NOON SUGAR MILLS LIMITED

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NOON GROUP OF COMPANIES

SUGAR DIVISION

DISTILLERY DIVISION

NSM/HO/CS

December 26, 2025

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building, Stock Exchange Road,
Karachi.

Notice of Annual General Meeting

Dear Sir,

In compliance with Rule 5.6.9 (b) of the PSX Rule Book, we are pleased to forward a copy of the Notice of the Annual General Meeting of Noon Sugar Mills Limited to be held on January 27, 2026.

Yours sincerely,

Nasir Iqbal Ansari
Company Secretary

Encl: As above.

SUGAR MILLS & DISTILLERY
Bhalwal, Distt. Sargodha, Pakistan
Tel: +92-48-6642411 & 12 Fax: +92-48-6642784

KARACHI OFFICE
Plot No. 4, 1st Floor, P.I.I.A Building
Maulana Deen Muhammad Wafai Road, Karachi-74200, Pakistan

NOON SUGAR MILLS LIMITED

Registered Office: 66-67-A, Garden Block, New Garden Town, Lahore.

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 63rd Annual General Meeting of Noon Sugar Mills Limited will be held on Tuesday, January 27, 2026, at 11:30 a.m. at 66-67-A, Garden Block, New Garden Town, Lahore, to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the Annual General Meeting held on January 27, 2025.

2. To receive, consider, and adopt the audited accounts for the year ended on September 30, 2025, and the reports of the directors and auditors thereon.

3. To approve payment of Dividend. The Board has recommended a cash dividend @ Rs.4.00 per share (40%).

4. To appoint auditors for the year ending on September 30, 2026, and to fix their remuneration.

5. To transact any other business as may be placed before the meeting with the permission of the Chairman.

CLOSURE OF SHARE TRANSFER BOOKS

The Share Transfer Books of the Company will remain closed from January 21, 2026, to January 27, 2026 (both days inclusive) for holding the Annual General Meeting and to determine the entitlement to the dividend. Requests for transfer of physical shares received by the Company's Share Registrar, Corplink (Pvt.) Ltd., Wings Arcade, 1-K Commercial, Model Town, Lahore, up to the close of business on January 20, 2026, shall entitle the transferees to receive the aforesaid dividend.

NOTES:

1. **Participation in the AGM through Proxy:** A member eligible to attend and vote at this meeting may appoint another member as his/her proxy to attend, speak, and vote on his/her behalf. Proxies in order to be effective must be received by the Company at the registered office, duly stamped and signed, not later than forty-eight (48) hours before the time for holding the meeting. A member cannot appoint more than one proxy. An attested copy of CNIC must be attached to the proxy form.

2. CDC account holders are required to follow under under-mentioned guidelines laid down by the Securities and Exchange Commission of Pakistan:

   (a) For attending the meeting:

   i. In the case of individuals, the account holder or sub-account holder shall authenticate his/her identity by showing his / her original national identity card or original passport at the time of attending the meeting.

   ii. In the case of a corporate entity, the Board of Directors' resolution/power of attorney with the specimen signature of the nominee shall be produced at the time of the meeting.

(b) **For appointing proxies:**

i. In the case of individuals, the account holder or sub-account holder shall submit the proxy form as per the above requirement.

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

iii. Attested copies of CNIC or the passport of the beneficial owners and 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 the case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted to the Company along with the proxy form.

3. **Facility of a video link for participation in the AGM:** Under the provisions of Section 132(2) of the Companies Act 2017, the shareholders residing in other cities and holding at least ten percent of the total paid-up capital may demand that the company provide the facility of a video link for participation in meetings. The demand for a video link facility shall be received at the address of the Share Registrar given herein below at least seven days before the date of the meeting. The prescribed form for consent is enclosed in the Annual Report.

4. **Right to demand a poll:** Members can exercise their right to demand a poll subject to meeting the requirements of Sections 143 to 145 of the Companies Act, 2017, and applicable clauses of the Companies (Postal Ballot) Regulations, 2018.

5. **Payment of Cash Dividend Electronically:** Under the provisions of Section 242 of the Companies Act, 2017, and Circular No.18/2017, it is mandatory for a listed Company to pay cash dividend to its shareholders ONLY through electronic mode directly into the bank account designated by the entitled shareholders. Accordingly, shareholders are advised to send their respective International Bank Account Number (IBAN) details as per the form attached, enabling the Company to credit their cash dividends directly into their respective bank accounts.

6. **Withholding Tax on Dividend:** According to clarification by FBR, withholding tax will be deducted separately on 'Filer' and 'Non-Filer' status of Principal shareholder as well as joint holder(s) based on their shareholding proportions. In light of the above, kindly arrange to provide us shareholding proportions of yourself as the principal shareholder and your joint holder(s) in respect of ordinary shares held, enabling us to compute withholding tax on each shareholder accordingly. Additionally, shareholders are informed that the rates of deduction of income tax from dividend payments under section 150 of the Income Tax Ordinance 2001 are as follows:

(a)	Filer of income tax returns	15 %
(b)	Non-filer of income tax returns	30 %

Failure to submit the required information will result in the Company classifying the shareholder as a non-filer, which subjects them to a higher withholding tax rate.

7. **Unclaimed Shares and Dividend:** As per Section 244 of the Companies Act, any shares issued, or dividend declared by the Company that remained unclaimed and/or unpaid for a period of three (03) years from the due date are required to be deposited with Securities and Exchange Commission of Pakistan for credit of Federal Government after issuance of notices to the Shareholders to file their claim. Shareholders are requested to ensure that their claims for unclaimed dividends and shares are lodged promptly.

8. **Availability of Annual Report:** The audited financial statements of the Company for the year ended September 30, 2025, are being made available on the Company's website, which can be downloaded from the following weblink and/or QR-enabled code:

   https://noonsugar.net/financial-reports

9. **Conversion of Physical Shares into Book-Entry Form (i.e. CDC Account):** Section 72 of the Companies Act, 2017 requires every company to replace its physical shares with book-entry form within the period to be notified by the SECP. The shareholders having physical shareholding are accordingly encouraged to open their account with Investor Account Services of CDC or Sub-account with any of the brokers and convert their physical shares into scripless (electronic) form.

10. **Notify any change in Registered Address:** The members having physical shares are advised to inform any change in their registered address, and the shareholders who have not yet submitted photocopies of their CNIC are requested to send the same at the earliest to the Company's Share Registrar i.e., "Corplink (Pvt.) Ltd, Wings Arcade, 1-K Commercial, Model Town, Lahore".

11. **Prohibition on Grant of Gifts to Shareholders:** In adherence to the regulatory requirements set forth by the SECP, it is hereby stated that no gifts will be distributed at the meeting.

By order of the Board

Nasir Iqbal

NASIR IQBAL ANSARI
Company Secretary

Lahore: December 24, 2025