

# NATIONAL FOODS LIMITED

12/CL-6, Claremont Road, Civil Lines, Karachi-75530 (Tel. 021-36490029 - 021-38402022)

## **Annual General Meeting**

Thursday, 19 October 2023 at 15:00 p.m. at Beach Luxury Hotel, Karachi **VOTING THROUGH POSTAL BALLOT ON SPECIAL BUSINESS** 

Ballot paper for voting through post for the Special Business at the Annual General Meeting to be held on Thursday October 19. ung unough post of die Special obsiness at the Amilian General meeting to be nead of in 2023 at 15:00 p.m. at Beach Luxury Hotel, Moulvi Tamizuddin Khan Road, Karachi -74000 Website: https://www.nfoods.com/

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, and 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. 5
To consider, and if deem fit, to pass with or without any amendment/modification the following resolution as Ordinary Resolution, to obtain consent from the members for the transmission of annual audited account through QR enabled code and weblink, as allowed under S.R.O. 389 (I)/2023 issued by the Securities and Exchange Commission of Pakistan.

"RESOLVED THAT pursuant to section 223(6) of the Companies Act, 2017 read with SRO 389(I)/2023 dated March 21, 2023, the Company be and is hereby authorized to circulate annual report containing annual audited financial statem reports (Annual Reports) to the members through QR enabled code and weblink.

**FURTHER RESOLVED THAT**, notice of meeting shall be dispatched to members as per requirements of the Act, on their registered address, containing the QR code and the weblink address to view and download the annual audited financial statements together with the reports and documents required to be annexed thereto under the Act.

FURTHER RESOLVED THAT, the Company shall be considered compliant with the relevant requirements of section 223(6) of the Companies Act, 2017 by sending the Audited Financial Statements and reports and documents required to be annexed thereto under the Act through e-mail and/or sending a notice of meeting containing a QR code and the weblink address. In case a hard copy of Audited Financial Statements and/or Notice of AGM of the Company is desired, a specific request for the

FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to do all necessary acts, deeds, and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.

Resolution For Agenda Item No. 6
To consider and, if thought fit, to pass with or without modification(s), the following as a Special Resolution for the approval of an agreement between ATC Holdings (Private) Limited-(ATCH) and National Foods Limited (NFL) for filling and packing of Honey by NFL to ATCH.

"**RESOLVED THAT** an Service Level agreement to be entered into by National Foods Limited (NFL) with its parent Company ATC Holdings (Private) Limited (ATCH), for filling and packing of Honey is hereby approved as per the details appearing in nt of material facts

**Resolution For Agenda Item No. 7**To consider, and if thought fit, to pass the following resolutions as special resolutions, (a) to ratify and approve the transactions carried out with related parties during the financial year ended June 30, 2023, and (b)  $\delta$  (c) to authorize the Board of Directors to approve all related party transactions carried out and to be carried out during the year ending June 30, 2024.

a) "RESOLVED THAT the transactions, in which majority of directors are interested, carried out by the company with the following related parties for the financial year ended June 30, 2023, be and are hereby ratified and approved"

ATC Holdings (Private) Limited – Parent Company National Foods DMCC- Subsidiary

b) "FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to approve all related party transactions, in which majority of directors are interested, carried out and to be carried out with any related party including the above-named related parties, on case-to-case basis, for the financial year ending June 30, 2024, and till next Annual General Meeting of the Company".

"FURTHER RESOLVED THAT the approval of transactions by the Board, as aforesaid, shall be deemed to have been approved by the shareholders and the transactions for the year ending June 30, 2024, shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval".

Instructions For Poll		
<ol> <li>Please indicate your vote by ticking (√) the relevant box.</li> </ol>		
2. In case if both the boxes are marked as (v), you 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 (v) mark in the appropriate box below;		
Resolution	I/We assent to the	I/We dissent to the
	Resolution (FOR)	Resolution (AGAINST)
Agenda Item No. 5		
Agenda Item No. 6		

Agenda Item No. 7

- NOTES:

  1. Dully filled ballot paper should be sent to the Company Secretary, National Foods Limited at 12/CL-6, Claremont Road, Civil Lines, Karachi, Pakistan or email at corporate.secretary@nfoods.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 Monday October 16, 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 Counsel General of Pakistan having case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.
- To Ballot Paper form has also been placed on the website of the Company at: https://www.nfoods.com/ Members may download the ballot paper from the website or use an original/photocopy published in newspapers.

Shareholder / Proxy holder Signature/Authorized Signatory
(In case of corporate entity, please affix company stamp)

Notes/Procedure for Submission of Ballot Paper:
The members of National Foods Limited "the Company" are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 amended through Notification dated December 05, 2025, Esseed by the Securities and Exchange Commission of Pakistan ("SECP"), wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

nience of the Members, ballot paper is annexed to this notice and the same is also available on the Company's website at https://www.nfoods.com/ for download.

- Procedure for E Voting:
  (a) Details of the e-voting facility will be shared through an email by the Registrar 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 of October 12, 2023.
  (b) The web address, Joing details, will be communicated to members via email by the Registra. The security codes will be communicated by the Registrar to members through SMS from web portal of CDC Share Registrar Services Limited (Deing the e-voting senter 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 October 14, 2023, 09:00 a.m. to October 18, 2023. Voting shall close on October 18, 2023, at 5:00 p.m. Once the vote on a 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 duly filled and signed ballot paper along with copy of Computerized National Identity Card (CNIC) should reach the Company Secretary (through post at 12/C1-6, Glarmont Read, CMI Lines, Karachi, Pakistan or email at corporate secretary@inloods.com one day before the Annual General Meeting on October 18, 2023, during working hours. The signature on the ballot paper should match with the signature on CNIC.