

Ghandhara Tyre and Rubber Company Limited

POSTAL BALLOT PAPER

for voting through post for the Special Business at the Extraordinary General Meeting to be held on Thursday, June 22, 2023 at 11.00 a.m. at the Beach Luxury Hotel, Off: M.T. Khan Road, Karachi
Phone: 021 35080172 (10 Lines) Website: www.gtr.com.pk

Folio / CDS Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of shares held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation, or federal Government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

Resolution for Agenda Item No. 1

Increase in Authorized Capital:

To consider and if deemed fit, to pass the following resolutions as special resolutions for increase in authorized share capital of the Company and consequent alterations in the Memorandum and Articles of Association of the Company, with or without modification, addition(s) or deletion(s), as recommended by the Board of Directors:

"RESOLVED THAT the authorized capital of the Company be and is hereby increased from Rs. 1,250,000,000 (Rupees one billion two hundred fifty million only) divided into 125,000,000 (One hundred twenty-five million) ordinary Shares of Rs. 10 (Rupees ten only) each to Rs. 2,250,000,000 (Rupees two billion two hundred fifty million only) divided into 225,000,000 (Two hundred twenty-five million) ordinary shares of Rs. 10 (Rupees ten only) each."

"RESOLVED FURTHER THAT the figures and words "Rs. 1,250,000,000 (Rupees one billion two hundred fifty million only) divided into 125,000,000 (One hundred twenty-five million) ordinary Shares of Rs. 10 (Rupees ten only) each" appearing in Clause V of the Memorandum of Association and Article 4 of the Articles of Association of the Company be and are hereby substituted by the figures and words "to Rs. 2,250,000,000 (Rupees two billion two hundred fifty million only) divided into 225,000,000 (Rupees two hundred twenty-five million) ordinary shares of Rs. 10 (Rupees ten only) each."

"FURTHER RESOLVED That the Chief Executive and/or Company Secretary be and are hereby jointly and/or severally authorized to do all acts, deeds and things take any and all necessary steps, to fulfill the legal, corporate and procedural formalities and file all necessary documents/returns as may be deemed necessary in this behalf and the matters ancillary thereto."

Resolution for Agenda Item No. 2

To alter the following Articles of Association:

To consider and if deemed fit, to pass the following resolutions as special resolutions to alter the provisions of articles of association of the Company, with modification, addition(s) or deletion(s), as recommended by the Board of Directors:

Article 2. INTERPRETATION:

(21) "Dividend" means the dividend payable, in cash or kind, to the holder of Shares of the Company out of the profits of the Company as per the provisions of the Act, these Articles and the rules and regulations issued under the Act from time to time. Further details relating to the amendments in the Articles of Association of the Company are already published in Notice of the EOGM dated June 01, 2023.

Resolution for Agenda Item No. 3

To approve, as and by way of an Ordinary Resolution, transmission of the annual balance sheet, profit & loss account, auditors report, directors report (the "Audited Annual Financial Statements") and the notice of general meetings etc. to the Company's shareholders through email or QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan via S.R.O No. 389(I)/2023 dated March 21, 2023:

"RESOLVED THAT as notified by the Securities and Exchange Commission of Pakistan via S.R.O No.389(I)/2023 dated March 21, 2023 transmission of Annual Audited Financial Statements to the members through QR enabled code and weblink instead of transmitting the Annual Audited Accounts through CD/DVD/USB, be and is hereby ratified and approved for future."

Instructions for Poll

1. Please indicate your vote by ticking (✓) the relevant box.
2. In case both the boxes are marked as (✓), your poll shall be treated as **"Rejected"**.

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

Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
<u>Resolution for Agenda Item No. 1</u>		
<u>Resolution for Agenda Item No. 2</u>		
<u>Resolution for Agenda Item No. 3</u>		

1. Duly filled ballot paper should be sent to the Company Secretary H-23/2, Landhi Industrial Trading Estate Landhi Karachi or email at yasirali@gentipak.com
2. Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Ballot paper should reach the Company Secretary within business hours by or before **Wednesday, June 21, 2023**. Any postal ballot received after this date, will not be considered for voting.
4. Signature on Ballot Paper should match with signature on CNIC/ Passport. (In case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten poll paper will be rejected.

6. In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution / Power of Attorney / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Consul General of Pakistan having jurisdiction over the member.
7. Ballot Paper form has also been placed on the website of the Company at: www.gtr.com.pk. Shareholders may download the Ballot Paper from the website or use an original/photocopy published in newspapers.

_____ Date _____

Shareholder / Proxy holder Signature/Authorized Signatory

(In case of corporate entity, please affix company stamp)