



**asiaINSURANCE**

We've got You covered

company Ltd.

Asia House: 19 C/D, L Block Gulberg-III, Main Ferozpur Road, Lahore. Ph:042-35865574-78 Fax: 042-35865579

E-mail: [info@asiainsurance.com.pk](mailto:info@asiainsurance.com.pk) [www.asiainsurance.com.pk](http://www.asiainsurance.com.pk)

**NOTICE AND AGENDA OF THE MEETING OF THE BOARD OF DIRECTORS  
OF ASIA INSURANCE COMPANY LIMITED**

Dear Sir/Madam:

Notice is hereby given to all the Directors of Asia Insurance Company Limited (the “**Company**”), that the meeting of the Board of Directors of the Company is scheduled to be held at 19 C/D, Block L, Gulberg III, Lahore, on Monday , October, 9, 2017 at 11:00 a.m., to transact the following business, *inter alia*:

1. To confirm the minutes of the last Board Meeting;
2. To convene the Extra Ordinary General Meeting (“**EOGM**”) of the Company under Section 133(2) of the Companies Act, 2017 (the “**Act**”) on Thursday November 2, 2017 at 11:00 a.m., at the registered office of the Company, to seek approval of the shareholders of the Company under Section 83(1)(b) of the Act regarding further issue of shares otherwise than right in accordance with the terms and conditions of the Share Subscription Agreement dated September 13, 2017 (“**Agreement**”) entered into by and between the Company and InsuResilience Investment Fund, SICAV RAIF, duly managed by BlueOrchard Finance Limited, a company incorporated under the applicable laws of the Switzerland, (“**IIF**”), so that 15,337,391 (Fifteen Million Three Hundred and Thirty Seven Thousand Three Hundred and Ninety One only) ordinary shares, with the rights, privileges and conditions equal and *pari passu* to all other shares of the Company, are offered for subscription to IIF by the Company at a premium of Rs. 12.82 (Pak Rupees Twelve and Eighty Two Paisas Only) per ordinary share i.e. at the subscription price of Rs. 22.82/- (Pak Rupees Twenty Two and Eighty Two Paisas Only) per ordinary share aggregating to a sum of Rs. 350,000,000/- (Pak Rupees Three Hundred and Fifty Million Only) to be subscribed by IIF on or before the Closing Date as mentioned in the Agreement, such that IIF shall hold not less than 25.42% of the issued and paid-up capital of the Company.
3. To transact any other business that may be placed before the meeting with the permission of the Chair.



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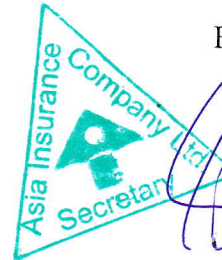
The Company has declared the "Closed Period" from October 2, 2017 to October 9, 2017 as required under Clause 5.19.15 (Code of Corporate Governance) of the Rule Book of the Exchange.

Accordingly, no Director, CEO or Executive of the Company shall, directly / indirectly, deal in the shares of the Company in any manner during the Closed Period.

You are requested to make it convenient to attend the meeting.

Lahore

Dated: October 2, 2017



By Order of the Board

Shazia Hafeez  
Company Secretary