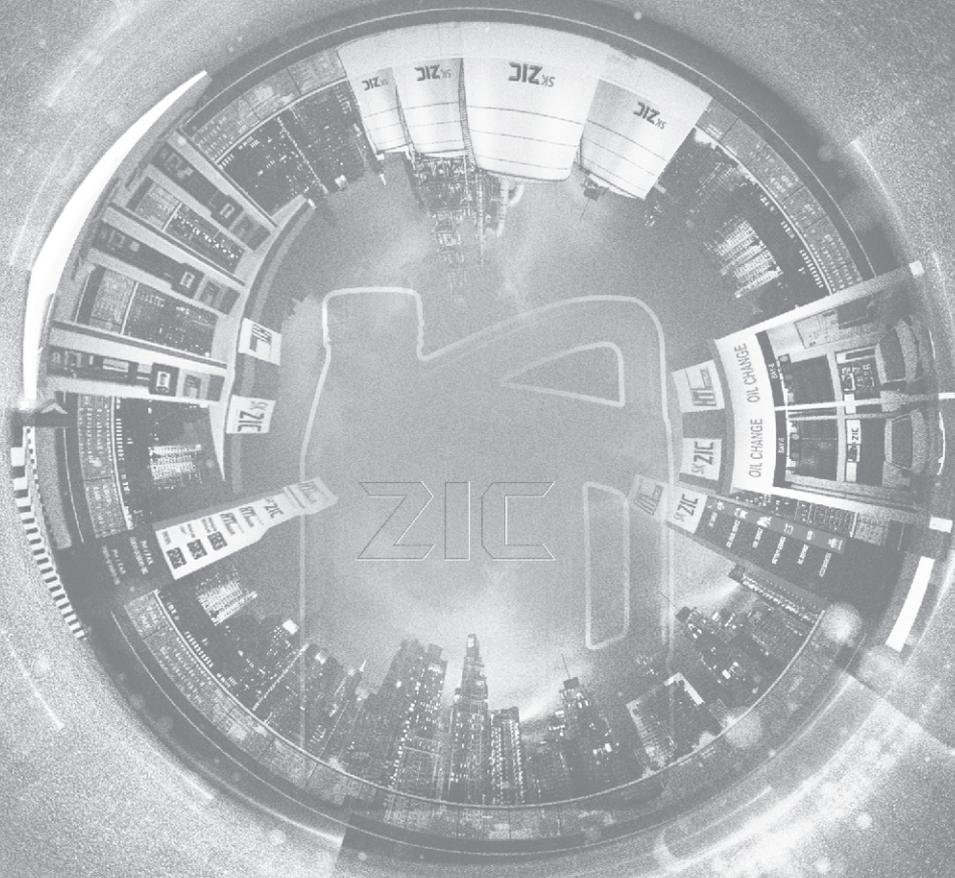


Hi-Tech Lubricants Ltd
Notice of 14th Annual General Meeting



BEING **LIMITLESS**

NOTICE OF 14TH ANNUAL GENERAL MEETING OF HTL



Notice is hereby given that 14th Annual General Meeting of shareholders of Hi-Tech Lubricants Limited (“HTL” or the “Company”) will be held on Friday October 28, 2022 at 11:00 Hours at Falettis Hotel, 24-Egerton Road, Lahore and via video link / Zoom application to transact following businesses:

ORDINARY BUSINESSES

1. To confirm minutes of 13th Annual General Meeting held on 26.10.2021, as submitted to PSX.
2. To receive, consider and adopt Annual Audited Financial Statements of Company for the year ended June 30, 2022 together with Auditor's and Board of Directors' reports thereon.
3. To approve and declare final Cash Dividend for the year ended June 30, 2022 at PKR 2 per share (i.e. 20%) (as recommended by Board of Directors on 23.09.2022) and also interim cash dividend at PKR 1.8 per share (i.e. 18%) (already paid), making a total of PKR 3.8 per share (i.e. 38%) for the year ended June 30, 2022.
4. To appoint Auditors of Company for next financial year 2022-23 and to fix their remuneration. Present auditors M/s Riaz Ahmad & Co. Chartered Accountants, retired and being eligible, offer themselves for reappointment as Auditors of Company.

SPECIAL BUSINESSES

5. To consider, and if thought fit, to pass following resolutions, with or without modifications, as special resolutions, (a) to ratify and approve transactions carried out with associated undertaking Sabra Hamida Trust (SHT) during financial year ended June 30, 2022 and (b) & (c) to authorize Board of Directors to approve all related party transactions carried out and to be carried out with SHT during financial year ending June 30, 2023.

(a) “Resolved that following transactions as carried out by Hi-Tech Lubricants Ltd. (HTL) with related party Sabra Hamida Trust (SHT) during financial year ended June 30, 2022 be and are hereby ratified and approved”

Name(s)	Nature of Transactions	Amount (PKR)
Sabra, Hamida Trust (SHT)	Donations under CSR Policy	18,000,000/-

(b) “Further resolved that Board of Directors of HTL be and is hereby authorized to approve all transactions carried out and to be carried out with SHT up to the amount of PKR 30 Million during financial year ending June 30, 2023.”

(c) “Further resolved that all transactions of HTL with SHT during financial year ending June 30, 2023, including as approved by Board of Directors of HTL under above authorization, shall be deemed to have been approved by shareholders, and same shall also be placed before shareholders in next annual general meeting for their formal ratification / approval.”

6. To consider, and if thought fit, to pass following resolutions, with or without modifications, as special resolutions (a) to ratify and approve transactions carried out with wholly owned subsidiary company Hi-Tech Blending (Private) Limited (HTBL) during financial year ended June 30, 2022 and (b) & (c) to authorize Board of Directors to approve all related party transactions carried out and to be carried out with HTBL during financial year ending June 30, 2023;

(a) “Resolved that following transactions as carried out by Hi-Tech Lubricants Ltd. (HTL) with related party and wholly owned subsidiary company Hi-Tech Blending (Private) Limited (HTBL) during financial year ended June 30, 2022 be and are hereby ratified and approved”

Name(s)	Nature of Transactions	Amount (PKR)
Hi-Tech Blending (Private) Limited (HTBL) (HTBL is a wholly owned subsidiary company of HTL)	Sale of Lubricants	1,039,426
	Purchase of Lubricants	8,089,849,202
	Dividend received	260,000,000
	Lease rentals paid	3,000,000

(b) “Further resolved that Board of Directors of HTL be and is hereby authorized to approve all transactions carried out and to be carried out with HTBL during financial year ending June 30, 2023.”

(c) "Further resolved that all transactions of HTL with HTBL during financial year ending June 30, 2023, including as approved by Board of Directors of HTL under above authorization, shall be deemed to have been approved by shareholders, and same shall also be placed before shareholders in next annual general meeting for their formal ratification / approval."

7. To transact any other business with the permission of the Chair.

BY ORDER OF THE BOARD



(Fraz Amjad Khawaja)

COMPANY SECRETARY

Lahore, October 06, 2022

Note: The Statements of Material Facts under Section 134(3) of the Companies Act, 2017 pertaining to Special Businesses of Notice concerning information as required to be disclosed under applicable provisions of relevant laws and regulations is attached with this notice of AGM.

NOTES:

1. **Book Closure:** The share transfer books of the company will remain closed from 22-10-2022 to 28-10-2022 (both days inclusive). Transfers received in order at the office of the Company's Share Registrar, M/S CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S., Main Shahrah-e-Faisal, Karachi. Telephone: +92 21 111-111-500, Fax: +92 21 34326053, Toll Free: 0800 23275 (CDCPL), Email address: info@cdcsrsl.com, Website: <https://www.cdcsrsl.com> by the close of business (5:00 PM) on 21-10-2022 will be considered in time to be eligible for the purpose of attending and voting at 14th Annual General Meeting of HTL (hereinafter referred to in this notice as the "AGM").

2. **Appointment of Proxy:** A member entitled to attend and vote at the AGM is entitled to appoint another member as a proxy to attend and vote instead of him/her. The instrument appointing a proxy must be received at the Registered Office of the company not less than 48 hours before the time fixed for AGM.

3. **CORONAVIRUS Contingency Planning For AGM:** In view of continued threats of new variants of Coronavirus Pandemic as well as Directives / Instructions / Guidelines of SECP and other Government Dept. / Institutions, listed companies are required to modify their usual planning for general meetings with minimized physical attendance and that too with due implementation of COVID-19 related SOPs of federal and provincial governments along with arrangement for online participation. Accordingly and for the purposes of prioritising wellbeing, health and safety of HTL's shareholders, directors and employees, the Company has made both arrangements while also ensuring compliance with quorum and other legal / regulatory requirements of general meetings. Shareholders of HTL are encouraged to participate in AGM electronically through video link /Zoom Application and further encouraged to consolidate their attendance through proxies.

A. Online Participation In AGM via ZOOM Application: The shareholders are encouraged to login and participate in the proceedings of AGM through their own smart phones/computers from their own convenient locations after completing all formalities as required for verification and identification of shareholders. To attend the AGM electronically, the Login facility will be opened about half hour before start of AGM.

B. The shareholders of HTL, who wish to attend the AGM electronically through video link, are requested to register their following particulars by sending an e-mail at info@masgroup.org latest by or before the close of business hours (5:00 p.m.) on 27-10-2022. Emails after this date/time may remain unresponded.

Folio/ CDS Account No.	No. of Shares held	Name of Shareholder	Father's/ Husband's name	CNIC No.	Cell Phone No. with Whatsapp	Active email address

The video link and/or login credentials will be shared with the shareholders whose e-mails, containing all the requested particulars, are received at the given e-mail address by or before the date/time specified above. For any query regarding procedure /requirements of online participation in AGM, the members may please contact on the above-mentioned e-mail address or at +92 42 111 645 942 during business hours

C. Online Submission of Comments / Suggestions: The shareholders are also encouraged to send their comments / suggestions in writing, related to the proposed agenda items of the AGM by sending an email at info@masgroup.org by the close of business hours (5:00 p.m.) on 27-10-2022.

4. Verification and Identification of Participants at AGM: Each online participant shall authenticate his/her identity at AGM by enabling clear camera of his/her computer device / mobile etc. for verification and identification purposes.

A. For Attending the Meeting

a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by submitting online scan/photo of his/her original CNIC/Passport along with Participant ID & Account number at the time of login to the video link/Zoom application for attending online AGM.

b. In case of corporate entity, scan/photo of the Board's resolution / power of attorney with specimen signature of the nominee shall be submitted online (unless it has been provided earlier) at the time of login to the video link/Zoom application for attending online AGM.

B. For Appointing Proxies

a. In case of individuals, the account holder and/or sub-account holder, whose registration details are uploaded as per the CDC Regulations, shall submit scan/photo of the proxy form as per above requirements.

b. The proxy form shall be (i) duly stamped with adhesive revenue tickets of PKR 50/- and (ii) witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the proxy form.

c. Attested copies of CNIC or the Passport of beneficial owners and of the proxy shall be furnished with the proxy form.

d. The proxy shall submit scan/photo of his original CNIC or Passport at the time of login to the video link/Zoom application for attending online AGM.

e. In case of corporate entity, scan/photo of the Board's resolution / power of attorney with specimen signature thereon shall be submitted online (unless it has been provided earlier) along with proxy form to the Company at the time of login to the video link/Zoom application for attending online AGM.

5. Correspondence by Members: The shareholders must identify themselves by quoting their respective Folio/ CDS Account numbers in all correspondence with the Company and/or its share registrar for any purpose including but not limited to the Online Participation in AGM, Comments & Suggestions on proposed agenda items in AGM / Transfers & Transmissions of shares, and Changes/Updates in CNIC / NICOP / Passport # / IBAN / Correspondence Address / Email Address / Mobile Phone # etc.

6. Video Conferencing Facility: If the Company receives consent from members holding aggregate 10% or more shareholding, residing in geographical location to participate in the meeting through video conference at least 7 days prior to the date of AGM, the Company will arrange video conference facility in that city subject to availability of such facility in that city.

In this regard, please fill the following and submit to registered address of the company at least 7 days prior to the date of AGM.

"I/We, _____ of _____, being a member of Hi-Tech Lubricants Limited, holder of _____ ordinary share(s) as per Registered Folio/CDC Account/Sub Account No. _____ hereby opt for video conference facility at _____.

7. Placement of Notice & Proxy Forms (English & Urdu) and Financial Statements on HTL's Website: The Company has placed the Notice of AGM along with Form of Proxy in English & Urdu languages and the Audited Financial Statements for last completed financial year ended June 30 along with Auditor's and Directors' Reports thereon on Company's website: www.hitechlubricants.com and at PUCARS website of PSX <https://dps.psx.com.pk/company/HTL>.

8. Transmission of Audited Financial Statements & Notices of General Meetings: Audited financial statements of the Company will be sent to shareholders through post/courier in CD/DVD along with printed notice of AGM. Soft copies of any or all the documents and information of the Company including audited financial statements and notices of general meetings may be sent electronically through emails to consenting shareholders. Shareholders may request the Company in writing to receive the soft copies of the same through e-mail and shareholders may provide their written consent with valid email addresses accordingly on the Standard Request Form available on Company's website. The Company shall provide hard copies of Audited Financial Statements and notices of general meetings to its shareholders, on their written request, free of cost, within seven days of receipt of such request.

9. Postal Ballot / E-Voting: In accordance with the Companies (Postal Ballot) Regulations, 2018, for any agenda item subject to the requirements of Section 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right of vote through postal ballot i.e. by post or e-voting, in the manner and subject to the conditions contained in the aforesaid regulations.

10. Deduction of Zakat from the amount of Dividend: In accordance with Zakat & Ushr Ordinance, 1980 and/or applicable rules & regulations made thereunder (the Laws), if any shareholder has not submitted within the timeframe prescribed under the Laws, or at least one month before the start of close period fixed for dividend entitlements a duly filled/completed and properly attested in original the Zakat Declaration (in case of Muslim) and Solemn Affirmation (in case of Non muslim) on the formats prescribed under the Laws to his/her Broker/CDC (in case of CDS shareholder) and to the Company's Share Registrar (in case of physical shareholder), then his/her zakat status in the dividend entitlement register may be found as Muslim Zakat Payable, and the Company will be constrained to make compulsory deductions of Zakat @ 2.5% of face value of each share from the gross amounts of his/her cash dividends.

11. Mandatory Dividend Mandate: According to the provisions of Section 242 of the Companies Act, 2017 (the "Act"), any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Further, rule 3 of Companies (Distribution of Dividends) Regulations, 2017 provides that the Company should make payment of final cash dividend within a period of ten working days from the date of its declaration. Therefore, the registered shareholders of the Company are requested to provide following details in order to credit their cash dividends directly to their international bank account number (IBAN), if declared:

(i) in case of book-entry securities in CDS, to the CDS Participants; and

(ii) In case of physical securities to Company's Share Registrar, M/S CDC Share Registrar Services Limited, CDC House, 99-B, Block "B", S.M.C.H.S., Main Shahrah-e-Faisal, Karachi. Telephone: +92 21 111-111-500, Fax: +92 21 34326053, Toll Free: 0800 23275 (CDCPL), Email address: info@cdcsrsl.com, Website: <https://www.cdcsrsl.com/> as mentioned below.

1	Shareholder's Name	2	Father's/Husband's Name
3	Folio No.	4	Postal Address
5	Name of Bank	6	Name of Branch
7	Address of Branch	8	Title of Bank Account
9	Bank Account No. (Complete with Code)	10	IBAN *(Complete with Code)
11	Mobile Phone No.	12	Landline Phone No. (if any)
13	CNIC No. (attach copy)	14	NTN (in case of corporate entity, attach copy)
	Signature of Shareholder (as on CNIC)		* IBAN number (International Bank Account Number) will be provided by your banker, containing alpha, numeric and without any space and gap.

12. Deduction of Withholding Tax on the amount of Dividend: The company, hereby advise to its shareholders as hereunder;

A.For filers & non filers: The company is required to collect tax on dividend under Section 150 of the Income Tax Ordinance, 2001 from the person not appearing in active taxpayer list (ATL) at the rates specified in the Ordinance as increased by 100%. These tax rates are as under:

- i. For filers of income tax returns 15%
- ii. For non-filers of income tax returns 30%

To enable the company to make tax deduction on the amount of cash dividend whenever declared @ 15% instead of 30%, all the shareholders whose names are not entered into the Active Tax-payers List (ATL) provided on the website of Federal Board of Revenue, despite the fact that they are filers, are advised to make sure that their names are entered into ATL before the start of above mentioned book closure otherwise tax on their cash dividend will be deducted @ 30% instead of @ 15%.

For any query/problem/information, the investors may contact the Company's above-mentioned Share Registrar.

The corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas, corporate physical shareholders should send a copy of their NTN certificate to the Company or its Share Registrar. The shareholders while sending NTN or NTN Certificates, as the case may be, must quote Company name and their respective folio numbers and updated mailing addresses.

B.For Joint Shareholders: In the case of shares registered in the name of two or more shareholders, each joint-holder is to be treated individually as either a filer or non-filer and tax will be deducted by the company on the basis of shareholding of each joint-holder as may be notified to the Company in writing. The joint-holders are, therefore, requested to submit their shareholdings proportions of Principal Shareholder and Joint-Shareholder(s) in respect of shares held by them, otherwise each joint-holder shall be presumed to have an equal number of shares.

13. Guidelines for Shareholders to Access CDC's eServices Portal: Central Depository Company (CDC) has developed a Centralized Services Portal (CSP) as eServices web portal which incorporate details and maintain histories pertaining to cash dividends paid, unpaid or withheld by listed companies and tax/zakat deductions, if and whenever applicable, and net amount credited. Access to all such information can be provided by CSP to the respective shareholders upon login. The web portal also facilitate shareholders of listed companies in retrieving details of cash dividends from centralized register and using the same for their record purposes. Shareholders should access CDC's CSP at <https://csp.cdaccess.com.pk/#/login> and get them registered (if not registered before) for downloading their respective tax/zakat Deduction Certificates. Shareholders can also install CDC's newly launched mobile application for CSP. In addition, the Dividend/Zakat & Tax Deduction Report can also be obtained directly from your Participant (Stock broker) which has been provided to them on their CDS terminals. Moreover, you will also receive a copy of this report on your provided/registered email addresses.

14. Mandatory Conversion of Physical Share Certificates into Book Entry Form: In continuation to Company's efforts to follow up through newspaper advertisements with all shareholders holding shares in physical form as required under SECP's letter number CSD/ED/Misc./2016-639-640 dated March 26, 2021, the shareholders holding Physical Share Certificates must comply with section 72 of Companies Act 2017 and they should open their respective account(s) with Central Depository Company of Pakistan Limited (CDC) (either Investor Account directly with CDC or sub-account through under the eligible broker) and must convert their respective physical shares into book entry forms on priority basis. Shareholders may contact Company's Share Registrar to understand the process of conversion of physical shares into the book entry form and benefits of holding book entry shares.

STATEMENT U/S 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts pertaining to the special businesses to be transacted at the 14th Annual General Meeting (AGM) of Hi-Tech Lubricants Limited (the "Company" or "HTL") to be held on Friday October 28, 2022 at 11:00 Hours at Falettis Hotel, 24-Egerton Road, Lahore and via video link / Zoom application.

(1) Agenda Item No. 5:

(a) Ratification and Approval of Related Party Transactions with SHT

All the transactions with Sabra Hamida Trust (SHT), an associated undertaking of HTL, during the period from July 01, 2021 to June 30, 2022 are entered into by the Company in the ordinary course of business and at Arm's Length Basis under Related Party Transactions Policy of the Company and under approval of HTL's shareholders in Annual General Meeting held on October 26, 2021 to the Board of Directors of HTL regarding authorization to the Board to approve all related party transactions of HTL with SHT during the financial year 2021-2022. Record consisting of details of all the transactions along with all supporting documents is maintained as per legal requirements and available in the registered office of HTL. All Contributions to SHT are Tax Exempted under Clause (C) of Sub Section (36) of Section 2 of Income Tax Ordinance 2001 Vide FBR Letter No.2769/J Dated: Jan.14, 2014.

STATEMENT U/S 134 (3) OF THE COMPANIES ACT, 2017



Nature and amount of Transactions along with applicable Pricing Policy are detailed below;

Name(s)	Nature of Transactions	Amount (PKR)	Pricing Policy
Sabra, Hamida Trust (SHT)	Donations under CSR Policy	18,000,000/-	As per approved CSR Policy of HTL, and approval of HTL's shareholders in AGM dated 26-10-2021 regarding authorization to HTL's Board of Directors to approve all transactions of HTL with SHT during the financial year 2021-22.

The transactions of HTL with SHT have been approved by the Board in the quarterly/annual financial statements during the fiscal year 2021-22 under the authority given by the shareholders in AGM held on October 26, 2021 to the Board of Directors of HTL, however, the Board decided to place above related party transaction concluded during the fiscal year 2021-22 before the shareholders in AGM for ratification and approval due to the interests/concerns of five out of ten directors named as (i) Mr. Hassan Tahir, (ii) Mr. Muhammad Ali Hassan, (iii) Mr. Tahir Azam, (iv) Mr. Shaukat Hassan, and (v) Ms. Mavira Tahir in the above referred related party transactions due to common directorship/Trusteeships and/or relationships amongst common Directors-Trustees and further in compliance to special resolution passed by the shareholders in last AGM.

(b) & (c) Authorization for the Board of Directors to approve related party transactions the during financial year ending June 30, 2023

The company is and shall be conducting transactions of Donations under CSR Policy of the Company with SHT during the financial year ending June 30, 2023, and subsequently, in the ordinary course of business and at Arm's Length Basis as per the approved policy with respect to transactions with related parties in the normal course of business, and therefore, all the future transactions with SHT shall be approved by the Board of Directors on quarterly basis. Considering the interests/concerns of five out of ten Directors due to their common directorship/trusteeship and/or relationship with Trustees of SHT, the related parties' transactions of the fiscal year 2022-23 are suggested to be placed before the shareholders.

Accordingly, approval of shareholders is being sought to authorize Board of Directors of the Company to approve all transactions carried out and to be carried out with SHT during the financial year ending June 30, 2023, which transactions shall be deemed to be approved by Shareholders. The nature and scope of such related party transactions is explained above in the statement of relevant agenda item. The related party transactions are and to be conducted during the financial year ending June 30, 2023, shall then be placed before the shareholders in the next AGM for their formal approval / ratification.

The directors, sponsors, majority shareholders and their relatives are not interested, directly or indirectly, in the above special business except to the extent of their respective shareholdings in the Company and to the extent of their common directorship/Trusteeships and/or relationships amongst common Directors-Trustees.

(1) Agenda Item No. 7:

(a) Ratification and Approval of Related Party Transactions with HTBL

All the transactions with Hi-Tech Blending (Pvt) Ltd. (HTBL), the wholly owned subsidiary company of Hi-Tech Lubricants Ltd. (HTL), during the period July 01, 2021 to June 30, 2022 are entered into by the Company in the ordinary course of business and at Arm's Length Basis under Related Party Transactions Policy of the Company and under approval of HTL's shareholders in Annual General Meeting held on October 26, 2021 to the Board of Directors of HTL regarding authorization to the Board to approve all related party transactions of HTL with HTBL during the financial year 2021-2022. Record consisting of details of all the transactions along with all supporting documents is maintained as per legal requirements and available in the registered office of HTL.

HTL is parent company of HTBL and controls it. HTBL has no significant external / unrelated customers and is dependent upon HTL. HTBL's results and operations are closely knit with HTL's sales. Hence, HTBL cannot be, in any way, disassociated from HTL as far as decisions / management are concerned.

Other commercial reasons for entering into RPTs are the following:

- To tap domestic market through localization and to obtain benefits of the market as it has grown appreciably in latest many years and major brand has a vast gap to tap retail segments of the country along with high end industrial and corporate sectors with major volumes.
- State of the art and elaborated testing facilities at subsidiary company.
- To ensure smooth supply chain and to avoid shortages.
- To ensure freight cost saving by building warehouses at the land of subsidiary so as to make cohesion between purchase and dispatch management.

STATEMENT U/S 134 (3) OF THE COMPANIES ACT, 2017



Nature and amount of Transactions along with applicable Pricing Policy are detailed below;

Name(s)	Nature of Transactions	Amounts (PKR)	Pricing Policy
Hi-Tech Blending (Private) Limited (HTBL) (HTBL is a wholly owned subsidiary company of HTL)	Sale of lubricants	1,039,426	As per approved contract between HTL & HTBL, Related Party Transactions Policy of HTL and Standard Cost Plus Method and approval of HTL's shareholders in AGM dated 26-10-2021 regarding authorization to HTL's Board of Directors to approve all transactions of HTL with HTBL during the financial year 2021-22.
	Purchase of lubricants	8,089,849,202	As per approved contract between HTL & HTBL, Related Party Transactions Policy of HTL and Standard Cost Plus Method and approval of HTL's shareholders in AGM dated 26-10-2021 regarding authorization to HTL's Board of Directors to approve all transactions of HTL with HTBL during the financial year 2021-22.
	Dividend received	260,000,000	As per approved contract between HTL & HTBL, Related Party Transactions Policy of HTL and approval of HTL's shareholders in AGM dated 26-10-2021 regarding authorization to HTL's Board of Directors to approve all transactions of HTL with HTBL during the financial year 2021-22.
	Lease rentals paid	3,000,000	As per approved lease agreement, Comparable uncontrolled price method and Market Rent Prevalent in the vicinity and approval of HTL's shareholders in AGM dated 26-10-2021 regarding authorization to HTL's Board of Directors to approve all transactions of HTL with HTBL during the financial year 2021-22.

The transactions of HTL with HTBL have been approved by the Board in the quarterly/annual financial statements during the fiscal year 2021-22 under the authority given by the shareholder in AGM held on October 26, 2021 to the Board of Directors of HTL, however, the Board decided to place above related party transaction concluded during the fiscal year 2021-22 before the shareholders in AGM for ratification and approval due to the interests/concerns of five out of ten directors named as (i) Mr. Hassan Tahir, (ii) Mr. Muhammad Ali Hassan, (iii) Mr. Tahir Azam, (iv) Mr. Shaukat Hassan, and (v) Ms. Mavira Tahir in the above referred related party transactions due to common directorship and/or relationships amongst common Directors and further in compliance to special resolution passed by the shareholders in last AGM.

(b) & (c) Authorization for the Board of Directors to approve related party transactions during the financial year ending June 30, 2023

The company is and shall be conducting transactions with HTBL including sale and purchase of goods, loan disbursements and payment of lease rentals etc. during the financial year ending June 30, 2023 and subsequently, in the ordinary course of business and at Arm's Length Basis as per the approved policy with respect to transactions with related parties in the normal course of business, and therefore, all the future transactions with HTBL shall be approved by the Board of Directors on quarterly basis. Considering the interests/concerns of five out of ten Directors due to their common directorship and/or relationship with Directors of HTBL, the related parties' transactions of the fiscal year 2022-23 are suggested to be placed before the shareholders.

Accordingly, approval of shareholders is being sought to authorize Board of Directors of the Company to approve all transactions carried out and to be carried out with HTBL during the financial year ending June 30, 2023, which transactions shall be deemed to be approved by Shareholders. The nature and scope of such related party transactions is explained above in the statement of relevant agenda item. The related party transactions are and to be conducted during the financial year ending June 30, 2023, shall then be placed before the shareholders in the next AGM for their formal approval/ ratification.

The directors, sponsors, majority shareholders and their relatives are not interested, directly or indirectly, in the above special business except to the extent of their respective shareholdings in the Company and to the extent of their common directorship and/or relationships amongst common directors.

All other statements of related party transactions during financial year were executed at Arm's Length Basis and under Related Party Transactions Policy of the Company, and approved by Board on recommendations of Audit Committee There was no departure from the guidelines mentioned in applicable Corporate Governance Regulations for such transactions.

مختار نامہ

میں / ہم _____
 کا / کے _____
 بحیثیت رکن ہائی-ٹیک لبریکنٹس لمیٹڈ اور حال حاضر، برطانیہ شیز رجسٹرڈ فیوچر
 اور ایسی ڈی سی پارٹنرس (شرکت آئی ڈی نمبر _____)
 اور سب اکاؤنٹ (ذیلی کھاتہ) نمبر _____
 محترم / محترمہ _____
 مورخہ 28 اکتوبر 2022ء بروز جمعہ بوقت 11:00 بجے دن
 کو اپنے / ہمارے ایما پر _____

کو منعقد ہونے والے کمپنی کے سالانہ اجلاس عام میں حق رائے دہی استعمال کرنے یا کسی بھی التواء کی صورت اپنا / ہمارا بطور مختار (پراسی) مقرر کرتا ہوں / کرتے ہیں۔
 آج بروز _____ بتاریخ _____ اکتوبر 2022ء کو دستخط کئے گئے۔

گواہان:

پچاس روپے مالیت کے رسید ٹکٹ پر دستخط

دستخط: _____
 نام: _____
 پتہ: _____
 کمپیوٹرائزڈ شناختی کارڈ یا پاسپورٹ نمبر: _____

دستخط کمپنی کے نمونہ دستخط سے
 مماثل ہونے چاہئیں

دستخط: _____
 نام: _____
 پتہ: _____
 کمپیوٹرائزڈ شناختی کارڈ یا پاسپورٹ نمبر: _____

نوٹ: اجلاس میں شرکت اور ووٹ دینے کا اہل رکن، اجلاس میں شرکت کیلئے اپنی بجائے کسی دوسرے رکن کو اپنا نائب مقرر کر سکتا ہے۔
 نیابت فارم یا قاعدہ دستخط شدہ اور مہر شدہ لازماً اجلاس سے کم از کم (۲۸) گھنٹے قبل کمپنی کے رجسٹرڈ دفتر میں جمع کرائے جانے چاہئیں۔
 نائب کی نامزدگی کیلئے۔ a- فرد کی صورت میں، کھاتہ دار اور یا ذیلی کھاتہ دار جن کی رجسٹریشن کی تفصیلات سی ڈی سی ضابطے کے مطابق اپ لوڈ کر دی گئی ہوں، درج ذیل ضروریات کے مطابق
 نیابت فارم جمع کرانا ہوگا۔

b- نیابت فارم پر دو گواہوں کی تصدیق کرنا ضروری ہے جن کے نام، پتے اور کمپیوٹرائزڈ قومی شناختی کارڈ نمبر فارم پر درج ہونگے۔
 c- حصہ داران اور ان کے نائب کے کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی تصدیق شدہ فوٹو کا پیمانے نیابت فارم کے ساتھ منسلک ہوگی۔
 d- نائب اپنے اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا اصل پاسپورٹ کی سکین / فوٹو آن لائن اجلاس میں شرکت کے لئے وڈیولنک / ذوم اپیلیکیشن میں لاگن کرتے وقت بھیجے گا۔
 e- کاروباری اداروں کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد / پاور آف اٹارنی بعد نامزد شخص کے نمونہ دستخط اور نیابت فارم کی سکین / فوٹو آن لائن اجلاس میں شرکت کے لئے وڈیولنک / ذوم اپیلیکیشن میں لاگن کرتے وقت بھیجے گا، (اگر پہلے فراہم نہ کئے گئے ہوں)۔

ENCLOSING CD FOR TRANSMISSION OF ANNUAL AUDITED ACCOUNTS



Securities & Exchange Commission of Pakistan (SECP) vide notification S.R.O. 470 (i) / 2016 dated May 31, 2016 has allowed listed companies to circulate annual balance sheet and profit and loss accounts, auditor's report and director's report (Annual Audited Accounts) to its members through CD/DVD/USB at their registered addresses.

The members of the Company unanimously passed a resolution in Extraordinary General Meeting of the Company duly convened on June 16, 2016 regarding transmission of Annual Audited Accounts of the Company through CD/DVD/USB to its members at their registered addresses instead of transmitting the same in Hard Copies.





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