

# **SITARA PEROXIDE LIMITED**

## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting ("AGM") of Sitara Peroxide Limited (the "Company") will be held on Thursday, November 27, 2025 at 4:00 pm at the Auditorium of Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Block 8 Clifton, Karachi in person and via video link 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 Reports of Directors and Auditors thereon.
2. To appoint Auditors and to fix their remuneration for the year ending June 30, 2026. The present auditors, M/s. RSM Avais Hyder Liaquat Nauman, Chartered Accountants, have retired and being eligible, have offered themselves for re-appointment. The Board of Directors recommends, based on the recommendation of Board Audit Committee, appointment of M/s. RSM Avais Hyder Liaquat Nauman, as auditors for the ensuing year
3. To elect 7 (seven) Directors of the Company as fixed by the Board of Directors in accordance with the provision of Section 159 of the Companies Act, 2017 ("the Act") for a term of three years commencing from November 27, 2025. The retiring Directors are as under:

**1. Mr. Imran Ghafoor**

**2. Mrs. Sharmeen Imran**

**3. Mr. Yasir Ahmad Awan**

**4. Mr. Saim Bin Saeed**

**5. Mr. Haroon Ahmed Zuberi**

**6. Mr. Saqib Anjum**

**7. Mr. Junaid Makda**

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

By Order of the Board

Karachi.  
November 7, 2025

**Mazhar Ali Khan**  
Company Secretary

## **NOTES:**

### **1. Book Closure**

The share transfer book of the Company will remain closed from November 21, 2025 to November 27, 2025 (both days inclusive) for determining voting rights. Transfers received at M/s. THK Associates (Private) Limited, Plot No. 32-C, Jami Commercial Street 2, D.H.A. Phase VII, Karachi. Tel: [\(021\) 111 000 322](tel:021111000322), the Share Registrar of the Company by the close of business on November 20, 2025 will be treated in time to attend the meeting.

### **2. Election of Directors**

a. In terms of Section 159(1) of the Act, the Board has fixed the number of Directors at 7 (seven) through a resolution passed in the meeting of Board of Directors for a period of next 3 (three) years.

b. Any person who is desirous to contest the election of Director shall file with the Company a notice of his / her intention to offer himself / herself for election as a Director under Section 159(3) of the Act, alongwith the consent to act as a Director under Section 167 of the Act and a detailed profile alongwith office address, for placement onto the Company's website, in terms of SRO 1196(I)/2019 dated October 3, 2019 issued by Securities and Exchange Commission of Pakistan ("SECP") AGM.

Furthermore, Declarations 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.

c. A director must be a member of the Company at the time of filing his/ her consent for contesting election of directors except a person representing a member, which is not a natural person.

d. The selection of Independent Directors will be complied with the requirements of Section 166 of the Act and Regulation 6 of the Code.

e. The final list of contesting Directors will be circulated not later than 7 (seven) days before the date of the AGM, in terms of Section 159(4) of the Act, Further, the website of the Company will also be updated with required information.

### **3. Attending the Meeting**

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

### **B. Appointment of Proxy**

A member entitled to attend and vote at the above meeting may appoint a Proxy to attend, speak and vote on his behalf at the meeting. Instrument appointing a proxy must be deposited at the Registered Office of the Company at least 48 (forty-eight) hours before the time of the meeting, alongwith attested copy of CNIC of the shareholder appointed as Proxy. For the convenience of shareholders, proxy forms (both in English and Urdu) are available on the company's website [www.sitaraperoxide.com](http://www.sitaraperoxide.com).

In the case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature of the nominee shall be provided at least 48 (forty-eight) hours before the meeting. The individual members or representatives of corporate members of the Company in CDC 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.

### **c. Postal Ballot**

Pursuant to Companies (Postal Ballot) Regulations, 2018, for the purpose of election of Directors, where in case number of contestants are more than the number of directors to be elected, members will be allowed to exercise their right to vote through postal ballot, that is voting by post or through any electric mode, in accordance with the requirements and procedure contained in the aforesaid regulations.

### **d. Virtual Participation in the AGM Proceedings**

Shareholders interested in attending the AGM virtually are hereby advised to get themselves registered with the company by providing the following information through email at [election2025@sitaraperoxide.com](mailto:election2025@sitaraperoxide.com).

Name of Shareholder	CNIC No.	Folio No./CDC Account No.	No of Shares	Contact No.	Email Address

Online meeting link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at the given email address by 05:00 pm on Tuesday, November 25, 2025. The login facility shall remain open from 3:15 pm till the end of the meeting.

#### **E. Consent for Video Conference Facility**

Pursuant to Section 132(2) of the Companies Act, 2017, members may avail video conference facility for this AGM, provided the Company receives consent from the members residing in a city holding aggregate 10% or more shareholding at least 7 days prior to the date of the meeting.

In this regard, please send a duly signed request as per the following format at the

<p>I/ We, _____ of _____ being a member of Sitara Peroxide Limited holder of _____ Ordinary Share(s) as per Register Folio No. _____ hereby opt for video conference facility at _____.</p> <p style="text-align: right;">Signature of member</p>
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Registered Office of the Company within prescribed timeline:

The Company will intimate members regarding venue of video conferencing facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.

#### **F. Conversion of Physical Shares into Book-Entry Form**

As per Section 72 of the Act, all listed companies are required to replace shares issued by them in physical form to book-entry form.

Accordingly, all shareholders of Sitara Peroxide Limited having physical folios / share certificates are requested to convert their shares into book-entry form at the earliest. Maintaining shares in book- entry form will make the process of share handling more efficient and risk free and will facilitate shareholders in the safe custody of shares. Shareholders may contact the Company or Share Registrar, M/s. THK Associates (Private) Ltd for the conversion of physical shares into book- entry form.

**G. Submission of Copies of 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 Shareholders' CNIC in the records of the Company, the Company shall withhold the Dividend under the provisions of Section 243 of the Act.

**H. ELECTRONIC CIRCULATION OF ANNUAL REPORTS VIA EMAIL OR CD/DVD:**

Pursuant to the provision of Companies Act, 2017, annual reports are being sent to the shareholders electronically (Email or CD/DVD).

However, shareholders who wish to receive hardcopy of Financial Statements shall have to fill the attached standard request form (also available on the company's website ([www.sitaraperoxide.com](http://www.sitaraperoxide.com))) and send at the Company's address.

**I. Change of Address**

The Shareholders are requested to immediately notify the change in their mailing address, if any, to the Company's Share Registrar.

**J. Website**

The Notice of Annual General Meeting has been placed on the Company's website [www.sitaraperoxide.com](http://www.sitaraperoxide.com) in addition to its dispatch to the shareholders.

***Appointment of Scrutinizer***

In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018 (the "Regulation"), the Board of the Company has appointed M/s. RSM Avas hyder Liaquat Nauman, Chartered Accountants, a QCR 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.

**Statement of Material Facts under Section 166(3) of the Companies Act, 2017 in respect of Election of Directors**

Independent Directors will be elected through the process of election of directors in terms of Section 159 of the Act, and they meet the criteria laid down under Section 166(2) of the Act and shall be listed on the data bank of Independent Directors maintained by Pakistan Institute of Corporate Governance. Further their selection shall be made due to their respective core competencies, diversity, skill, knowledge and experience.

## SITARA PEROXIDE LIMITED POSTAL BALLOT - FORM

Notice is hereby given that an Annual General Meeting (AGM) of Sitara Peroxide Limited (the "Company") will be held on Thursday, November 27, 2025 at 04:00 p.m., at the Auditorium of Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Block 8 Clifton, Karachi.

### **POSTAL BALLOT – FORM**

Name of shareholder/Joint shareholder	
Registered Address	
Folio No. and Numbers of shares held	
CNIC/Passport Number (Copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation and federal Government.)	

I / we hereby exercise my/our vote in respect of the following resolutions/elections through postal ballot as follows:

To elect seven (7) directors of the Company, as fixed by the Board of Directors in accordance with the provisions of the Section 159(1) of the Companies Act, 2017 for the period of three (3) years commencing from the November 27, 2025.

S.No.	Name of Directors	No. of Ordinary shares, used for voting of the directors	Number of voters (number of voting shares X number of directors to be elected
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			
Total			

Dated:\_\_\_\_\_

Signature of shareholder(s)

Place:\_\_\_\_\_

## Notes/Procedure for submission for Ballot Paper:

1. Duly filled postal ballot should be sent to the Company Secretary of the meeting, Sitara Peroxide Limited (the "Company") at the Auditorium of Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Block 8 Clifton, Karachi.
2. Copy of CNIC/Passport (in case of foreign nationals) should be enclosed with the postal ballot.
3. Postal ballot form should reach to the Company Secretary of the meeting on or before November 25, 2025 during working hours. Any postal ballot received after this date, will not be considered for voting.
4. Signature on the postal ballot should match with the signature on CNIC/Passport (in case of foreign nationals).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. In case of corporate body, corporation and Federal Government, postal ballot must be accompanied with the CNIC/Passport of authorized person, attested copy of Board Resolution, Power of Attorney, Authorization letter etc. in accordance with section 138 or 139 of the Companies Act, 2017 as applicable. In case of foreign corporate body etc. all documents must be attested from the counsel general of Pakistani having jurisdiction over the member.
7. A member may give all his/her votes to a single candidate or divide them between more than one of the candidates in such a manner as he/she may choose.