



Highnoon®

ELECTION OF DIRECTORS

NOTICE UNDER SECTION 159(4) OF THE COMPANIES ACT, 2017

Members of Highnoon Laboratories Limited ('the Company'), pursuant to Section 159(4) of the Companies Act, 2017, are hereby notified that the following persons have filed with the Company notices of their intention to offer themselves to contest for election of Directors of the Company under defined categories, at the forthcoming Extraordinary General Meeting of the Company, scheduled to be held on Monday, 02 September 2024 at 11:00 A.M. at the Company's registered office, 17.5 KM, Multan Road, Lahore, Pakistan:

Sr. No.	Category Sr. No.	Names of Candidates	No. of Directors to be Elected
Female Director Category			
1	1	Ms. Tehmina Saeed Chaudhury	1
Independent Director Category			
2	1	Mr. Tariq Wajid	2
3	2	Mr. Romesh Alexander Iddamalgodla Elapata	
Other Directors Category			
4	1	Mr. Tausif Ahmad Khan	4
5	2	Dr. Adeel Abbas Haideri	
6	3	Mr. Taufiq Ahmed Khan	
7	4	Mr. Tauqir Ahmed Khan	
8	5	Mr. Ghulam Hussain Khan	
9	6	Ms. Sehrish Hussain Khan	

Since only one woman candidate has offered herself to be elected in Female Director category and two candidates have offered themselves to be elected in Independent Director category which is not more than the number of Directors fixed for these categories, therefore, said candidates shall be deemed to be elected as Director at the forthcoming Extraordinary General Meeting of the Company for a period of three years commencing from 03 September 2024.

Since the number of persons who have offered themselves to be elected in Other Directors categories is more than the number of Directors fixed for said category; therefore, the election of Directors will be held in this category in accordance with the Companies Act, 2017 and rules/regulations issued thereunder at the forthcoming Extraordinary General Meeting of the Company for a period of three years commencing from 03 September 2024.

Profiles of the above-named candidates and justification for selecting the candidates for the appointment of independent directors have been placed at the website of the Company <https://highnoon-labs.com/downloads/corporate-governance/>.

Candidates may withdraw their notice of intention at any time before the election.

By order of the Board

Baqar Hasan
Company Secretary

Lahore: August 24, 2024

NOTES:

1. A member shall have such number of votes under each category as is equal to the product of voting shares held by him/her and the number of Directors to be elected in that particular category.

Illustration

Category	No. of Directors to be elected	No. of Ordinary Shares held	Total Votes
Other Directors	4		4 x No. of Ordinary Shares held=No. of Votes

2. A member may give all votes to a single candidate or divide them between more than one of the candidates in such manner as he/she may choose in the said category.
3. The candidate who gets the highest number of votes in the said category shall be declared elected in that category and then the candidate who gets the next highest number of votes shall be so declared elected and so on until the total number of Directors to be elected has been elected in that category of Other Directors.
4. If a member cast votes more than the number of votes defined/held for a specified category then his/her votes for such category shall be rejected.
5. Votes of one category shall not be available/used in any other category, irrespective of whether there is election in the category or not.

PROCEDURE FOR VOTING BY POST OR THROUGH ELECTRONIC MODE (E-VOTING):

In compliance with the provisions of the Companies Act, 2017 and the Companies (Postal Ballot) Regulations, 2018; the members are hereby provided the facility to vote by post or through electronic mode (e-voting) for election of Directors, and:

- In respect of voting by post, ballot paper including requirements & procedure for submission is being published.
- In respect of e-voting, the details of e-voting facility including web address, login details, password, date of casting e-vote, etc. will be shared through e-mail by M/s. Corplink (Private) Limited (being e-voting service provider) to those members whose valid email addresses and mobile numbers are available in the Register of Members of the Company. Security Codes will be communicated to members through SMS and email from web portal of e-voting service provider. Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login. E-voting lines for casting votes shall open for members from August 30, 2024 at 09:00 am and remain available until September 01, 2024 at 05:00 pm. However, once the votes are cast by a member, he/she shall not be allowed to change it subsequently.

APPOINTMENT OF SCRUTINIZER:

M/s. Ali Akhtar Adnan, Chartered Accountants have been appointed as scrutinizer who fulfill requirements stated in Section 247 of the Companies Act, 2017, have necessary knowledge and experience to independently scrutinize the voting process. The purpose of appointment of scrutinizer is to monitor and validate the voting for election of Directors in accordance with Companies (Postal Ballot) Regulations, 2018.

VIDEO LINK:

Members are encouraged to attend the EOGM through video conference facility managed by the Company, follow the below link: https://zoom.us/j/95917894356?pwd=3VnbbwuvA7Ags8QDYvuld2xWpGv9JT_1

Guidance as how-to login on Zoom to attend the EOGM link: <https://highnoon-labs.com/downloads/corporate-governance/>