

Highnoon Laboratories Limited

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting of the shareholders of **HIGHNOON LABORATORIES LIMITED** will be held on Tuesday, August 31, 2021 at 11:00 a.m. at registered office of the Company situated at 17.5 KM. Multan Road, Lahore, to transact the following business:

1. To confirm minutes of the Annual General Meeting held on April 27, 2021
2. To elect seven Directors, as fixed by the Board of Directors in accordance with the provisions of the Companies Act 2017, for a term of three years commencing from September 03, 2021. The following Directors shall retire on September 02, 2021.

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|----------------------------|----------------------------|
| 1. Mr. Tausif Ahmad Khan | 2. Dr. Adeel Abbas Haideri |
| 3. Mr. Ghulam Hussain Khan | 4. Mr. Romesh Elapata |
| 5. Mr. Shazib Masud | 6. Mr. Taufiq Ahmed Khan |
| 7. Mrs. Zainub Abbas | |

A Statement of Material Facts as required under Section 166(3) of the Companies Act, 2017 concerning the manner of selection of Independent Directors is annexed to the notice of meeting circulated to the members of the Company.

By Order of the Board
KHADIM HUSSAIN MIRZA
Company Secretary

August 09, 2021

Notes:

1. Share transfer books of the Company will remain closed from August 23, 2021 to August 31, 2021 (both days inclusive).
2. Any person who seeks to contest the election of Director shall file with the Company not later than 14 days before the date of meeting at which elections are to be held, a notice of his/ her intention to offer himself/herself for election as Director in terms of Section 159(3) of the Companies Act 2017, along-with (a) Duly filled and signed consent on Form 28 (b) His profile along-with attested copy of valid CNIC/Passport (c) A declaration that (i) he/she is not ineligible to become director of a company under Companies Act 2017 (ii) he/she is not serving as director on more than seven listed companies including this company (iii) he/she is aware of duties and powers of directors under Companies Act, 2017, other laws & regulations and Memorandum & Articles of Association of the Company (d) persons contesting as Independent Director shall also submit a declaration that he/she qualifies the criteria of independence as laid down in Section 166 of the Companies Act, 2017.

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3. A member entitled to attend and vote at the meeting may appoint another member as his/her proxy to attend and vote in his/her place. The Proxy Form completed in all respects, in order to be effective, must be received at the Registered Office of the Company not less than forty-eight (48) hours before the time of meeting.
4. Members are advised to intimate any change in their address and the shareholders who have not yet submitted photocopies of their Computerized National Identity Cards (CNIC) are requested to send the same at the earliest.
5. All account holders registered through Central Depository System shall authenticate their identity by showing original CNIC at the time of attending the meeting. In case of corporate entity, a certified copy of resolution of the Board of Directors / valid Power of Attorney having the name and specimen signature of the nominee should be produced at the time of meeting.
6. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location other than Lahore, to participate in the meeting through video conference at least 10 days prior to date of meeting, the Company will arrange video conference facility in the city subject to availability of such facility in the city. The Company will intimate members regarding venue of video conference facility at least 7 days before the date of general meeting.

I/We _____ of _____ being a member of Highnoon Laboratories Limited, holder of _____ Ordinary Share(s) as per Registered Folio No. _____ hereby opt for video conference facility at _____.

Signature of Member

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

For Independent Directors, consent papers will be accepted from only those persons who fulfil the criteria of independence as laid down in Section 166 of the Companies Act, 2017.