Sana Industries Limited

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the shareholders of Sana Industries Limited (the Company) will be held on Wednesday, the 3rd day of December, 2025 at 12.00 noon at the office of the Company situated at 33-D-2, Block 6, P.E.C.H.S., Karachi to transact the following business:

1. To elect 7 (seven) Directors, as fixed by the Board in accordance with the provision of Section 159 of the Companies Act, 2017, for a term of 3 (three) years commencing from December 03, 2025. The following are the retiring Directors, who are eligible to offer themselves for re-election:

    1. Mr. Mohammed Younus Nawab
    2. Mr. Mohammed Irfan Nawab
    3. Mr. Ibrahim Younus
    4. Mr. Ismail Younus
    5. Mr. Muhammad Faizanullah
    6. Shaikh Abdus Sami
    7. Ms. Zainab Dhedhi

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

By Order of the Board

Karachi
Dated: November 11, 2025

(Abdul Hussain Antaria)
Company Secretary

NOTES:

1. The share transfer books of the Company will remain closed from November 27, 2025 to December 03, 2025 (both days inclusive). Transfer received in order at the office of our Share Registrar CDC Share Registrar Services Limited, CDC House, 99-B, Block B, SMCHS, Karachi-74400 (Share Registrar) at the close of the business on November 26, 2025, will be considered in time for the determination of entitlement of shareholders, to attend and vote at the meeting.

2. A member entitled to attend and vote at the meeting may appoint another person as his / her proxy who shall have such rights as respects attending, speaking and voting at the meeting as are available to a member.

3. CDC account holders will further have to follow the guidelines as laid down in Circular 1 dated 28th January, 2000, issued by the Securities and Exchange Commission of Pakistan.

4. Election of Directors:

The existing term of the Board of Directors of the Company will expire on December 03, 2025. The Board of Directors on October 29, 2025 has fixed the number of Directors at 7 (seven) to be elected in the EOGM for the period of three years commencing from December 03, 2025 in accordance with the provisions of Section 159 of the Companies Act, 2017.

For the election of Directors, any individual, whether a retiring Director or otherwise, who wishes to contest must submit the following required documents addressed to the Company Secretary and delivered either to the Registered Office at 33-D-2, Block 6, P.E.C.H.S., Karachi not later than fourteen days before the date of EOGM:

i. Consent to act as director under Section 167(1) of the Act on "Appendix to Form-9" as prescribed in the Companies Regulations, 2024.
ii. A detailed profile of the candidate alongwith office address for placement on the Company's website, as required under SECP SRO 1196 (I)/2019, dated 03 October 2019.
iii. Declaration under Section 155 of the Act read with Regulation No.3 of the CCG-2019.
iv. Declaration that he/she is not ineligible to become a Director of the Company in terms of Section 153, 177 or under any provision of the Companies Act, 2017, the CCG-2019, PSX Rule Book and any other applicable law, rules and regulations.
v. Declaration of independence in terms of Section 166(2) of the Companies Act, 2017 read with Regulation 6(3) of CCG-2019 (applicable only for person filing consent to act as independent director of the Company).
vi. Undertaking on non-judicial stamp paper that candidate meets the requirements of Regulation 4(1) (7) of the Companies (Manner and Selection of Independent Directors) Regulations, 2018 (applicable only for person filing consent to act as independent director of the Company).

Details of other directorship and offices held.

vii. Copy of valid CNIC (in case of Pakistan national) / Passport (in case of foreign national).
viii. NTN & Folio No./CDC Investors Account No./CDC Sub-Account No (applicable for person filing consent for the first time).

5. Online Participation in the Extraordinary General Meeting (EOGM):

In light of relevant guidelines issued by the Securities & Exchange Commission of Pakistan (SECP) vide letter no. SMD/SE/2(20)/2021/117 dated December 15, 2021, the shareholders are encouraged to participate in the EOGM through electronic facility arranged by the Company.

Accordingly, the company for ensuring maximum participation of the shareholders has made arrangements to ensure that shareholders can also participate in the EOGM proceeding via video link. Hence, those members who desire online participation in the EOGM are requested to register themselves by sending an email along with following particulars and valid copy of both sides of their CNIC at snai@sana-industries.com with subject of "Registration for Sana Industries Limited EOGM" not less than 48 hours before the time of meeting:

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

Video Link to join the EOGM will be shared with only those members whose emails, containing all the required and correct particulars are received at above mentioned email address.

6. E-Voting / Postal Ballot:

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-144 of the Companies Act, 2017 and SRO 2192(1)/2022 dated 5th December 2022, members will be allowed to exercise their right to vote for the Election of Directors in accordance with the conditions as specified in the said regulations.

As the agenda item pertains to Election of Directors, therefore, facility of e-voting or postal ballot is arranged for the shareholders through **M/s. Digital Custodian Company Limited, Balloter and e-voting service providers**. The procedure for exercising e-voting or Postal Ballot options, alternatively is provided hereunder:

i) E-Voting Procedure

(a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on November 26, 2025.

(b) The web address, login details and password will be communicated to members via email. The security codes will be communicated to members through SMS and email from web portal of the e-voting service provider.

(c) Identity of the members intending to cast vote through E-Voting shall be authenticated through electronic signature or authentication for login.

(d) E-Voting will start from December 01, 2025, 09:00 a.m. and shall close on December 02, 2025 at 05:00 p.m. Members can cast their votes any time during this period. Once the vote is casted by a member, he / she shall not be allowed to change it subsequently.

ii) Postal Ballot

(a) The members may alternatively opt for voting through postal ballot. The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC), should reach the Chairman of the meeting through post on the Company's registered address, Sana Industries Limited, 33-D-2, Block 6, P.E.C.H.S., Karachi (Attention the Company Secretary) or through email with subject "Voting through Postal Ballot" at snai@sana-industries.com not later than one working day before the EOGM i.e. on December 02, 2025, during working hours i.e. before 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.

Postal Ballot paper, shall be published in the newspapers and shall also be available for download from the website of the Company https://sana-industries.com. The signature on the ballot paper shall match with the signature on CNIC.

(b) Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman shall be the deciding authority.

In case of foreign members and representatives of a body corporate and corporation acceptability of other identification documents i.e. passport and extract of board resolution in lieu of CNIC will be sufficient evidence attached with duly completed postal ballot paper.

In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. Zahid Jamil & Co., Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the business to be transacted in the meeting and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

7. Pursuant to notification bearing No. S.R.O.452(I)/2025 dated 17 March, 2025 a notice to all members is hereby given that no gifts will be distributed at the meeting.