

NFL/CORP/2026/291
October 26, 2026

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

Dear Sir,

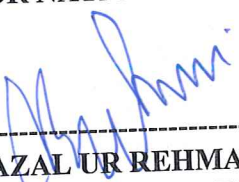
CERTIFIED TRUE COPY OF RESOLUTION

This is with reference to regulation No. 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to enclose a certified true copy of Resolution passed by the Shareholders in the Annual General Meeting held on October 26, 2026.

Kind regards,

Thanking you,

**Yours faithfully,
FOR NATIONAL FOODS LIMITED**



**FAZAL UR REHMAN HAJANO
COMPANY SECRETARY**

Encl: as above.

**Extract from the Draft Minutes of the Annual General Meeting of National Foods
Limited held on October 26, 2026.**

1. **"RESOLVED THAT** the minutes of the Annual General Meeting of shareholders of National Foods Limited held on October 26, 2026, be and are hereby confirmed and the Chairman be and is hereby authorized to sign the minutes as token of confirmation."
2. **"RESOLVED THAT** the Audited Financial Statements of the Company for the year ended June 30, 2026, together with the Directors' and Auditors' Reports thereon, together with Audited Consolidated Financial Statements of the Company and the Auditors' reports thereon for the year ended June 30, 2026, be and hereby approved and adopted."
3. **"RESOLVED THAT** pursuant to the recommendation of the Board of Directors, final dividend of 100% (Rs.5/- per Ordinary Share of Rs.5/- each) on 233,115,425 equity shares of the Company aggregating to Rs. 1,165,577,125.00 for the year ended June 30, 2026, be and is hereby declared out of the current profit of the Company and that the same be paid to those shareholders whose names appear on the Company's register of members at the close of business on October 19, 2026."
4. **"RESOLVED THAT** on recommendation of Board Audit Committee and the Board of Directors, A.F. Ferguson & Co., Chartered Accountants be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and that the Board of Directors be and is hereby authorized to fix the remuneration."

The motion was put to vote on a show of hands and the same was declared as carried unanimously.

5. **"RESOLVED THAT** pursuant to Section 85 of the Companies Act, 2017 and Article 28 of the Articles of Association of the Company, the existing share capital of the Company, including its authorized, issued and paid-up capital, be and is hereby altered in the manner that each ordinary share of the Company having a face value of Rs. 5/- be subdivided into five (5) ordinary shares of Re. 1/- each, with no change in the rights and privileges attached to such shares.

RESOLVED FURTHER THAT the Authorized Capital of the Company be and is hereby subdivided from 1,000,000,000 Ordinary Shares of Rs. 5/- each to 5,000,000,000 Ordinary Shares of Re. 1/- each, consequently the existing Clause V of the Memorandum of Association and Article 4 of the Articles of Association of the Company be and is hereby amended and substituted to read as follows:

Clause V of the Memorandum of Association

"The Authorized Capital of the Company is Rs. 5,000,000,000/- (Rupees Five Billion) divided into 5,000,000,000 (Five Billion) Ordinary Shares of Re. 1/- (Rupee One) each, with power to increase or reduce as the Company may think fit. The Company may sub-divide or consolidate its shares or any of them in accordance with the provisions of the Companies Act, 2017."

Article 4 of the Articles of Association

"The authorized capital of the Company is the amount set out in Clause V of the Memorandum of Association of the Company divided into such number of shares of Re. 1/- (Rupee One) each as are set out in the said clause of the Memorandum."

RESOLVED FURTHER THAT the issued and paid-up capital of the Company comprising 233,115,425 Ordinary Shares of Rs. 5/- each be and is hereby subdivided into 1,165,577,125 Ordinary Shares of Re. 1/- each.

RESOLVED FURTHER THAT each existing Ordinary Share of the Company having a face value of Rs. 5/- shall stand subdivided into five (5) Ordinary Shares of Rs. 1/- each, and the existing 233,115,425 Ordinary Shares of Rs. 5/- each shall accordingly stand subdivided into 1,165,577,125 Ordinary Shares of Rs. 1/- each, which shall be issued/credited to the shareholders in proportion to their respective entitlements as on the effective date.

RESOLVED FURTHER THAT the Chief Executive Officer and/or the Company Secretary be and are hereby authorized, singly, to take all necessary steps and complete all corporate, legal and regulatory formalities to give effect to the foregoing resolutions, including determination and announcement of the effective date, closure of the Members' Register, coordination with the Central Depository Company/CDC Share Registrar Services Limited, issuance/credit of the subdivided shares in physical and electronic form, and making all necessary filings and disclosures with the relevant regulatory authorities."

6. **"RESOLVED THAT** the Shareholders hereby approve and ratify the Addendum to the Related Party Transaction entered into in the UAE between National Foods FZCO (NF FZCO) and Epicure FZCO, pursuant to which Epicure FZCO will provide investment advisory/facilitation services, further render post-acquisition integration & growth services, if and when required, and continue to perform its obligations as M&A advisor/transaction facilitator, which role was also previously approved by the Shareholders at the Extraordinary General Meeting held on 15 September 2025, on such terms and conditions as set out in the Addendum."

"FURTHER RESOLVED THAT the authorized representatives of the Company be and are hereby authorized to take all necessary actions, execute all documents and do all such acts, deeds and things as may be necessary or incidental to give effect to the foregoing resolution."

7. **"RESOLVED THAT** the transactions, in which majority of directors are interested, carried out by the company with the following related parties for the financial year ended June 30, 2026, be and are hereby ratified and approved".

ATC Holdings (Private) Limited – Parent Company
National Foods FZCO - Subsidiary
Associated Environment and Energy
Epicure FZCO

"FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to approve all related party transactions, in which majority of directors are interested, carried out and to be carried out with any related party including the above-named related parties, on case-to-case basis, for the financial year ending June 30, 2027, and till next Annual General Meeting of the Company".



SHARE FOOD, SHARE LOVE®

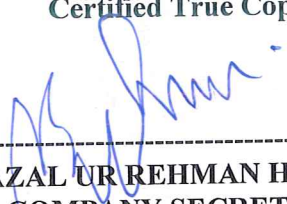
"FURTHER RESOLVED THAT the approval of transactions by the Board, as aforesaid, shall be deemed to have been approved by the shareholders and the transactions for the year ending June 30, 2027, shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval".

8. "RESOLVED FURTHER THAT the existing Article 62 of the Articles of Association of the company be and is hereby amended and substituted with the clause as follows:

"Every Director other than Chief Executive and full-time working Director shall be entitled to a fee for attending meeting of directors, including committee meetings, as may be fixed by the Board of Directors from time to time. The scale of the remuneration to be paid, from time to time, to the Non-Executive including Independent Director and the Chairman for attending the board and its Committee(s) meetings shall be determined by the Board as per the Directors Remuneration Policy. The expenses incurred by a director for attending the meeting shall be reimbursed by the Company. The remuneration for extra services performed by the directors shall be determined by the Board of Directors."

RESOLVED FURTHER THAT the Chief Executive Officer and/or the Company Secretary be and are hereby authorized, singly, to take all necessary steps and complete all corporate, legal and regulatory formalities to give effect to the foregoing resolution."

Certified True Copy



FAZAL UR REHMAN HAJANO
COMPANY SECRETARY