



## **FEROZE1888 MILLS LIMITED**

### **NOTICE OF 53RD ANNUAL GENERAL MEETING**

Notice is hereby given to the Members that the 53<sup>rd</sup> Annual General Meeting of the Company will be held on Thursday, 23 October 2025 at 10:00 a.m. at the Institute of Chartered Accountants of Pakistan (ICAP) Auditorium, Chartered Accountants Avenue, Clifton, Karachi / video link to transact the following business:

#### **ORDINARY BUSINESS:**

1. To confirm the minutes of Annual General Meeting of the Company held on Monday, 28 October 2024.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 30 June, 2025 together with the Chairman's Review, Directors' and Auditors' report thereon.

In accordance with Section 223 of the Companies Act, 2017 and SRO 389(I)/2023 dated 21 March 2023, the Financial Statements of the Company have been uploaded on the Company's website and can be downloaded from the following link and QR enabled code:

<https://feroze1888.com/wp-content/uploads/2025/09/Annual-Report-2025.pdf>



3. To appoint statutory auditors for the year ending 30 June 2026 and to fix their remuneration. The present Auditors M/s. Grant Thornton Anjum Rahman, Chartered Accountants have retired and, being eligible, have offered themselves for re-appointment.

#### **ANY OTHER BUSINESS:**

4. To transact any other business with the permission of the Chair.

By order of the Board  
Faizan Zafar  
Company Secretary

Karachi:

1<sup>st</sup> October 2025

#### **NOTES:**

1. Share Transfer Books of the Company will remain closed from Thursday, 16<sup>th</sup> October 2025 to Thursday, 23 October 2025 (both days inclusive). Transfers received at the office of Share Registrar at the close of business on Wednesday, 15 October 2025 will be considered in time to attend and vote at the meeting and for the purpose of above entitlement to the transferees.
2. A member of the Company entitled to attend and vote at the meeting may appoint a proxy to attend, speak and vote instead of him/her. A proxy must be a member of the Company. For an instrument appointing a proxy and the Power of Attorney/Board Resolution under which it is signed, or a notarially certified copy of such Power of Attorney/Board Resolution, to be valid, it must be received at the Registered Office of the Company or at the Office of the Share Registrar not later than 48 hours before the time for the Meeting. A member shall not be entitled to appoint more than one proxy. If a member appoints more than one proxy and more than one instruments of proxies are deposited by a member with the Company, all such instruments shall be rendered invalid. The proxy shall produce his/her Original National Identity Card or Passport to prove his/her identity.

3. Members are requested to submit copies of their CNICs and promptly notify any change in their address by writing to the office of the share registrar.
4. Members should quote their Folio/CDC number in all correspondence and at the time of attending the Meeting.
5. The shareholders interested in attending the General Meeting through Zoom video link facility, are requested to get themselves registered with the Company Secretary office at least two working days before the holding of the time of the AGM at [secretary@feroze1888.com](mailto:secretary@feroze1888.com) or through share registrar of the company M/s. FAMCO Share Registration Services (Pvt.) Ltd, 8-F, Next to Hotel Faran, Nursery Block-6, PECHS, Shahrah-e-Faisal, Karachi by providing the following details:

Name of Shareholders	CNIC No.	Folio / CDC	Cell No.	Email Address

- Upon receipt of the above information from interested shareholders, the Company will send the login details at their email addresses.
  - On the day of meeting, the shareholders will be able to login and participate in the proceedings through their smart phone or computer devices from any convenient location.
  - The login facility will be opened twenty (20) minutes before the meeting time to enable the participants to join the meeting after identification and verification process.
6. Members are requested to have their updated email addresses and cell phone numbers incorporated in their physical folio with the Share Registrar of the Company and with their Participant or Broker / CDC Investor Account Services for shares held in electronic form.
  7. Section 242 of the Companies Act, 2017 mandates all listed companies to pay dividend only by way of electronic mode directly into the bank account of entitle shareholder designated by them. Therefore, all shareholders are requested to update their bank account details in the Central Depository System through respective participants. In case of shareholders holding physical shares, they must provide bank account details to Company's Share Registrar, M/s. FAMCO Share Registration Services (Pvt.) Ltd.
- Please note that all dividends declared by the Company will only be remitted to designated bank accounts and not otherwise, so please ensure an early update of your particulars to avoid any inconvenience.
8. Shareholders are informed that the Government of Pakistan has made certain amendments in Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the Companies. These tax rates are as under:
    - i) Rate of tax deduction for persons who are appearing in the active taxpayers list: 15%.
    - ii) Rate of tax deduction for persons who are not appearing in the active taxpayers list: 30%.

Shareholders are advised to provide their valid and updated CNIC/NTN to CDC Participants and our Share Registrar for availing the benefit of withholding tax rate applicable to filers.

In case of joint account, shareholders are requested to please furnish the shareholding ratio details of themselves as Principal shareholder and their Joint Holders to the Company's Share Registrar enabling the Company to compute withholding tax of each shareholder accordingly. The required information must reach the Company's Share Registrar by Wednesday, 15 October 2025; otherwise each shareholder will be assumed to have equal proportion of shares and the tax will be deducted accordingly.

9. Section 72 of the Companies Act 2017 (the 'Act') requires all companies to replace shares issued in physical form to book-entry form within four years of the promulgation of the Act. The shareholders having physical shares are encouraged to convert their shares into book-entry form at the earliest. The shareholders of the Company may contact the Share Registrar, namely M/s. FAMCO Share Registration Services (Pvt.) Ltd for the conversion of physical shares into book-entry form.
10. In compliance of section 244 of the Companies Act, 2017, an updated list for unclaimed shares/dividends declared by the Company are appearing on the Company's website at <https://feroze1888.com/investor/investor-relations/others/>. Claims can be lodged either at the

Company's Office or submitted to the Company's Share Registrar, M/s. FAMCO Share Registration Services (Pvt.) Ltd for receipt of dividend / shares.

11. In compliance with SRO 452(I)/2025, the Notice of General Meeting and Annual Audited Financial Statements will be sent to members via email.
12. As per SECP Circular No. 2 of 2018 and Section 185 of the Companies Act, 2017, companies are strictly prohibited from offering gifts or incentives to shareholders at General Meetings. Furthermore, in compliance with SECP's S.R.O. 452(1)/2025 dated March 17, 2025, no gifts will be distributed at the AGM.
13. Notice of the Annual General Meeting of the Company for the year ended 30<sup>th</sup> June 2025 has been placed on the website of the Company, <https://feroze1888.com/investor/investor-relations/notices/>.
14. The audited financial statements of the Company for the year ended June 30, 2025 have been placed on the website of the Company <https://feroze1888.com/investor/financial-information/>.

Notwithstanding the above, the Company will provide hard copies of the audited financial statements, to any Member on their request, at their registered address, free of cost, within one (1) week of receiving such request.

15. Shareholders are requested to follow the code of conduct prescribed under sub-regulation (2) of Regulation 55 of the Companies Regulations, 2024 while attending the Annual General Meeting.
16. **GUIDELINES FOR CDC ACCOUNT HOLDERS ISSUED BY SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN**

**For attending the Meeting:**

- I. In case of individual, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original National Identity Card at the time of attending the meeting.
- II. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

**For appointing proxy**

- i. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- ii. The proxy form must be witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) number shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owners and of the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her Original CNIC or Original Passport at the time of the meeting.
- v. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.

**Registered Office**

Feroze1888 Mills Limited  
H-23/4A, Scheme # 3  
Landhi Industrial Area, Karachi  
[www.feroze1888.com](http://www.feroze1888.com)  
Email: [secretary@feroze1888.com](mailto:secretary@feroze1888.com)  
Phone # +92 21 35083643

**Share Registrar**

FAMCO Share Registration Services (Pvt.) Ltd  
8-F, Next to Hotel Faran, Nursery  
Block-6 PECHS, Shahrah-e-Faisal, Karachi  
[www.famcosrs.com](http://www.famcosrs.com)  
Email: [info.shares@famcosrs.com](mailto:info.shares@famcosrs.com)  
Phone # +92 21 34380101-5



## FEROZE1888 MILLS LIMITED PROXY FORM

### PROXY FORM (Option 1)

I/We

Of

being a member of Feroze1888 Mills Limited holding

Ordinary shares as per the Share Register Folio No.

and/or CDC

Participant I. D. No.

and Account/Sub-Account No.

hereby appoint

of

or failing him/her

### PROXY FORM E-voting (Option 2)

I/We

Of

being a member of Feroze1888 Mills Limited holding

Ordinary shares as per the Share Register Folio No.

and/or CDC

Participant I. D. No.

and Account/Sub-Account No.

hereby appoint

of

or failing him/her

as my/our Proxy to vote for me and on my/our behalf at the Annual General Meeting of the Company to be held at Institute of Chartered Accountants of Pakistan, ICAP Auditorium, Chartered Accountants Avenue, Clifton, Karachi on Thursday, 23 October 2025 at 10:00 a.m. and at any adjournment thereof.

Signature of Member

Name of Member

Folio No./CDC No.

Signature on  
Revenue Stamp of  
Rs. 5/-

### WITNESSES:

1. Signature	2. Signature
Name	Name
Address	Address
CNIC/Passport No.	CNIC/Passport No.

### NOTES:

- A member entitled to attend and vote at the meeting may appoint a proxy in writing to attend the meeting and vote on the member's behalf. A Proxy should be a member of the Company.
- If a member is unable to attend the meeting, he/she/they may complete and sign this form and send it to the Company Secretary at the Registered Office so as to reach not less than 48 hours before the time appointed for holding the meeting.
- For CDC Account Holders / Corporate Entities

In addition to the above the following requirements have to be met:

- the proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be stated on the form
- Attested copies of CNIC or the passport of the beneficial owner(s) and the proxy shall be proved with the proxy form.
- The proxy shall produce his/her CNIC or original passport at the time of the meeting.
- In case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.