



# **Proxy Voting Policy**

**Dated: 31<sup>st</sup> August, 2016**

# Proxy Voting Policy

## 1. Introduction

As an asset manager, Al-Meezan has an obligation to act in the best interests of the unit holders. Al-Meezan will exercise the voting rights where Al-Meezan feels that it can exert its influence or has substantial holding in itself (CIS) or jointly through other institutions or is approached by others for proxy voting with the objective to represent in the best interest of the unit holders.

## 2. Voting Procedure & Other Matters

### 2.1. Authority and responsibility for voting proxies

- Decision over voting proxies rest with Investment Committee (IC) and all the proceedings will be documented in IC minutes.
- IC is responsible for presenting proposals for proxy voting of listed companies. The proposal can be prepared on the following basis:
  - o Election of Directors\*;
  - o Corporate Governance;
  - o Appointment of Auditors;
  - o Changes in Legal and Capital Structure (in the case which is affecting shareholder rights);
  - o Corporate Restructuring;
  - o Mergers and acquisitions

*\*While participating in the election of the Board of Directors of the Investee Company, ensure that by exercising the right to vote proxy on behalf of the unit holders of the CS, does not result in attaining the management control of the investee company, in contravention of the Regulations.*

### 2.2. Internal participants to be consulted in evaluation of a proxy proposal

- Before taking any decision on voting proxies, the matter will be discussed in IC on the basis of merits and taking into considerations of all factors.

### 2.3. Conflict of Interest

- It is the responsibility of members of Investment Committee to disclose if there is any conflict of interest in any proposal of voting proxies under consideration of Investment Committee.

### 3. Record Maintenance

- a. IC will also record following details in relation to proxy voting decisions:
  - a. name of the issuer of the securities on which the vote has been cast;
  - b. name of major beneficial owner(s) of the securities;
  - c. number of shares held by CIS on record;
  - d. date on which the proxy was voted; and
  - e. Results of the vote.
  
- b. Al-Meezan will place the proxy voting policy, approved by its Board of Directors, on its websites.

### 4. Annual Report Disclosure

- a. As per the SECP requirement, Al-Meezan will include in the annual report of each fund under management, summary of actual proxy voted during the year as per table given below:

**Summary of Actual Voted by CIS**

	Resolution	For	Against	Abstain*
No.				
(%)				

\*Reason for abstaining shall be disclosed

- b. It will disclose in the annual report of each fund under management, the cases where Al Meezan on behalf of the fund did not participate in shareholders' meetings.
  
- c. Further, It shall include in the annual report of the each fund under management, a statement that the proxy voting policy of the fund is available on the website of the company and detailed information regarding actual proxies voted by the company in respect of the fund is also available without charge, upon request, to all unit holders