

Registered Office Address: 17-Bangalore Town, Main Shahrah-e-Faisal, Karachi

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Ballot Paper for voting through post for poll to be held at the Annual General Meeting of Ismail Industries Limited "Company" on Wednesday October 09, 2024 at 12:00 noon at Hotel One, 164, B.C.H.S Shahrah-e-Faisal, Karachi.

**Contact Detail of Chairman, where ballot paper may be sent:**

Business Address: The Chairman, Ismail Industries Limited, 17-Bangalore Town, Main Shahrah-e-Faisal, Karachi, Attention: Company Secretary Designated email address: [secretarialcompliance@ismailindustries.com](mailto:secretarialcompliance@ismailindustries.com)

Name of Shareholder/joint shareholder		
Registered address of shareholder(s)		
Number of shares held		
Folio number		
CNIC Number (Copy to be attached)		
Additional information and enclosures (In case of representative of body corporate, corporation and Federal Government.)		

I/we hereby exercise my/our vote in respect of the following Special Resolution through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below:

Agenda No.	Nature and Description of Special Resolution	I/We assent to the Special Resolution (FOR)	I/We dissent to the Special Resolution (AGAINST)
5.	To ratify and approve transactions conducted with Related Parties for the year ended June 30, 2024 by passing the following special resolution with or without modification:  <b>"RESOLVED THAT</b> transaction carried out in normal course of business with Related Parties during the year ended June 30, 2024 as disclosed in the note no. 45 of the unconsolidated financial statements be and are hereby ratified and approved."		
6.	To authorize the Board of Directors of the Company to approve transactions with Related Parties for the financial year ending June 30, 2025, by passing the following special resolutions with or without modification:  <b>"RESOLVED THAT</b> the Board of Directors of the Company be and are hereby authorized to approve transactions to be conducted with Related Parties on case-to-case basis for the financial year ending June 30, 2025."  <b>"FURTHER RESOLVED THAT</b> these transactions as approved by the Board shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting of the Company for their formal ratification/approval."		
7.	To consider and if deemed fit, to pass with or without modification(s), addition(s) or deletion(s), the following Special Resolution(s) under Section 199 of the Companies Act, 2017 read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 (as may be amended), as recommended by the Board of Directors of the Company:  <b>"RESOLVED THAT</b> approval of the members of the Company is hereby accorded by way of special resolution (in accordance with Section 199 of the Companies Act, 2017 read with Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017) for the following acts by the Company:		
A.	Approval for the Company to enhance the quantum of long-term equity investment in its subsidiary company M/s Ismail Resin (Private) Limited as approved by the shareholders in Annual General Meeting of the Company held on October 26, 2022 from Rs. 3,000,000,000/- (Rupees: Three billion) to Rs. 3,937,500,000/- (Rupees: Three billion nine hundred thirty-seven million five hundred thousand). The enhancement of Rs. 937,500,000/- (Rupees: Nine hundred thirty-seven million five hundred thousand) is being proposed specifically for setting-up a Recycle Polyester Resin (rPET Resin) manufacturing facility		
B.	Approval for the Company to renew an intercompany loan extended to its subsidiary, M/s Ismail Resin (Private) Limited, as approved by the shareholders in Annual General Meeting of the Company held on October 23, 2023 aggregate amount of Rs. 8,000,000,000 (Rupees: Eight billion), for a period of further one year as per approved terms and conditions.		
C.	Approval for the Company to provide further amount of financial assistance and Cross Corporate Guarantee up to Rs.16,500,000,000 (Rupees: Sixteen billion five hundred million) to the lenders of its subsidiary M/s. Ismail Resin (Private) Limited.		
D.	Approval for the Company to renew an intercompany loan extended to its subsidiary, M/s. Hudson Pharma (Private) Limited, as approved by the shareholders in Annual General Meeting of the Company held on October 23, 2023 aggregate amount of Rs. 1,500,000,000 (Rupees: One billion five hundred million), for a period of further one year as per approved terms and conditions.		
E.	Approval for the Company to renew an intercompany loan extended to its associate, M/s. Innovita Nutrition (Private) Limited, as approved by the shareholders in Annual General Meeting of the Company held on October 23, 2023 aggregate amount of Rs. 1,000,000,000 (Rupees: One billion), for a period of further one year as per approved terms and conditions		
F.	Approval for the long-term equity investment by the Company to establish / set-up a subsidiary of the Company M/s. Bisconni Middle East Manufacturing LLC (the LLC) in Abu Dhabi, UAE, with an aggregate amount up to PKR equivalent to US \$ 10,000,000 (USD: Ten million), with shareholding up to 100% based on approval from competent authorities. The LLC shall be involved in the activities of "Chocolate, Sugar Confectionery & Dry Bakery Products Manufacturing" or similar activities approved by the Abu Dhabi Economic Department. The investment is proposed to expand the business footprints of the Company outside Pakistan.  <b>"FURTHER RESOLVED THAT</b> the Chief Executive Officer / Company Secretary of the Company be and are hereby singly authorized to execute and deliver all necessary deeds, agreements, declarations, undertakings, documents and take any and/or all actions to implement and give effect to above resolutions and to complete any or all required corporate and necessary legal formalities for the purpose of implementation of above resolutions."		

**NOTES:**

- Duly filled postal ballot should be sent to Chairman at above-mentioned postal or email address.
- Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach Chairman of the meeting on or before Tuesday October 08, 2024. Any postal ballot received after this date will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
- In case of representative Body Corporate and Corporation, postal ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board Resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable, unless these have already been submitted alongwith the Proxy Form. In case of foreign body corporate, all documents must be attested from the Counsel General of Pakistan having jurisdiction over the member.
- Ballot paper is also been placed on the website of the Company [www.ismailindustries.com.pk](http://www.ismailindustries.com.pk) Members may download the ballot paper from the website or use original/photocopy as published in newspaper.
- M/s. Munaf Yusuf & Co. Chartered Accountants, is appointed as Scrutinizer for Special Business Resolutions who have the necessary knowledge and experience to independently scrutinize the voting process for the Resolutions.

Signature of Shareholder(s) \_\_\_\_\_

Place: \_\_\_\_\_

Date: \_\_\_\_\_