



ELECTION OF DIRECTORS

Notice under section 159(4) of the Companies Act, 2017

Pursuant to section 159(4) of the Companies Act, 2017, Members/shareholders of the Company are hereby notified that the following (Seven) individuals have filed with the Company, the notices of their intention along with requisite documents under section 159(4) of the Companies Act, 2017 to contest election of directors at the Annual General Meeting to be held on Monday, 21 October at 03:00 p.m. at Beach Luxury Hotel, Karachi.

For Election under "Female" Category:

1. Mrs. Noreen Hasan

For Election under "Independent" Category:

2. Mr. Ali Shirazi
3. Mr. Zouhair Abdul Khaliq

For Election under "Others" Category:

4. Mr. Zahid Majeed
5. Mr. Abrar Hasan
6. Mr. Adam Fahy Majeed
7. Mrs. Saadia Naveed

The profiles of the above-named persons have been appearing on the Company's website www.nfoods.com. The independent directors have been elected on the basis of their experience, competencies, diversity, skills and knowledge in compliance with the requirements of Section 166 of the Companies Act, 2017 and the regulations issued thereunder.

The Board of Directors has fixed the number of Directors as one (1) in 'Female Director' category, two (2) in 'Independent Directors' category and four (04) in 'Other Directors' category under sub-section (1) of Section 159 of the Companies Act, 2017 and Regulation 7(A) of the Listed Companies (Code of Corporate Governance) Regulations, 2019 for the next term of three years commencing from October 21, 2024.

Since the number of persons who have filed their intentions to offer themselves for election, are equal to the positions available in the categories therefore, they would deem to be elected unopposed at the forthcoming Annual General Meeting.

By Order of the Board

Date 13 October 2024
Karachi

Fazal Ur Rehman Hajano
Company Secretary

Polling on Special Business:

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, 2022, issued 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.

Accordingly, members of National Foods Limited will be allowed to exercise their right to vote through electronic voting facility and voting by post for the special business in its Annual General Meeting to be held on October 21, 2024 at 03:00 p.m., in accordance with the requirements and subject to the conditions contained in the previously mentioned Regulations.

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

Procedure for E-Voting:

- I. Details of the e-voting facility will be shared through an e-mail 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 on October 11, 2024.
- II. The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- III. Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- IV. E-Voting lines will start from October 16, 2024, 09:00 a.m. and shall close on October 20, 2024 at 5:00 p.m. Members can cast their votes any time during this period. 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:

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/CL-6, Claremont Road, Civil Lines, Karachi, Pakistan or email at corporate.secretary@nfoods.com one day before the Annual General Meeting on October 20, 2024 before 5:00 p.m. The signature on the ballot paper should match with the signature on CNIC.

Appointment of Scrutinizer:

In accordance with Regulation No. 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. KPMG Taseer Hadi & Co., Chartered Accountants, a QCR rated audit firm to act as the Scrutinizer of the Company for Polling on Special Business and to undertake other responsibilities as defined in Regulation No. 11A.