

THE ORGANIC MEAT COMPANY LIMITED

TOMCL/2024-25/Corp/012

January 2, 2025

The General Manager
Pakistan Stock Exchange
Stock Exchange Building
Stock Exchange Road
Karachi

SUB: NOTICE OF EXTRAORDINARY GENERAL MEETING

Dear Sir,

Please find attached a copy of the Notice of the Extraordinary General Meeting (EOGM) of the Company, scheduled to be held on January 25, 2025. This notice is shared prior to its publication in newspapers on Friday, January 3, 2025, for distribution among the TRE Certificate holders of the Exchange.

Yours sincerely

For The Organic Meat Company Ltd



Imran Khan
Company Secretary



Encl: as above

THE ORGANIC MEAT COMPANY LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the **Extraordinary General Meeting (EOGM)** of The Organic Meat Company Limited (the "Company") will be held on **Saturday, January 25, 2025 at 11.30 a.m.** at the corporate office of the Company situated at Plot No. 257, Sector 24, Korangi Industrial Area, Karachi, and also via video link to transact the following businesses: -

ORDINARY BUSINESS:

1. To elect seven (7) directors of the Company as fixed by the Board of Directors in accordance with Section 159 (1) of Companies Act, 2017 for a term of three (3) years commencing from January 25, 2025 in place of following retiring directors who are eligible for re-election;

- | | |
|-------------------------------|-----------------------------|
| 1. Mr. Faisal Hussain | 2. Mr. Nihal Cassim |
| 3. Mr. Rizwan Abbas | 4. Mr. Ali Hussain |
| 5. Syed Owais Hassan Zaidi | 6. Mr. Aneek Saleh Mohammad |
| 7. Ms. Sehrish Hafeez Mastoor | |

OTHER BUSINESS

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

By Order of the Board of Directors



Imran Khan
Company Secretary

Karachi
Dated: January 2, 2025

NOTES:

1. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from 18-01-2025 to 25-01-2025 (both days inclusive) and no transfers will be registered during that time. Shares received in order at the office of our Share Registrar, M/s. Corptec Associates (Private) Limited 503-E, Johar Town, Lahore, at the close of business on Friday, January 17, 2025 will be treated in time for the above entitlement.

The EOGM can be attended by shareholders using smart phones/tablets/computers. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides)/passport, attested copy of board resolution / power of attorney (in case of corporate shareholders) through email at cs@tomcl.net by January 24, 2025.

Name of Shareholder	CNIC Number	CDC Account No./Folio No.	Cell Number	Email Address

Office Address: Plot No. 257, Sector 24, Korangi Industrial Area,
Karachi-Pakistan. Tel # : +92-21-35151298, +92-21-35059969, +92-35077969
E-mail : info@tomcl.net Web: www.tomcl.net
Plant Address : Survey # 310, Deh Shah Mureed, Gadap, Karachi-Pakistan.

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The members who are registered after the necessary verification shall be provided with a video link by the Company at the same email address that they emailed the Company with. The Login facility will remain open from the start of the meeting till its proceedings are concluded.

2. Participation in the Meeting

A member of the Company entitled to attend, speak and vote at this meeting may appoint any other member as his/her proxy to attend, speak and vote in his / her behalf. Proxies, in order, must be received by the Company not less than 48 hours before the meeting.

Shareholders of the Company whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to bring original Computerized National Identity Card along with their account number in CDS and participant's ID number for verification.

A. For Attending the Meeting:

- 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 Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original Passport 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 meeting.

B. For Appointing Proxies:

- 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 shall be witnessed by two persons whose names, address and CNIC/Passport Numbers shall be mentioned on the form.
- iii) Attested copies of CNIC or 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 case of 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.
- vi) The corporate shareholders having CDC accounts are required to have their National Tax Numbers (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the company or our Share Registrar M/s. Corptec Associates (Private) Limited. The shareholders while sending NTN or NTN certificate, as the case may be, must quote company name and their respective folio numbers.

3. Election of Directors

Any member, who seeks to contest the election of directors, shall file with the Company at its Corporate Office at Plot No 257, Sector 24, Korangi Industrial Area, Karachi not later than fourteen (14) days before the date of the above said meeting;

- i. His/her intention to offer himself/herself for the election of Directors together with Consent as prescribed by the Act.

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- ii. A declaration to the effect that he/she is aware of the duties and powers of Directors under the relevant laws, the Memorandum and Articles of Association of the Company and the Rule Book of the Pakistan Stock Exchange that he/she meets the requirement of appointment as Director under the Code of Corporate Governance 2019.
- iii. A declaration in respect of being compliant with the requirements of the Code of Corporate Governance 2019 and eligibility criteria as set out in the Companies Act, 2017 to act as director of the listed company.
- iv. Detailed profile along with office address for placement on the Company's website seven (7) days prior to the date of election in terms of SRO # 25(I)/2012 of January 16, 2012.
- v. An attested valid copy of Computerized National Identity Card.
- vi. Copy of brief profile

4. Change of Address

Members are requested to inform any change of the address immediately.

5. Vote through Postal Ballot

Members can exercise their right to vote by means of postal ballot i.e., by post or through electronic mode subject to the requirements of Section 143 -145 of Companies Act, 2017, and applicable clauses of Companies (Postal Ballot) Regulations 2018.

6. Procedure for E-Voting

If the number of contesting candidates exceeds seven as approved by the Board, the e-voting procedure will be initiated. Details of the e-voting facility will be shared via email with members of the Company who have valid CNIC numbers, cell numbers, and email addresses registered in the Company's member register as of the close of business on January 17, 2025.

Members will receive the web address, login credentials, and passwords via email. Security codes will be sent through SMS from the web portal of the Company's Registrar, M/s. Corptec Associates (Private) Limited, the designated e-voting service provider. The identity of members intending to vote electronically will be verified through an electronic signature or login authentication.

The e-voting window will be open from 9:00 AM on January 22, 2025, to 5:00 PM on January 24, 2025. Once a vote is cast on a resolution, it cannot be changed or modified.

7. Video Conferencing Facility

Members can also avail video conference facility. In this regard, please fill the following and submit to the Registered Office of the Company seven (7) days before holding of the Extraordinary General Meeting. If the company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least seven (7) days prior to the date of meeting, the company will arrange video conference facility in the city subject to availability of such facility in that city.

I / We _____ of _____ being member of The Organic Meat Company Limited, holder of _____ ordinary shares as per Registered Folio # / CDC Account # _____ hereby opt for video conference facility at _____.

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STATEMENT OF MATERIAL FACTS UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017

Section 166(3) of the Companies Act, 2017 (the "Act") provides that the statement of material facts annexed to the notice of the general meeting called for the purpose of election of directors shall indicate the justification for choosing the appointee for appointment as independent directors. This provision also provides that the independent directors of a listed company shall be elected in the same manner as other directors are elected in terms of Section 159 of the Act. Accordingly, it will be ensured that the persons contesting as independent directors must meet the criteria of independence laid down under the applicable law and their names are listed on the data bank of independent directors maintained by Pakistan Institute of Corporate Governance.

