

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that Extraordinary General Meeting (EOGM) of Husein Industries Limited (the "Company") will be held on Tuesday, March 10, 2026 at 12:00 p.m. at the Registered Office of the Company at Plot No. HT-8, Landhi Industrial & Trading Estate, Landhi, Karachi to transact the following business:

Ordinary business:

1. To elect seven (7) Directors as fixed by the board of Directors of Husein Industries Limited under Section 159(1) of the Companies Act, 2017, for a period of three years commencing from March 13, 2026 in accordance with the provisions of Section 159 and Section 161 of the Companies Act, 2017. The names of retiring directors are as follows and are eligible for re-election:

1. Mr. Abdul Aziz Jamal
2. Mr. Abdul Rashid Jamal
3. Mr. Husein Jamal
4. Ms. Saman Aziz Jamal
5. Mr. Akhtar Wasim Dar
6. Mr. Muhammad Ali Rashid
7. Mr. Malik Muneer

A statement of material facts under section 166(3) of the Companies Act, 2017, about the election of independent directors is being sent to the shareholders along with this notice.

By Order of the Board

Karachi: February 16, 2026

Muhammad Aslam Moten
Company Secretary

Notes

1. **Closure of Share Transfer Books** The Share Transfer Books of the Company will remain closed from March 04, 2026, to March 10, 2026 (both days inclusive). Members whose names appear in the Central Depository System (CDS) of the Central Depository Company of Pakistan Limited (CDC) at the close of business on March 03, 2026 will be entitled to attend, vote, and appoint proxies at the Extraordinary General Meeting. Transfers received in order at the office of the Company's Share Registrar, M/s C & K Management Associates (Pvt.) Limited, M-13, Progressive Plaza, Beaumont Road Civil Line Quarter Near PIDC Karachi, Contact No (92-21)35685930/35687839 and Email at info@cnk.com.pk by close of business on March 03, 2026, will be treated as being in time for the purposes of attending and voting at the EOGM.
2. **Proxy and Attendance** A member entitled to attend and vote at the Extra ordinary General Meeting may appoint another Member as his/her proxy to attend and vote for him/her provided that a corporation may appoint as its proxy a person who is not a member but is duly authorized by the corporation. A proxy form is attached with this notice. The proxy form be signed by the appointer or his attorney duly authorized in writing, or if the appointer is a corporate entity, be under its seal or, be signed by an officer or an attorney duly authorized by it. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the holding of the General Meeting.

A corporate entity being a member of the company may, by resolution of its board act as its representative at the meeting, and the individual so authorized shall be entitled to exercise the same powers on behalf of the corporate entity which he represents.

A member or proxy shall authenticate his/her identity by showing original CNIC/passport at the time of attending the meeting.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

A. For attending the meeting:

- i. In case of individuals, the accountholders and/or sub-account holder and their registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his original CNIC or Passport of 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 the Meeting.

B. For appointing proxies:

- i. In case of individuals, the account holders and/or sub-account holder and their registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per the above requirements.
- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owner 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 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.

When attending the meeting, a member or their proxy shall authenticate their identity by presenting the original CNIC/passport and also bring their CDC Investor Account/CDC Participant Account or Stockbrokers Account number. All shareholders are requested to arrive at the venue by 09:00 A.M to ensure timely attendance and avoid congestion.

3. Video Conference Facility Pursuant to the provisions of the Companies Act 2017 the shareholders residing in a city and holding at least 10% of the total paid up share capital may demand the Company to provide the facility of video-link for participating in the meeting. The demand for video-link facility shall be received by the Share Registrar at the address given herein above at least 10 days prior to the date of the meeting on the Standard Form available on the company's website.

I/we [name] of [City] being members of Husein Industries Limited holder of [Number of shares] Ordinary Shares(s) as per Registered Folio No. / CDC Account No. [number to be inserted] hereby opt for video conference facility at [name of city] in respect of Extra-ordinary General Meeting of the Company.

The Company will intimate respective members regarding venue of the video-link facility before five days of the Meeting along with complete information necessary to enable them to access the facility.

4. Prohibition on the Distribution of Gifts Securities and Exchange Commission of Pakistan (the "SECP"), through its Circular 2 of 2018, dated February 09, 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 offence. Companies failing to comply may face penalties. In accordance with the directive issued by the SECP, vide its S.R.O. 452(I)/2025 dated 17, 2025, the Company would like to inform all shareholders that no gifts will be distributed at the EOGM.

5. Virtual Participation According to the clarification issued by Securities and Exchange Commission of Pakistan (SECP) vide its letter no. SMD/SE/2(20)/2021/117 dated December 15, 2021, the video link facility through the Zoom application is being offered to shareholders to attend/participate in the extraordinary general meeting. To attend the Extraordinary General Meeting via video link, members and proxies are requested to register their particulars, including Name, CNIC Number, CDC Account Number, Cell Number, and Email Address, by sending an email to sales@husein.com at the earliest, but no later than 48 hours, before the meeting time. The video link and login credentials will be shared with the shareholders whose e-mails containing all the requested particulars are received in time, as mentioned above.

6. Election of Directors The term of office of the current directors of the Company will expire on March 12, 2026. In accordance with Section 159(1) of the Act, the Board of Directors has fixed the number of Directors to be elected at the EOGM at seven (07) to hold the office of director for a period of three (3) years commencing from March 13, 2026.

Independent Directors shall be selected in accordance with the provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

To safeguard the interests of minority shareholders, any member may nominate themselves for election as a director.

Any person who seeks to contest the election of the director, whether they are a retiring director or otherwise, shall submit the following documents to the Company Secretary at the registered address of the company, Plot No. HT-8, Landhi Industrial & Trading Estate, Landhi, Karachi, not later than fourteen (14) days before the date of EOGM:

1. Notice of their intention to offer themselves for the election of directors as per Section 159(3) of the Act, and consent to act as a director on the Appendix to Form 9 as prescribed under the Act, and the Companies Regulations, 2024.
2. Any person contesting the election of directors must be a Member of the Company at the time of filing their consent unless such person is representing a member which is not a natural person.
3. A signed declaration confirming that:
 - a) They are aware of their duties and powers under the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Rule Book of Pakistan Stock Exchange Limited, Memorandum and Articles of Association of the Company, and other relevant laws and regulations.
 - b) He/she is not ineligible to become a director of a listed company under the provisions (including section 153) of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, and other applicable laws/regulations.
4. A detailed profile along with their address for placement on the Company's website as required under SRO 1196 (1)/2019 dated October 03, 2019.
5. Details of other directorships held and a declaration that the director is not serving more than seven listed companies.
6. Copy of a valid CNIC or Passport (in case of a foreign national) along with NTN and Folio Number / CDC Account or Sub Account number.
7. The following additional documents are required to be submitted by the candidates intending to contest the election as an independent Director:
 - a) Declaration of independence under Regulation 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019.
 - b) Undertaking on non-judicial stamp paper that he/she meets the requirements of Regulation 4(1) of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.
8. After the contestants file their notice/intention to stand for elections as an independent director, the Company shall ensure the following criteria for choosing the appointee for appointment as an independent director:
 - a) Inclusion of the name of independent directors in the data bank maintained by the Pakistan Institute of Corporate Governance (PICG), duly authorised by SECP.
 - b) Respective competencies, diversity, skills, knowledge, and experience of the election contestants shall be assessed.

- c) The company shall exercise due diligence before selecting a person from the data bank, to ensure that the contestant meets the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017.

The final list of candidates contesting the election will be circulated not later than seven (7) days before the date of the EOGM in terms of Section 159(4) of the Act. The Company's website will be updated with the required information and the Directors' profiles.

7. **E-voting and Postal Ballot Facility** According to the Companies (Postal Ballot) Regulations 2018, for the election of directors, where the number of contestants is more than the number of directors to be elected, members will be allowed to exercise their right to vote through a postal ballot, that is, voting by post in accordance with the requirements and procedure contained in the regulations above.

In case the number of persons who have filed consent to contest election exceeds the number of directors to be elected in the EOGM, the Company will publish the Ballot Paper and information laid down in the relevant sub-regulation in one English and one Urdu newspapers (in which EOGM notice is being published) providing the detailed information as laid down in Annexure-I to the said regulations and also upload the Ballot Paper on its website not later than seven (7) days before the holding of EOGM.

The Board of Directors of the company appointed M/S Rizwan & Co., Chartered Accountants, to act as the "Scrutinizer" under the Companies (Postal Ballot) Regulations, 2018. The Scrutinizer possesses the necessary knowledge and experience to scrutinize the voting process independently. M/S Rizwan & Company, Chartered Accountants, is a QCR-rated and a panel of auditors for regulated entities issued by the Securities and Exchange Commission of Pakistan. Rizwan & Company is also enlisted on the panel of auditors of the Audit Oversight Board. The audit firm is a member Firm of Allinial Global, which is an award-winning association of independent accounting and advisory firms.

Furthermore, M/s C & K Management Associates (Pvt.) Limited, the Company's Shares Registrar, has been appointed as the "e-voting service provider" as per the requirement of the Regulations.

8. Members are requested to notify/submit the following information/documents, in case of book entry securities in CDS to their respective participant/investor account services and in case of physical shares to the Registrar of the Company by quoting their folio number and name of the Company at the above-mentioned address, if not earlier notified/submitted:

- Members are requested to notify any change in their registered address immediately.
- Valid and legible copy of CNIC/Passport (in case of individual) and NTN Certificate (in case of corporate entity). Please note that CNIC Number is mandatory for issuance of dividend warrants and in the absence of this information payment of dividend shall be withheld.
- Dividend mandate information mentioning title of bank account, International Bank Account Number (IBAN) bank name, branch name, branch code, and address towards direct transfer/credit of cash dividend in your account. Please note that all future dividends shall only be paid through online bank transfer as required under Section 242 of the Companies Act, 2017.

9. **Contact Information** The shareholders may contact the Company at either of the following:

For any query/problem/information, members may contact the Company and share Registrar at the following address:

Company

The Company Secretary
Husein Industries Limited
Plot No. HT-8, Landhi Industrial & Trading
Estate, Landhi, Karachi
Email: sales@husein.com

Share Registrar of the Company

M/s C & K Management Associates (Pvt.) Limited,
M-13 Progressive Plaza Beaumont Road Civil Line
Quarter Near PIDC, Karachi 75330
Email: info@cnk.com.pk

10. Members are requested to immediately notify the Company's Shares Registrar of any change in their registered address.
11. In case of joint holders, only one member whose name will appear as main title shareholder in our list of shareholders, will be allowed to attend the General Meeting.

Statement of material facts under Section 166 (3) of the Companies Act, 2017

Pursuant to the requirements of Section 166(3) of the Companies Act, 2017, independent directors will be elected in the same manner as other directors are elected in terms of Section 159 of the Companies Act, 2017.

The Company shall exercise due diligence before selecting a person from the data bank, so that the contestant meets the independence criteria set out in Section 166(2) of the Companies Act, 2017, and is competent and experienced.

The candidates are requested to read the relevant provisions/requirements relating to the appointment/election of directors, as mentioned in the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019, and ensure compliance with the same in letter and spirit.

The present directors are interested to the extent that they are eligible for re-election as Directors of the Company, subject to the eligibility criteria.

Interest of directors There is no specific interest of the directors in this ordinary resolution, except for that mentioned therein.

Inspection of Documents Copies of Memorandum and Articles of Association, Statement under Section 166(3) of the Companies Act 2017, financial statements of the Company and other related documents etc., may be inspected during the business hours on any working day at the Registered Office of the Company from the date of publication of this notice till the conclusion of the Extra-Ordinary General Meeting.