

THE ORGANIC MEAT COMPANY LIMITED

May 30th, 2023

NOTICE OF EXTRA ORDINARY GENERAL MEETING OF THE ORGANIC MEAT COMPANY LIMITED TO BE HELD ON JUNE 20, 2023 AT THE REGISTERED OFFICE OF THE COMPANY

NOTICE is hereby given to all the Members of **THE ORGANIC MEAT COMPANY LIMITED** (the "Company") that an Extra Ordinary General Meeting of the Company will be held on **June 20, 2023**, at **3:00 pm** at the Corporate office of the Company, to transact the following business:

1. To pass a special resolution that the authorized share capital of the Company be and is hereby increased with or without modification from Rs.1,350,000,000/- (Rupees One Billion Three Hundred Fifty Million Only) divided into 135,000,000 ordinary shares of Rs.10/- each (One Hundred and Thirty-Five Million Only) to Rs.2,350,000,000/- (Rupees Two Billion Three Hundred Fifty Million Only) divided into 235,000,000 ordinary shares of Rs.10/- each (Two Hundred Thirty-Five Million Only) ranking pari-passu in every respect with the existing ordinary shares of the Company.

Resolved that "the authorized share capital of the Company be and is hereby increased with or without modification from Rs.1,350,000,000/- (Rupees One Billion Three Hundred Fifty Million Only) divided into 135,000,000 ordinary shares of Rs.10/- each (One Hundred and Thirty-Five Million Only) to Rs.2,350,000,000/- (Rupees Two Billion Three Hundred Fifty Million Only) divided into 235,000,000 ordinary shares of Rs.10/- each (Two Hundred Thirty-Five Million Only) ranking pari-passu in every respect with the existing ordinary shares of the Company."

2. To pass a special resolution in consequence of the aforesaid increase in the authorized share capital of the Company, the existing Clause V of the Memorandum of Association of the Company be and hereby replaced accordingly, to read as follows:

Clause V of the Memorandum of Association

The authorized capital of the company is Rs. 2,350,000,000/- (Rupees Two Billion Three Hundred Fifty Million Only) divided into 235,000,000 (Two Hundred Thirty-Five Million) ordinary shares of Rs.10/- (Rupees Ten) each; with powers to increase, reduce, consolidate or otherwise reorganize the share capital and to divide the shares of the Company into different classes in accordance of the provisions of Companies Act, 2017.

Resolved that "The authorized capital of the company is Rs. 2,350,000,000/- (Rupees Two Billion Three Hundred Fifty Million Only) divided into 235,000,000 (Two Hundred Thirty-Five Million) ordinary shares of Rs.10/- (Rupees Ten) each; with powers to increase, reduce, consolidate or otherwise reorganize the share capital and to divide the shares of the Company into different classes in accordance of the provisions of Companies Act, 2017."

3. To pass a special resolution that the Chief Executive Officer, Chief Financial Officer and/or Company Secretary of the Company be and are hereby jointly and severally empowered and authorized to take all steps and actions necessary, incidental and ancillary as may be required in this regard and to do all acts,

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Plant Address: Survey # 310, Deh Shah Mureed, Gadap, Karachi-Pakistan.



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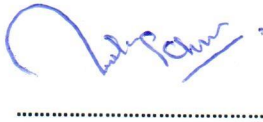
matters, and things as may be necessary or expedient for the purpose of increase in authorized share capital and amendment/ alteration in Memorandum of Association of the Company.

Resolved that "the Chief Executive Officer, Chief Financial Officer and/or Company Secretary of the Company be and are hereby jointly and severally empowered and authorized to take all steps and actions necessary, incidental and ancillary as may be required in this regard and to do all acts, matters, and things as may be necessary or expedient for the purpose of increase in authorized share capital and amendment/ alteration in Memorandum of Association of the Company."

4. To transact any other ordinary or special business with the permission of the Chairperson.

Attached to this notice is the Statement of Material Facts covering the above-mentioned Special Businesses, as required under Section 134 (3) of the Companies Act 2017.

For and on behalf of the Board



Company Secretary
Karachi, Pakistan

NOTES:

1. The register of members of the Company will be closed from June 13, 2023 to June 20, 2023, (both days inclusive) and no transfers will be registered during that time. Shares received in order at the office of our Share Registrar, M/s. Corptec Associates (Private) Ltd., Share Registrar and Corporate Consultants, 503-E, Johar Town, Lahore. at the close of business on Monday, June 12, 2023 will be treated in time for the above entitlement.
2. A member of the Company entitled to attend, speak and vote at this meeting may appoint any other member as his/her proxy to attend, speak and vote in his/her instead. The proxies to be effective must be in writing and must be received by the Company's corporate office 48 hours before the meeting.
3. Shareholders of the Company whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to bring original Computerized National Identity Card along with their account number in CDS and participant's ID number for verification

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4. All Shareholders are advised to check their status on Active Taxpayers List (ATL) available on FBR website and if required take necessary actions for inclusion of their name in ATL. In case a person's name does not appear in the ATL, the applicable tax rate will be as per law.
5. In case of joint account, please intimate proportion of shareholding of each account holder along with their individual's status on the ATL.
6. The corporate shareholders having CDC accounts are required to have their National Tax Numbers (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the company or our Share Registrar M/s. Corptec Associates (Private) Ltd. The shareholders while sending NTN or NTN certificate, as the case may be, must quote company name and their respective folio numbers.
7. Members can exercise their right to vote by means of postal ballot i.e., by post or through electronic mode subject to the requirements of Section 143 -145 of Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations 2018.



THE ORGANIC MEAT COMPANY LIMITED

STATEMENT OF SPECIAL BUSINESS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out material facts pertaining to the special business to be transacted at the EOGM of the Company to be held on June 23, 2023.

Agenda Item No. 1: Increase in Authorized Capital

To accommodate potential future growth and requirements related to paid-up share capital and since the paid-up capital of company has remained the same since its inception whereas the company has growth manifold, it is necessary to increase the authorized share capital. With this objective in mind, the Company seeks the share capital of the Company to be increased with or without modification from Rs.1,350,000,000/- (Rupees One Billion Three Hundred Fifty Million Only) divided into 135,000,000 ordinary shares of Rs.10/- each (One Hundred and Thirty-Five Million Only) to Rs.2,350,000,000/- (Rupees Two Billion Three Hundred Fifty Million Only) divided into 235,000,000 ordinary shares of Rs.10/- each (Two Hundred Thirty-Five Million Only) ranking Pari-passu in every respect with the existing ordinary shares of the Company. Consequently, the Company intends to make the necessary modifications to the Memorandum and Articles of Association of the Company.

Agenda Item No. 2 : Amendment in clause V of the Memorandum of Association of the Company.

Clause V of the Memorandum of Association

The authorized capital of the company is Rs. 2,350,000,000/- (Rupees Two Billion Three Hundred Fifty Million Only) divided into 235,000,000 (Two Hundred Thirty-Five Million) ordinary shares of Rs.10/- (Rupees Ten) each; with powers to increase, reduce, consolidate or otherwise reorganize the share capital and to divide the shares of the Company into different classes in accordance of the provisions of Companies Act, 2017.

