# FEROZE1888 MILLS LIMITED
# NOTICE OF 54TH ANNUAL GENERAL MEETING

Notice is hereby given that Annual General Meeting (the "AGM") of the Members of Feroze1888 Mills Limited (the "Company") will be held on Tuesday, October 27, 2026 at 04:00 p.m. at C-3, SITE, Karachi, / video link to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended 30 June, 2026 together with the Chairman's Review, Directors' and Auditors' reports thereon.
2. To appoint statutory auditors for the year ending 30 June 2027 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.

**SPECIAL BUSINESS:**

3. To ratify additional audit fee for Financial Year 2025-26 by passing the following ordinary resolution:

   **"RESOLVED THAT** the additional audit fee of Rs. 500,000 charged by M/s. Grant Thornton Anjum Rahman, Chartered Accountants, for the audit of the consolidated financial statements for the year ended 30 June 2026, as recommended by the Board of Directors, be and is hereby ratified."

   A statement under Section 134(3) of the Companies Act, 2017 setting out the material facts concerning the above Special Business is annexed to this Notice.

**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
October 06, 2026

Notes:

1. 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 along with notice of AGM have been uploaded on the Company's website and can be downloaded from the following link and QR enabled code:

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|---|---|
| https://feroze1888.com/wp-content/uploads/2026/10/Annual-Report-2025-2026.pdf | |

2. The Share Transfer Books of the Company will remain closed from Tuesday, October 20, 2026, to Tuesday, October 27, 2026 (both days inclusive) for the purpose of holding the AGM. During this period, no transfer of shares will be accepted for registration. Transfers received at the office of the Share Registrar by the close of business on Monday, October 19, 2026, will be considered in time for the purpose of attending and voting at the AGM.
3. A member of the Company entitled to attend and vote at this meeting may appoint a proxy to attend, speak and vote instead of him/her. A proxy must be a member of the company. An instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority to be valid must be received at the Registered Office of the Company or at the Office of the Share Registrar not later than forty-eight 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 instrument of proxy are deposited by a member with the Company, all such instruments shall be rendered invalid. The proxy shall produce his/her Original National Identify Card or Passport to prove his/her identity.

4. Members are requested to submit copies of their CNICs and promptly notify any change in their address by writing to the office of the registrar.

5. Members should quote their Folio/CDC number in all correspondence and at the time of attending the Meeting.

6. 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 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.

7. 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.

8. 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.

9. 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.

10. In compliance with SRO 452(I)/2025, the Notice of General Meeting and Annual Audited Financial Statements will be sent to members via email.

11. As per section 185 of Companies Act, 2017 read with SECP Circular No. 2 of 2018 and S.R.O. 452(1)/2025 dated March 17, 2025, companies are strictly prohibited from offering gifts or incentives to shareholders at General Meetings. Accordingly, no gifts/incentives will be distributed at the AGM.

12. 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.

## 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 is has been provided earlier) along with proxy form to the Company.

**Registered Office**
Feroze1888 Mills Limited
H-23/4A, Scheme # 3
Landhi Industrial Area, Karachi

**Share Registrar**
FAMCO Share Registration Services (Pvt.) Ltd
8-F, Next to Hotel Faran, Nursery
Block-6 PECHS, Shahrah-e-Faisal, Karachi

## STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business at Item No. 3 of the Notice of the 54th Annual General Meeting of the Company to be held on Tuesday, 27 October 2026.

M/s. Grant Thornton Anjum Rahman, Chartered Accountants, the statutory auditors of the Company, were appointed to audit the financial statements for the year ended 30 June 2026 at a fee of Rs. 6 million. During the audit, the Company's consolidated financial statements for the year ended 30 June 2026 were also audited in relation to the Company's UK-based subsidiary, resulting in an additional audit fee of Rs. 500,000.

On recommendation of the Board Audit Committee, the Board approved the additional fee subject to ratification by the members at the Annual General Meeting. Accordingly, members are requested to ratify the additional audit fee of Rs. 500,000. The same fee has also been included in the proposed audit fee for the financial year ending 30 June 2027.

The Directors of the Company have no direct or indirect interest in the above business, except to the extent of their shareholding in the Company.

# 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 C3, SITE, Karachi on Tuesday, October 27, 2026 at 04:00 p.m. and at any adjournment thereof.

| | |
|---|---|
| Signature of Member | Signature on Revenue Stamp of Rs. 5/- |
| Name of Member | |
| Folio No./CDC No. | |

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:

i. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be stated on the form.

ii. Attested copies of CNIC or the passport of the beneficial owner(s) and the proxy shall be proved with the proxy form.

iii. The proxy shall produce his/her CNIC or original passport at the time of the meeting.

iv. 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.