



CS04-08 (PSX/LSE/SECP)

October 03, 2025

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi-74000, Pakistan.

London Stock Exchange Plc.,
10 Paternoster Square,
London EC4M 7LS.

Tel: (44) 20 7334 8907

Subject: **NOTICE OF 28th ANNUAL GENERAL MEETING**

Dear Sir,

Please find enclosed a copy of the Notice of Twenty-Eighth Annual General Meeting of OGDCL, scheduled to be held on October 27, 2025 for circulation amongst your members.

Thanking you.

Yours sincerely,

(Wasim Ahmad)
Company Secretary

Encl: As above

Copy to:
Executive Director/HOD,
Offsite-II Department, Supervision Division,
Securities & Exchange Commission of Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area,
Islamabad.

OIL & GAS DEVELOPMENT COMPANY LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty-Eighth Annual General Meeting of Oil and Gas Development Company Limited will be held at OGDCL Head Office, Islamabad on October 27, 2025, at 09:00 a.m. to transact the following business:

ORDINARY BUSINESS

- 1) To confirm the minutes of 27th Annual General Meeting held on October 25, 2024.
- 2) To confirm the minutes of 14th Extraordinary General Meeting held on September 10, 2025.
- 3) To receive, consider and adopt the audited separate and consolidated Financial Statements of the Company for the year ended June 30, 2025, together with the Directors' and Auditors' Reports thereon and Chairman's review report.
- 4) To approve the final cash dividend @ Rs 5/- per share i.e. 50 percent for the year ended June 30, 2025 as recommended by the Board of Directors. This is in addition to three interim cash dividends totaling 100.50% i.e. Rs. 10.05/- per share already paid during the year.
- 5) To appoint Auditors for the year 2025-26 and fix their remuneration. The present auditors M/s. A.F Ferguson & Co., Chartered Accountants will stand retired on the conclusion of this meeting.
- 6) Any other business with the permission of Chair.

By order of the Board



(Wasim Ahmad)
Company Secretary

October 03, 2025
Islamabad

NOTES:

1- Closure of Share Transfer Books

The share transfer books of the company will remain closed and no transfer of shares will be accepted for registration from October 23, 2025 to October 27, 2025 (both days inclusive). Transfers received in order at the Share Registrars' office by the close of business on October 22, 2025 will be treated in time for the purpose of attending the AGM and payment of final cash dividend, if approved by the Shareholders.

2-Participation in the Annual General Meeting

A member entitled to attend and vote at this meeting is entitled to appoint another person as his / her proxy to attend and vote. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not less than 48 hours before the meeting.

3-CDC Account holders will further have to follow the under mentioned guidelines:

a. For attending the meeting

In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per regulations, shall authenticate his / her identity by showing his / her original National Identity Card (NIC) or original passport at the time of attending the meeting.

In the case of corporate entities, 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.

b. For appointing proxies

- i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per regulations, shall submit the proxy form as per the above requirement.
- ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC number shall be mentioned on the form.
- iii) Attested copies for CNIC or the passport of the beneficial owners and of the proxy shall be furnished with the proxy form.
- iv) The proxy shall produce his / her original CNIC or original passport at the time of the meeting.
- v) In the case of a corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted (unless it has been provided earlier) along with proxy form to the Company. Blank proxy forms are available on the Company's website www.ogdcl.com

4-Video Conference Facility

In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility please submit such request to the Company Secretary of the Company on given address:

Company Secretary, Oil and Gas Development Company Limited, OGDCL House Plot No. 3, F-6/G-6, Jinnah Avenue, Blue Area, Islamabad.

5- Change in Address

Members are requested to promptly notify any change in their address.

6- Dividend Payments through Electronic Mode

In order to receive the future dividends through electronic mode as per the requirements of Section 242 of the Companies Act, 2017, shareholders are requested to provide the following detail:

Title of Bank Account:

Bank Account (IBAN) Number:

Bank's Name:

Branch Name and Address:

CNIC Number of the Shareholder:

Cell Number of the Shareholder:

Landline No. of the Shareholder (if any):

7-Transmission of Annual Reports through E-Mail

SECP vide S.R.O 389(I)/2023 dated 21 March 2023 and shareholders in their Annual General Meeting held on 30 October 2023 have authorized the Company to circulate annual audited financial statements through QR enabled code and weblink instead of circulating the same through CD/DVD/USB. The Annual Audited Financial Statements along with the reports and Notice of AGM are being sent to members who have provided their email addresses. Physical copy of the Annual Report will be provided to the members on demand.

8-Availability of Audited Financial Statements on Company's Website:

The audited financial statements of the Company for the year ended June 30, 2025 have been made available on the Company's website www.ogdcl.com, in addition to annual and quarterly financial statements for the prior years which can be accessed/downloaded from the following link and QR code.

<https://ogdcl.com/all-financial-reports>



9-Mandatory Registration Details of Physical Shareholders:

According to section 119 of the Companies Act, 2017 and regulation 47 of the Companies Regulations, 2024, all physical shareholders are advised to provide their mandatory information such as CNIC numbers, address, email, contact mobile/telephone number, international bank account number (IBAN), etc. to our share registrar at their below address immediately to avoid non-compliance of law or any inconvenience in future

CDC Share Registrar Services Limited, CDC House, 99-B, Block B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi- 74400
Tel: +92 21 111 111 500 Fax: + 92 21 34326053 Website: www.cdcsrsl.com Email: info@cdcsrsl.com

10- Conversion of Physical Shares into CDC Account:

As per Section 72 of the Companies Act, 2017, all listed companies are required to replace shares issued by them in physical form to book-entry form. Accordingly, all shareholders of the Company having physical shares are requested to convert their shares into book-entry form at the earliest with the CDC. The shareholders may contact the Company or Shares Registrar for the conversion of physical shares into book-entry form.

11- Unclaimed Dividends and Share Certificates

The Company has previously discharged its responsibility under Section 244 of the Companies Act, 2017 whereby the company approached the shareholders to claim their unclaimed dividends and undelivered shares certificates in accordance with the law. Shareholders, whose dividends and share certificates are still unclaimed/undelivered, are hereby once again requested to approach the company and claim outstanding dividend amounts and/ or undelivered shares certificates. Unclaimed shares and dividend details are available on company's website.

12- Virtual Participation in the AGM:

Members interested to participate in the AGM proceedings via video link are required to provide following details at general.meetings2025@ogdcl.com:

Name of Shareholders	CNIC No.	Folio No./ CDC Account No.	No. of Shares	Contact No.	Email Address

Video Link to join the AGM will be shared before one day of AGM with only those Members whose emails, containing all the required particulars, are received at the above email address at 5:00 p.m on October 26, 2025. Login facility shall remain open till conclusion of the meeting on October 27, 2025.

13- Prohibition on grant of gifts to Shareholders

The SECP through its Circular 2 of 2018, dated 9th February 2018 and S.R.O.452(1)/2025 dated 17th March 2025 has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/ coupons/lunches/ takeaway/ packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offense, and companies failing to comply may face penalties.

Form of Proxy

28th Annual General Meeting

Oil and Gas Development Company Limited

I/We, _____ of _____ being a member of Oil and Gas Development Company Limited, holder of _____ Ordinary Share(s) as per Register Folio No _____ hereby Appoint _____ Folio No (if member) _____ of _____ or failing him. _____ Folio No (if member). _____ of _____ as my / our proxy in my / our absence to attend and vote for me / us, and on my / our behalf at the Twenty Eighth Annual General Meeting of the Company to be held on October 27, 2025 and at any adjournment thereof. Signed under my / our hand this _____ day of _____ 2025.

Affix Revenue stamp

Signature of member

Signed under my / our hand this _____ day of _____ 2025.

Signature of Proxy: _____

Name: _____

Folio/CDC/A/c No. _____

Signed in the presence of:

Witnesses:

1.	Signature	2.	Signature
	Name		Name
	Address		Address
	CNIC or Passport		CNIC or Passport

NOTES:

1. A member entitled to attend the meeting may appoint a proxy in writing to attend the meeting on the member's behalf.
2. If a member is unable to attend the meeting, they may complete and sign this form and send to the Company Secretary, Oil and Gas Development Company Limited, Head Office F-6, OGDCL House, Jinnah Avenue Blue Area Islamabad so as to reach no less than 48 hours before the time appointed for holding the Meeting.

For CDC Account holders / Corporate Entities

In addition to the above, the following requirements have to be met:

- I. Attested copies of CNIC or the passport of the shareholders and the proxy shall be provided with the proxy form.
- II. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- III. In case of a corporate entity, the Board of Directors resolution / power of attorney with specimen signature shall be submitted along with proxy form to the Company.