

**ELECTION OF DIRECTORS
NOTICE UNDER SECTION 159(4) OF THE COMPANIES ACT, 2017**

Members of National Foods Limited (the 'Company') are hereby notified that, pursuant to Section 159 (3) of the Companies Act, 2017, the following persons have filed, with the Company, notices of their intention to offer themselves for election as directors at 50th Annual General Meeting scheduled to be held on Thursday, October 14, 2021, at 3:00 pm through video link facility.

1. Mr. Abdul Majeed	Non-Executive Director
2. Mr. Abrar Hasan	Executive Director
3. Mr. Zahid Majeed	Executive Director
4. Mrs. Noreen Hasan	Non-Executive Director
5. Mrs. Saadia Naveed	Non-Executive Director
6. Mr. Ehsan Ali Malik	Independent Director
7. Mr. Ali H. Shirazi	Independent Director
8. Mr. Adnan ul Wahab Khan	Independent Director

As the number of persons who have offered themselves to be elected is more than the number of directors fixed i.e., Seven (7) by the Board of Directors under Section 159 (1) of the Companies Act, 2017, therefore, election of directors will be held in accordance with the provisions of Section 159 (5) of the Companies Act, 2017 at 50th Annual General Meeting of the Company. The profiles of above-named candidates have been posted on the website of the Company www.nfoods.com.

By Order of the Board

Dated: October 07, 2021
Place: Karachi

Fazal ur Rehman Hajano
Company Secretary

Statement under Section 166 (3) of the Companies Act, 2017:

Pursuant to Section 166 (3) of the Companies Act, 2017, Independent Director will be elected through the process of election of directors in terms of Section 159 of the Companies Act, 2017. Independent Director shall meet the criteria laid down under Section 166 (2) of the said Act.

Election of Directors (Postal Ballot & E-voting)

Pursuant to the Companies (Postal Ballot) Regulations, 2018, for the purpose of election of directors, members will be allowed to exercise their right to vote through postal ballot, that is voting by post or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.

Procedure for E Voting Through Registrar of the Company

- a) Voting lines for Elections of Directors will be opened for the shareholders from October 09, 2021, 09:00 a.m. to October 13, 2021, until 5:00 p.m.
- b) Identity of the members intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
- c) Members shall cast vote online during the time specified from October 09, 2021, 09:00 a.m. to October 13, 2021, until 5:00 p.m., provided that once the vote on a resolution is casted by a member, he / she shall not be allowed to change it subsequently.
- d) The CDC Share Registrar Services Limited shall be regulated to keep the result of e-Voting confidential and provide access to the Chairman of the Annual General Meeting to unblock result of e-Voting on the day of election.

Procedure for voting through postal ballot paper:

- i) The members shall ensure that duly filled and signed ballot paper along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post or email election@nfoods.com one day before the day of poll, during working hours. The signature on the ballot paper shall match with the signature on CNIC.
- ii) In case of foreign members and representatives of a body corporate, corporation and Federal Government, acceptability of other identification documents in lieu of CNIC shall be approved by the board of the Company.

**BALLOT PAPER FOR ELECTION OF DIRECTORS
ANNUAL GENERAL MEETING OF NATIONAL FOODS LIMITED
TO BE HELD ON THURSDAY OCTOBER 14, 2021, THROUGH ELECTRONIC MEANS (ZOOM)**

This Postal Ballot is also available for download from website of the Company www.nfoods.com.

CDS Account / Folio Number	
Name of shareholder/joint shareholders	
Registered Address	
Number of shares held	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate and corporation)	

I/we hereby exercise my/our vote in respect of Election of Directors through postal ballot to elect seven (7) Directors of the Company as fixed by the Board of Directors in accordance with the provisions of Section 159 (1) of the Companies Act, 2017 for a term of three (3) years,

Sr. No.	Names of Director / Contestant	Category of directors	No. of ordinary shares, used for voting in favor of the director	Number of Votes (No. of Voting Shares x Number of Directors to be Elected)
1	Mr. Abdul Majeed	Non-Executive		
2	Mr. Abrar Hasan	Executive		
3	Mr. Zahid Majeed	Executive		
4	Mrs. Noreen Hasan	Non-Executive		
5	Mrs. Saadia Naveed	Non-Executive		
6	Mr. Ehsan Ali Malik	Independent Director		
7	Mr. Ali H. Shirazi	Independent Director		
8	Mr. Adnan ul Wahab Khan	Independent Director		
Total No. of Shares/Votes				

Signature of shareholder(s)

Place:

Date:

NOTES:

1. Duly filled-in postal ballot should be sent to the Chairman, National Foods Limited, 12/CL-6, Claremont Road, Civil Lines, Karachi or by email at election@nfoods.com.
2. Valid and visible copy of CNIC should be enclosed with the postal ballot form.
3. Postal ballot forms should reach Chairman of the meeting one day before the day of election i.e., October 13, 2021, till 05:00 p.m. Any postal ballot received after this date, time, will not be considered for voting.



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4. Signature on postal ballot should match with signature on CNIC.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. A member may give all his / her votes to a single candidate or divide them between more than one of the candidates in such manner as he/she may choose however, the number of votes cast must not exceed the number of votes available to the member.