

Ref: Fin-0034/2026

April 30, 2026

**The General Manager**  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi -74000

**SUBJECT: NOTICE OF EXTRA ORDINARY GENERAL MEETING (POST-PUBLICATION)**

Dear Sir

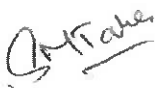
In accordance with Clause 5.6.9 (b) of the PSX Rule Book, please find enclosed herewith Notice to the shareholders for the Extra Ordinary General Meeting of the Company to be held on Thursday April 30, 2026 at 11:00 A.M. at the Auditorium of The Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi and virtually, subsequent to its publication in newspapers.

The appended notice has been published in newspapers namely Business Recorder [English] and Nawa-i-Waqt [Urdu] today i.e. on Thursday, April 30, 2026.

The Share Transfer Books of the Company will remain closed from May 15, 2026 to May 21, 2026 (both days inclusive).

Please note that transfer received at the at the office of the Company's Share Registrar, M/s FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi at the close of business on May 14, 2026 or updated on Central Depository System as per CDC regulations, will be treated in time for the purpose of entitlement to the transferees.

Yours sincerely



**Syed Muhammad Taha Naqvi**  
Company Secretary

Encl: As above.



## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting ("EGM") of Hoechst Pakistan Limited (the "Company") will be held on Thursday, May 21, 2026 at 11:00 AM at the Auditorium of The Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi and through video conferencing to transact the following business:

### ORDINARY BUSINESS

- To confirm the minutes of 56<sup>th</sup> Annual General Meeting held on April 08, 2026.
- To elect nine (09) Directors as fixed by the Board of Directors (Board) of the Company; for a period of 03 years commencing from May 25, 2026, in accordance with the provisions of section 159 and 161 of the Companies Act, 2017. The names of the retiring directors are as follows and they are eligible to offer themselves for re-election.

- Syed Baber Ali
- Syed Hyder Ali
- Mr. Ashad Ali Gohar
- Mr. Imtiaz Ahmed Husain Lafiya
- Syed Anis Ahmed Shah
- Mr. Muhammad Salman Burney
- Ms. Saadia Naveed
- Ms. Iqra Sajjad
- Mr. Sajjad Iftikhar

### ANY OTHER BUSINESS

- To transact any other business with the permission of the Chairman.

Karachi  
April 30, 2026

By Order of the Board  
Syed Muhammad Taha Naqvi  
Company Secretary

### NOTES:

1. Share Transfer Books of the Company will remain closed from May 15, 2026 to May 21, 2026 (both days inclusive). Share transfer deed received in order with the Share Registrar of the Company i.e. M/s FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi at the close of business on May 14, 2026 will be treated in time, for the purposes of attending and voting at the EGM.

- A member entitled to attend and vote at the EGM is entitled to appoint another member as proxy to attend and vote instead of him/herself.
- The instrument appointing a proxy duly stamped/signed and witnessed and must be received at the Registered Office of the Company at Plot 23, Sector 22, Korangi Industrial Area, Karachi-74900, or email scanned copies of the same not later than forty-eight (48) hours before the Meeting.
- Shareholders whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to share scanned copies of their CNIC along with their account number in CDS number and participation number at [shares.desk@hoechst.com.pk](mailto:shares.desk@hoechst.com.pk) for verification. In case of appointment of proxy by such account holders it must be accompanied with Participants' ID number and Account / Sub-account number along with attested photocopies of CNIC or the passport of the beneficial owner. Representative of Corporate Members should share the usual documents required for such purposes.
- Members should quote their folio number in all correspondence with the Company and at the time of attending the EGM.

### ELECTION OF DIRECTORS

In terms of section 159(1) of the Act, the Board has fixed the number of Directors at nine (09) through a resolution passed in the meeting of Board held on February 18, 2026, to be elected in the EGM of the Company for a term of three (03) years with effect from May 25, 2026. Any person who seeks to contest the election for the office of director of the Company shall file the following with the Company at its registered office:

- A Notice of his/her intention to offer himself/herself for election, fourteen (14) days before the date of the scheduled EGM under section 159(3) of the Act:
  - Consent to act as a director on Appendix to Form-9 of the Companies Regulations 2024, as required under section 167 of the Act;
  - Copy of CNIC/Passport and NTN;
  - Detail of directorship offices held;
  - A detailed profile along with office address, for placement on the Company's website, in terms of SRO 1196(I)/2019 dated October 3, 2019, issued by Securities and Exchange Commission of Pakistan ("SECP");
  - Declaration to be provided, confirming being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 ("the Code") and the eligibility criteria, for a director under section 153 of the Act, any other provision of the Act and applicable laws and regulations.
- A director must be a member of the Company at the time of filing his / her consent for the contesting election of directors except a person representing a member, which is not a natural person.
- Independent directors will be elected in accordance with Sections 159 and 166 of the Companies Act, 2017 and shall meet the criteria laid down under Section 166(2) of the Companies Act, 2017 and the Companies (Manner and Selection of Independent Directors) Regulations, 2018. The following additional documents are required to be submitted by the candidates intending to contest the election as an independent director:
  - Declaration of independence under Regulation 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019;
  - Undertaking on non-judicial stamp paper that he/she meets the requirements of Regulation 4(f) of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

### ATTENDING THE MEETING

- In case of individuals, the account holder or sub-account holder and/ or the person whose securities and registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing original Computerized National Identity Card ("CNIC") or original passport at the time of attending the meeting.
- In case of a corporate entity, the Board of Director's resolution/ power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

### APPOINTMENT OF PROXY

- A member entitled to attend and vote at this EGM is entitled to appoint a Proxy to attend, speak and vote in place of the member at the Meeting. Instrument appointing a proxy must be deposited at the Registered Office of the Company or at the above-mentioned address of Company's Share Registrar at least forty-eight (48) hours before the time of the meeting, along with attested copy of CNIC of the shareholder appointed as Proxy. For the convenience of shareholders, proxy forms (both in English and Urdu) are enclosed with this notice and also available on the company's website [www.hoechst.com.pk](http://www.hoechst.com.pk).
- In the case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee along with his / her CNIC shall be provided at least forty-eight (48) hours before the time of the meeting. The individual members or representatives of corporate members of the Company in CDS must bring original CNIC or Passport and CDC Account and Participant ID Numbers to prove identity and verification at the time of the meeting.
- CDC Account Holders will further have to follow the guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan and any updates thereon.

### APPOINTMENT OF SCRUTINIZER

In accordance with regulation 11 of the Companies (Postal Ballot) Regulation, 2018 (the Regulation), the Board of the Company has appointed A.F. Ferguson & Co. Chartered Accountants, a QGR rated audit firm, to act as scrutinizer of the Company for election of Directors in the meeting and to undertake other responsibilities as defined in regulation 11A of the Regulation.

### VOTING THROUGH E-VOTING AND POSTAL BALLOT PAPER

Pursuant to the Companies (Postal Ballot) Regulations, 2018 and notified amendments, members will be allowed to exercise the right to vote through electronic voting facility and postal ballot for the purpose of election of directors, if the number of persons who offer themselves to be elected is more than the number of directors fixed under Section 159 of the Act, voting shall be conducted in the manner and as per the procedures contained in the Regulations.

### PARTICIPATION IN THE EGM PROCEEDINGS

Shareholders must update their valid e-mail addresses with the Share Registrar, M/s FAMCO Share Registration Services (Pvt.) Limited, 8-F, Near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi latest by May 14, 2026. Detailed procedure to attend the EGM shall be communicated through e-mail directly to the shareholders with valid e-mail IDs, and the same shall be placed at the Company's website. Shareholders who have updated their e-mail addresses with the Company or its Share Registrar and wish to attend the EGM must send verification information from their registered email address to [shares.desk@hoechst.com.pk](mailto:shares.desk@hoechst.com.pk) latest by May 10, 2026.

Shareholders interested in attending the EGM virtually through video conference facility, are hereby advised to get themselves registered with the company by providing the following information through email at [shares.desk@hoechst.com.pk](mailto:shares.desk@hoechst.com.pk) along with a valid copy of their CNIC.

Name of Shareholder	CNIC / NTN No.	Folio No.	Cell Number	Registered email address	Mode of Attendance (Physical/virtual)

### STATUTORY CODE OF CONDUCT AT EGM

The Members are requested to observe the Statutory Code of Conduct at EGM in accordance with section 215 of the Companies Act, 2017 and Regulation 28 of the Companies (General Provisions and Forms) Regulations, 2019, whereby shareholders are not permitted to exert influence or approach the Management directly for decisions which may lead to creation of hurdles in the smooth functioning of the Management. As mentioned in these provisions, shareholders shall not bring material that may cause threat to participants or premises where the EGM is being held, confine themselves to the agenda items covered in the notice of the EGM and shall not conduct themselves in a manner to disclose any political affiliation. Additionally, the Company is not permitted to distribute gifts in any form to its shareholders in its meetings as per Section 185 of Companies Act, 2017.

### STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF THE APPOINTMENT OF INDEPENDENT DIRECTORS

Section 166 (3) of the Companies Act 2017 (the Act) requires that a statement of material facts is required to be annexed to the notice of the general meeting. The statement sets out the material facts pertaining to the justification for electing the persons for appointment as an independent director to be elected at the EGM of the Company to be held on May 21, 2026.

The Independent directors will be elected in the same manner as other directors are elected in terms of section 159 of the Companies Act, 2017. Any person who is eligible under section 153 and meets the criteria under Section 166(2) of the Companies Act, 2017 and the Companies (Manner and Selection of Independent Directors) Regulations 2018, may submit a nomination to be elected as independent directors. The Company shall exercise its due diligence of candidates contenting as an independent director and ensure that the names of independent directors are available in the databank of independent directors maintained by the Pakistan Institute of Corporate Governance.

Final list of the contesting directors will be published in Newspapers not later than seven days before the date of the said meeting in terms of section 159(4). Further, the website of the Company will also be updated with the required information for each Director. The present Directors are interested in the Ordinary Business to the extent that they are eligible for re-election as Directors of the Company.

