

SANA Industries Limited

33-D-2, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi-75400
Tel: 021-34322556-9, Fax: 021-32570833, E-mail: info@sana-industries.com

MINUTES OF THE 40TH ANNUAL GENERAL MEETING OF M/S. SANA INDUSTRIES LIMITED HELD ON MONDAY THE 27TH OCTOBER, 2025 AT 4:00 P.M. AT 33-D-2, P.E.C.H.S., BLOCK-6, SHAHRA-E-FAISAL, KARACHI

26 Shareholders holding total of 7,031,497 Shares, representing 35.22% of the total outstanding Shares were present.

The meeting started at 4:00 p.m. as approved by Pakistan Stock Exchange, under the Chairmanship of Mr. Ibrahim Younus, the Chairman of the Company. On confirmation of enough members to form quorum, in accordance with Clause 60 of the Articles of Association of the Company, the proceedings started.

PROCEEDINGS

The meeting commenced with the recitation of the Holy Quran by Hafiz Mohammed Irfan Nawab.

The Chairman requested Mr. Abdul Hussain Antaria, the Secretary of the Company to read out the Notice and Agenda of the meeting and minutes of the Extra Ordinary General Meeting held on 7th January, 2025. The Notice and Agenda of the meeting were already circulated. Syed Mohammed Iradat Jawed Khan, Folio No.10231-12774 proposed that the Minutes of the Extra Ordinary General Meeting held on 7th January 2025 be taken as read. Proposed by Muhammad Shahid Folio No.04457-36650 and seconded by Mr. Muhammad Ali, Folio No.10231-7675, it was unanimously:-

RESOLUTION

"RESOLVED that the Minutes of the Extra Ordinary General Meeting held on 7th January, 2025, be and are hereby confirmed."

The Chairman then invited the Shareholders to review the audited accounts of the Company. The Shareholders were already served with annual audited accounts of the Company (Both Unconsolidated and Consolidated) for the year ended 30th June, 2025, along with the Directors' and Auditors' Reports thereon. In response to shareholder inquiries on profitability, CFO Mr. Hammad Fareed outlined the key drivers behind achieving a profit. He also explained the underlying reasons about the profitability at both gross and net levels.

After detailed discussions, and further briefings by the Directors of the Company to the shareholders, proposed by Mr. Qasim Lakhani of M/s. Akik Capital (Pvt) Ltd, Folio No.18176-27 and seconded by Mr. Muhammad Shahid, Folio No.03277-41419, it was unanimously:-

RESOLUTION

"RESOLVED that the Audited Accounts of the Company for the year ended 30th June, 2025 together with the Review report by the Chairman, Directors' Report and Auditors' Report thereon be and are hereby adopted and approved."

The Chairman then brought the next item of the agenda to the notice of Shareholders regarding the appointment of the Auditors, he informed the Members that the retiring Auditors M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants, being eligible to be re-appointed as Auditors of the Company for the year 2025-2026, have offered themselves for re-appointment. Proposed by Mr. Muhammad Yaqoob Folio No.10231-16858 and seconded by Mr. Qasim Lakhani of M/s. Akik Capital (Pvt) Ltd, Folio No.18176-27, it was unanimously:

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:(2):

RESOLUTION

"RESOLVED that M/s. Rahman Sarfaraz Rahim Iqbal Rafiq be appointed as Auditors for the year 2025-2026, with remunerations to be negotiated by the Directors.

Special Business

The Chairman then brought the next item of the Agenda, that the transactions conducted with Related Parties as disclosed in Note No.44 of the audited unconsolidated financial statements for the year ended June 30, 2025, be approved as an ordinary resolution.

After detailed explanation, proposed by Mr. Muhammad Moiz Kazi Folio No.06122-78741, and seconded by Mr. Faizan Dilawer, Folio No.04259-8422, it was unanimously:-

RESOLUTION

"RESOLVED that the transactions conducted with Related Parties as disclosed in Note 44 of the unconsolidated financial statements for the year ended June 30, 2025 and specified in the Statement of Material Information under Section 134(3) be and are hereby ratified, approved and confirmed."

Special Business

The Chairman then brought the next item of the Agenda, that the Board of Directors of the Company be authorized to approve all the transactions carried out and to be carried out in normal course of business with Related Parties during the ensuing year ending June 30, 2026 and in this connection the Chief Executive Officer be authorized to take any and all necessary actions and sign / execute any and all such documents / indentures as may be required in this regard on behalf of the Company, and be approved as an ordinary resolution. Proposed by Mr. Qasim Lakhani of M/s. Akik Capital (Pvt) Ltd, Folio No.18176-27, and seconded by Mr. Muhammad Shahid Folio No.04457-36650, it was unanimously:-

RESOLUTION

"RESOLVED that the Chief Executive Officer of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties on case to case basis for the financial year ending June 30, 2026."

"FURTHER RESOLVED that these transactions by the Chief Executive Officer shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval."

For the above Special Resolutions, Gulnar Hassan, Folio No.03277-130525 (600 Shares), Mr. Muhammad Jamil, Folio No.05264-741707 (138 shares) and Mr. Shahzad Malik Bashir, Folio No.03277-60263 (16 shares) voted in favor, vide e-voting.

There being no other business, the meeting terminated with a vote of thanks to the chair.

(CHAIRMAN)

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For Sana Industries Limited


Company Secretary