as mentioned in the below resolution, therefore, these transactions conducted by the Company and Funds under its management with JS Bank Limited and BankIslami Pakistan Limited during the calendar year ended December 31, 2025, are being placed before the shareholders for their consideration and approval. These transactions with the related party are entered in the ordinary course of business on an arm's length basis and have been duly cleared by the Audit Committee of JSIL.

The following resolution is proposed to be passed as Special Resolution with or without any modification

> *"**Resolved that** the transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited and BankIslami Pakistan Limited during the financial year ended December 31, 2025, be and are hereby ratified, approved and confirmed.*

Transactions with JS Bank Limited

Entity	Management Fee Paid	Profit On Savings accounts	Bank charges	Rent Paid
JS Investments Limited	8,158,155	2,681,892	1,508,595	3,797,486

Bank Balance	Sales Tax Receivable on Rent	Other Receivable
9,296,891	2,409,149	1,465,064

Funds	Bank Balance/TDR	Markup income	Markup receivable
UNIT TRUST OF PAKISTAN	36,207,394	7,630,468	672,456
JS ISLAMIC FUND	28,931,134	-	-
JS INCOME FUND	60,351,390	3,304,270	4,254,737
JS LARGE CAP. FUND	130,382,896	6,892,490	6,986,019
JS FUND OF FUNDS	4,582,371	1,236,672	1,143,912
JS GROWTH FUND	187,018,556	7,252,371	8,634,614
JS-PENSION SAVINGS FUND-EQUITY SUB-FUND	5,385	46,048	39,276

Funds	Bank Balance/TDR	Markup income	Markup receivable
JS---PENSION SAVINGS FUND-MONEY MARKET SUB-FUND	135,952	10,736	6,168
JS GOVERNMENT SECURITIES FUND	75,000	450	450
JS CASH FUND	996,011,050	7,767,758	8,477,938
JS ISLAMIC INCOME FUND	1,238,058	-	-
JS ISLAMIC MONEY MARKET FUND	252,000	-	-
JS FIXED TERM MUNAFA FUND - PLAN 1	68,066,290	6,750,569	6,300,441
JS FIXED TERM MUNAFA FUND – PLAN 11	176,041	652,303	-
JS FIXED TERM MUNAFA FUND - PLAN 13	71,926,961	8,222,898	13,038,620
JS FIXED TERM MUNAFA FUND - PLAN 14	47,663,505	4,330,751	5,233,174
JS FIXED TERM MUNAFA FUND - PLAN 15	17,234,244	1,527,768	1,741,548
JS FIXED TERM MUNAFA FUND - PLAN 16	7,699,828	1,572,026	1,917,238
JS FIXED TERM MUNAFA FUND - PLAN 17	47,413	3,496,009	-
JS FIXED TERM MUNAFA FUND - PLAN 18	255,924,771	6,562,955	6,564,441
JS MOMENTUM FACTOR- EXCHANGE TRADED FUND	451,054	2,766,546	2,826,123
JS MICROFINANCE SECTOR FUND	928,531,258	12,373,367	13,045,158
JS FIXED TERM MUNAFA FUND II - PLAN-1	36,101,441	3,385,085	1,348,684
JS FIXED TERM MUNAFA FUND II - PLAN-2	3,577,884	2,199,834	570,537
JS FIXED TERM MUNAFA FUND II - PLAN-3	17,814,862	11,871,581	5,705,396
JS FIXED TERM MUNAFA FUND II - PLAN-4	68,202,421	2,052,638	2,844,199
JS FIXED TERM MUNAFA FUND II - PLAN-5	40,655,029	3,695,998	1,732,809
JS FIXED TERM MUNAFA FUND II - PLAN-6	83,143,598	1,399,369	866,814
JS RENTAL REIT	909,058	80,950	80,950
Total:	**3,093,316,844**	**107,081,910**	**94,031,701**

Transactions with BankIslami Pakistan Limited

Entity	Running Finance Facility	Running Finance Facility Settled	Profit on Running Finance
JS Investments Limited	1,575,000,000	1,575,000,000	74,859,740
	Bank Balance	**Other Payable**	**Management fee paid**
	26,601	30,669,124	2,657,905

Funds	Bank Balance/TDR	Markup income	Markup receivable
JS LARGE CAP. FUND	27,972	83	-
JS FUND OF FUNDS	18,457	1,137	-
JS GROWTH FUND	87,846	926	
JS---PENSION SAVINGS FUND-MONEY MARKET SUB-FUND	3,269	29	16
JS-ISLAMIC PENSION SAVINGS FUND-EQUITY SUB FUND	340,086	1,204	-
JS---ISLAMIC PENSION SAVINGS FUND-MM SUB FUND	4,020	-	-

Funds	Bank Balance/TDR	Markup income	Markup receivable
JS ISLAMIC INCOME FUND	1,023,801	12,291	13,402
JS ISLAMIC MONEY MARKET FUND	15,046,813	33,756	-
JS ISLAMIC FUND	117,470	347	-
JS INCOME FUND	44,541	-	-
JS ISLAMIC SARMAYA MEHFOOZ FUND - JS ISLAMIC SARMAYA MEHFOOZ PLAN - 1	2,683,392	52,518	4,377
JS ISLAMIC SARMAYA MEHFOOZ FUND - JS ISLAMIC SARMAYA MEHFOOZ PLAN - 2 2020	261,374,631	276,794	23,693
TOTAL	**280,772,297**	**379,085**	**41,488**

Agenda Item No. 4 of the Notice – Authorization to the Chief Executive Officer for the approval of transactions carried out and to be carried out with JS Bank Limited and BankIslami Pakistan Limited (related parties) till the next Annual General Meeting.

The Company and funds under its management shall continue to carry out transactions with JS Bank Limited and BankIslami Pakistan Limited in the ordinary course of business on an arm's length basis till the next Annual General Meeting. Such transactions shall be 'routine' in nature and shall not involve any material or special deals or arrangements.

As our majority of the Directors of JSIL are considered interested in these transactions, therefore, these transactions with JS Bank Limited and BankIslami Pakistan Limited (as a related parties) have to be approved by the shareholders in terms of Section 208 of the Companies Act, 2017, Clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019 and Regulation 5 of Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018.

In order to ensure smooth business operations, the shareholders may authorize the Chief Executive Officer to approve routine transactions to be carried out in the ordinary course of business on arm's length basis with related parties as mentioned in the following special resolutions (with or without modifications) till next Annual General Meeting. However, these transactions shall be placed before the shareholders in the next AGM for their approval/ratification. Such a proposal has been cleared by the Audit Committee of JSIL.

*"**Resolved that** the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited and BankIslami Pakistan Limited in the ordinary course of business on arm's length basis till the next Annual General Meeting.*

***Further Resolved that** these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification/approval."*

The Interest of Directors:

The majority of the Directors are either employees of JS Bank Limited and BankIslami Pakistan Limited or are interested in the extent of their shareholding in the Company.

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BALLOT PAPER FOR VOTING THROUGH POST

For Poll at the Annual General Meeting
to be held on April 06, 2026 at 10:30 am
At 15th floor, The Centre, Plot No. 28. SB-5
Abdullah Haroon Road, Saddar, Karachi

[Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman@jsil.com

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio number	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	
Name of Authorized Signatory:	
CNIC/Passport No.(in case of foreigner) of authorized signatory – (copy to be attached)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolutions by placing tick (√) mark in the appropriate box below;

S. No.	Name and Description of Resolutions	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
	To consider, and if deemed appropriate, to pass the following resolutions, with or without modifications		
01	"**Resolved** that the transactions carried out by the Company and Funds under its management in the ordinary course of business with JS Bank Limited and BankIslami Pakistan Limited during the financial year ended December 31, 2025, be and are hereby ratified, approved and confirmed.		
02	"**Resolved t**hat the Chief Executive Officer of the Company be and is hereby authorized to approve transactions to be carried out with JS Bank Limited and BankIslami Pakistan Limited in the ordinary course of business on arm's length basis till the next Annual General Meeting. **Resolved further** that these transactions shall be placed before the shareholders in the next Annual General Meeting for ratification /approval."		

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	NOTES: 1. Duly filled postal ballot should be sent to the Chairman of JSIL at 19th Floor, The Centre, Plot No. 28, SB-5, Abdullah Haroon Road, Karachi (Email: chairman @jsil.com). 2. Copy of CNIC/ Passport No. (in case of foreigner) should be enclosed with the postal ballot form. 3. Postal ballot forms should reach the Chairman of JSIL within business hours by or before April 03, 2026. Any postal ballot received after this date, will not be considered for voting. 4. Signature on postal ballot should match with signature on CNIC/ Passport No. (in case of foreigner). 5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected. 6. This postal Poll paper is also available for download from the website of JSIL at www.jsil.com. Shareholder may download the ballot paper from website or use the same ballot paper published in newspapers.	_____ **Signature of shareholder(s)/Authorized Signatory** (in case of corporate entity, please affix company stamp) Place: _____ Date: _____

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FORM OF PROXY

ANNUAL GENERAL MEETING

The Company Secretary,
JS Investments Limited
The Centre, 19th Floor, Plot No. 28,
SB - 5, Abdullah Haroon Road, Saddar
Karachi - 74400.

I/We _____ of _____ being member(s) of **JS Investments Limited**, holding _____ ordinary shares as per Registered Folio No. / CDC A/c No. (for members who have shares in CDS) _____ hereby appoint Mr. / Mrs. / Miss _____ of _____ (Folio no. CDC A/c No.) _____or failing him/her Mr. / Mrs. / Mss _____ of Karachi (Folio no. CDC A/c No.)_____ being a member of the company, as my / our proxy to attend, act and vote for me/us and my / our behalf at the Annual General Meeting of the Company to be held on April 06, 2026, and/or any adjournment thereof.

As witness my / our hand seal this _____ day of _____, 2026.

Signed by _____

In the presence of

Witnesses:

1. Name _____
Signature _____
Address _____
_____
CNIC / Passport No._____

2. Name _____
Signature _____
Address _____
_____
CNIC / Passport No._____

Signature on Rs. 5/- Revenue Stamp

The Signature should agree with the specimen registered with the Company

Important:

1. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her.
2. This proxy form, duly completed and signed, must be received at the office of the Company situated at The Centre, 19th Floor, Plot No. 28, SB - 5, Abdullah Haroon Road, Saddar, Karachi not later than 48 hours before the scheduled time of the meeting.
3. No person shall act as proxy unless he/she himself/herself is a member of the Company, except that a Corporation may appoint a person who is not a member.
4. If a member appoints more than one proxy and more than one instrument of proxy is deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
5. Beneficial Owners of physical shares and the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxy are required to produce their original CNIC or passport for identification purposes at the time of attending the meeting. The form of proxy must be submitted within the stipulated time, duly witnessed by two persons whose names, addresses and CNIC numbers must be mentioned on the form, along with attested copies of CNIC or the passport of the beneficial owner and the proxy. In the case of a corporate entity, the Board of Directors' Resolution/power of attorney with specimen signature shall be submitted along with the proxy form.

AFFIX
CORRECT
POSTAGE

The Company Secretary
JS Investments Limited
The Centre, 19th Floor, Plot No. 28,
SB - 5, Abdullah Haroon Road,
Saddar, Karachi-74400.