

SHABBIR TILES & CERAMICS LIMITED

Registered Office: 15th Milestone, National Highway, Landhi, Karachi-75120

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 47th Annual General Meeting of Shabbir Tiles and Ceramics Limited will be held on Monday, October 20, 2025, at 10:30 a.m. at Institute of Chartered Accountants of Pakistan (ICAP), Chartered Accountants Avenue, Clifton, Karachi 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 June 30, 2025, together with the Chairman's Review Report, Directors' report and Auditors' thereon. As required under section 223(7) of the Companies Act, 2017, Financial Statements of the Company have been uploaded on Company's website, which can be downloaded from the weblink in the Notes.
2. To appoint Auditors of the Company and fix their remuneration for the year ending June 30, 2026. The present Auditors, M/s. A. F. Ferguson & Co., Chartered Accountants, retiring and being eligible, have offered themselves and consented for re-appointment. The Board of Directors have recommended their appointment.
3. To transact any other business with the permission of the Chair.

By Order of the Board

Karachi: September 29, 2025.

NATASHA KHALID
Company Secretary

NOTES:

1. **Circulation of Annual Report through QR Code and through Weblink**
In accordance with Section 223(7) of the Companies Act, 2017 and S.R.O No.389(I)/2023 dated March 21, 2023, the financial statements of the Company have been uploaded on the Company's website which can be downloaded from the following link and QR enabled code:

<https://www.stile.com.pk/financial-reports/>



2. **Closure of Share Transfer Books**
The Share Transfer Books of the Company will remain closed from October 14, 2025, to October 20, 2025 (both days inclusive) for the purpose of Annual General Meeting. Transfers requests received by CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400, Phone # (021) 11111500, email: cdcsrcsl@cdcsrcsl.com at the close of business on October 13, 2025; will be treated in time for the purpose to attend the Annual General Meeting.
3. **Participation in the AGM via physical presence or through video conferencing**
Shareholders intending to participate in the meeting via video conferencing, are requested to email the following information with the subject "Registration for Annual General Meeting," along with valid copy of their CNIC to corporate@stile.com.pk. Video link and login credentials will be shared with ONLY those Members, whose email, containing particulars

(i.e. Name, Folio No, CNIC No. / NTN) is received from official Email ID, at least 48 hours before the AGM.

Shareholder Name	Folio/CDC No.	CNIC No.	Cell No.	Registered Address	Email

The login facility will be opened at 10:00 a.m. on October 20, 2025, enabling the participants to join the proceedings which will start at 10:30 a.m. sharp.

Members whose names appearing in the Register of Members as of October 13, 2025, are entitled to attend and vote at the Meeting.

4. For Attending the Meeting

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 authenticate their identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

In case of corporate entity, the Board of Directors' Resolution/Power of Attorney with specimen signature of the nominee shall be produced (if it has not been provided earlier) at the time of the meeting.

5. Proxy

A member entitled to attend and vote at this Annual General Meeting is entitled to appoint a Proxy to attend, speak and vote in his place at the Meeting. A 'Proxy Form' appointing a proxy must be deposited at the Registered Office of the Company, at least 48 hours before the time of the meeting, along with copy of CNIC of Proxy.

In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature of the nominee along with his/her copy of CNIC shall be provided at least 48 hours before the time of the meeting. The Form of Proxy in English and Urdu is attached in the Annual Report and should be witnessed by two persons whose names, addresses and CNIC Numbers should be mentioned on the Forms. The Form of Proxy is also available on the Company's website (www.stile.com.pk).

6. Code of Conduct for Shareholders in General Meeting

Section 215 of Companies Act, 2017 (the "Act") and Regulation 28 of the Companies (General Provisions and Forms) Regulations, 2018, state the Code of Conduct of the Shareholders as follows:

- a) Shareholders are not permitted to exert influence or approach the management directly for decisions which may lead to the creation of hurdles in the smooth functioning of management. The law states that Shareholders shall not bring material that may cause threat to participants or premises where the AGM is being held, confine themselves to the agenda items covered in the notice of the AGM and shall not conduct themselves in a manner to disclose any political affiliation.
- b) Any shareholder who fails to conduct in the manner provided in this section and as specified by the Commission shall be guilty of an offence under this section and shall be liable to a penalty not exceeding level 1 on the standard scale.
- c) Additionally, SECP through its Circular 2 of 2018, dated February 9, 2018, has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/coupons/lunches/takeaway packages) in any form or manner, to Shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of

this directive is considered an offense, and companies failing to comply may face penalties.

7. **Updating of Particulars**

The Shareholders are requested to immediately notify change in their address, if any, to the Company's Share Registrar. In case of corporate entity, the shareholders are requested to immediately notify change in their particulars.

8. **Submission of copies of valid CNIC not provided earlier**

Individual Shareholders are once again reminded to submit a copy of their valid CNIC, if not provided earlier, to the Company's Share Registrar. In case of non-availability of a valid copy of the Shareholder's CNIC in the records of the Company, the Company shall withhold the Dividend under the provision of Section 243 of the Companies Act, 2017.

9. **Submission of CNIC / NTN Details (Mandatory Requirement):**

Individual Shareholders are once again reminded to submit a copy of their valid CNIC, if not provided earlier to the Company's Share Registrar. In case of non-availability of a valid copy of the Shareholders' CNIC in the records of the Company, the company shall withhold the Dividend under the provisions of Section 243 of the Companies Act, 2017.

10. **Conversion of Physical Shares into Book-Entry Form (i.e. CDC Account)**

Section 72 of the Companies Act, 2017 requires all existing listed companies to replace its physical shares with book-entry form. The Shareholders having physical shareholding are encouraged to open CDC sub - account with any of the brokers or Investor Account directly with CDC to place their physical shares into script less form.

11. **Transmission of Annual Financial Statements through Email:**

In pursuance of the directions given by SECP vide SRO 787(I) dated September 8, 2014, those shareholders who desire to receive the Annual Financial Statements in future through email instead of receiving the same by Post are advised to give their formal consent along with their valid email address on a standard request form which is available at the Company's website i.e. www.stile.com.pk and send the said form duly filled in and signed along with a copy of his/her/its CNIC/Passport or other such information in the case of a body corporate to the Company's share registrar. The Company's annual financial statements for the year ended June 30, 2025, are also being circulated to the shareholders in compliance of section 223(6) of the Companies Act, 2017.

12. **Unclaimed Dividend / Unpaid Shares:**

In compliance with Section 244 of the Companies Act, 2017, once the Company has completed the stipulated formalities, any unclaimed dividend and/or shares that have remained outstanding for a period of three years from the date of becoming due and payable or more shall be credited to the Federal Government (in case of dividend) or delivered to the SECP (in case of physical shares). Shareholders who by any reason could not collect and remain their unclaimed dividend/shares are advised to contact the Share Registrar of the Company, M/s. CDC Share Registrar Services Limited (CDCSRSL), CDC House, 99-B, Block B, S.M.C.H.S., Main Shahrah – e – Faisal, Karachi – 74400 to collect / inquire about their unclaimed dividend or shares, if any.