

ADAM SUGAR MILLS LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 60th Annual General Meeting of the shareholders of the Company will be held at 11:00 a.m. on Tuesday, January 27, 2026 at The Arts Council of Pakistan, M.R.Kiyani Road, Karachi to transact the following business:

ORDINARY BUSINESS

1. To confirm the Minutes of 59th Annual General Meeting held on January 28, 2025.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended September 30, 2025 together with Directors' and Auditors' Reports thereon.
3. To approve the payment of final cash dividend @ 40 % (Rupee 4.00 per share) as recommended by the Board of Directors.
4. To appoint auditors of the Company for the year 2025-2026 and to fix their remuneration
5. To elect seven Directors in accordance with the Companies Act, 2017 for a period of 3 years. The names of the retiring Directors are as follows:

- | | |
|---------------------------|-----------------------|
| (1) Mr. Ghulam Ahmed Adam | (2) Mr. Jawaid Ahmed |
| (3) Mr. Junaid G. Adam | (4) Mr. Omar G. Adam |
| (5) Mr. Saleem Parekh | (6) Mrs. Humera Diwan |
| (7) Ms. Sarah Adam | |

SPECIAL BUSINESS

6. To consider and ratify related party transactions as required by the Companies Act, 2017.
7. To transact any other business with the permission of the Chair.

Karachi: January 05, 2026

By Order of the Board
QAMAR RAFI KHAN
Corporate Secretary

POSTAL BALLOT PAPER

Ballot paper for Voting through post for poll at the Annual General Meeting to be held on Tuesday, January 27, 2026 at 11:00 a.m. at Art Council of Pakistan, M.R Kiyani Road, Karachi. Designated email address at which the duly filled in ballot paper be sent to faisalhabib@adam.com.pk

Name of shareholder/ joint shareholders	
Registered Address	
Number of shares held and folio number/CDC account no.	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	

I/we hereby cast my/our votes in favor of following candidates as indicated below:

Sr No.	Name of Director(s)	No. of ordinary shares, used for voting in favor of the director	Number of votes (number of voting shares X number of directors to be elected)
1			
2			
3			
4			
5			
6			
7			

Signature of Shareholder(s)

Place:

Date:

Notes/procedure for submission of ballot paper:

1. Duly filled postal ballot should be emailed to faisalhabib@adam.com.pk
2. Copy of CNIC should be enclosed with the postal ballot form.

3. Postal ballot forms should reach chairman of the meeting at least one day before the meeting i.e. January 26, 2026, during working hours. Any postal ballot received after this date will not be considered for voting.

4. The signature on the postal ballot should match with the signature on CNIC.

Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten ballot paper will be rejected.

NOTES:

- 1) Members who are not able to attend the meeting in person may send their respective proxies duly signed and stamped in the usual form. Such proxies should reach the Registered Office of the Company at least 48 hours before the meeting.
- 2) The Share Transfer Book of the Company will remain closed from January 17, 2026 to January 27, 2026 (both days inclusive). Transfer received at Company Share Registrar M/s C & K Management Associates (Pvt.) Ltd, Suite # M-13, Progressive Plaza, Civil Lines Quarters, Near PIDC, Beaumont Road, Karachi at the close of business on January 16, 2026 will be treated in time.
- 3) The members having physical shares are requested to provide copies of their CNIC and Bank account details enabling the Company to credit their cash dividend directly into their respective Bank accounts.
- 4) Shareholders are requested to notify the Company of any change in address immediately.
- 5) CDC Account holders will further have to follow the following guidelines:
 - **For Attending the Meeting:**
 - a) In case of individuals, the account holder or sub-account holder and /or the person whose securities are in group account shall authenticate their identity by showing original NIC or original passport at the time of the meeting.
 - b) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.
 - **For Appointing Proxies:**
 - a) In case of individuals, the account holder or sub-account holder and /or the person whose securities are in group account shall submit the duly filled proxy form along with attested copies of NIC cards or passport of the beneficial owners.
 - b) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be submitted along with duly filled proxy form.
 - c) Proxy shall produce original NIC or passport at the time of meeting.

6) Transmission of Annual Financial Statements through Email

In pursuance of the directions given by the Securities and Exchange Commission of Pakistan vide SRO 787(I)/2014 dated September 08, 2014, those shareholders who wish to receive Annual Financial Statements through email instead of receiving the same by post are advised to give their consent along with valid email address, copy of CNIC and send it to the Company's Share Registrar M/s C & K Management Associates (Pvt.) Ltd, Suite # M-13, Progressive Plaza, Civil Lines Quarters, Near PIDC, Beaumont Road, Karachi.

7) Video Conference Facility

In terms of the Companies Act, 2017 members residing in a city holding at least 10% of the total paid up share capital may demand the facility of video link for participating in the Annual General Meeting. The request for video link facility shall be received by Share Registrar at the address given herein above at least 7 days prior to the date of the meeting.

Statement under section 134 of The Companies Act, 2017

The statement sets out material facts concerning "Special Business" to be transacted at the Annual General Meeting of the Company to be held on Tuesday, January 27, 2026. The approval of the members of the Company will be sought for:

Agenda Item No. 5

To consider and ratify related party transactions as required by the Companies Act, 2017.

The statement is being dispatched with the Notice to the members.

<https://www.adam.com.pk/financials.html>

