



Cherat Packaging Limited
A Ghulam Faruque Group Company

Infinite Opportunities
Sustainable Tomorrow



**NOTICE OF 37TH ANNUAL
GENERAL MEETING**



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 37th Annual General Meeting of Cherat Packaging Limited will be held on Thursday, October 8, 2026 at 11:30 a.m. at the Registered Office of the Company at Betani Arcade, Jamrud Road, Peshawar, as well as through video link conferencing facility to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended June 30, 2026 with the Directors' and the Auditors' Reports thereon.
2. To consider and approve the payment of final cash dividend @ 30% (Rs. 3.00/- per share). This is in addition to an interim cash dividend @10% (Re.1.00 per share) already paid to the shareholders for the financial year ended June 30, 2026 as recommended by the Board of Directors.
3. To appoint Auditors Grant Thornton Anjum Rahman - Chartered Accountants for the year 2026-27 and to fix their remuneration.
4. To elect nine (9) Directors of the Company as fixed by the Board of Directors u/s 159(1) of the Companies Act, 2017, for a term of three (3) years commencing from October 24, 2026. The names of retiring Directors are (1) Mr. Akbarali Pesnani (2) Mr. Amer Faruque (3) Mr. Aslam Faruque (4) Mr. Shehryar Faruque (5) Mr. Arif Faruque (6) Mr. Ali H. Shirazi (7) Mr. Abid Vazir (8) Mr. Sher Afzal Khan Mazari and (9) Ms. Maleeha Humayun Bangash.
5. To transact any other business with the permission of the chair.

SPECIAL BUSINESS

6. To consider and approve the following resolution as Special Resolution:
 - a) **"RESOLVED** that the transactions carried out in the normal course of business with related parties and associated companies as disclosed in Note 35 of the Financial Statements during the year ended June 30, 2026, be and are hereby ratified and approved."
 - b) **"FURTHER RESOLVED** that the Board of Directors of the Company be and is hereby authorized to enter and approve all transactions to be carried out in the normal course of business with related parties and associated companies during the ensuing year ending June 30, 2027."

The statement(s) under section 134 & 166 of the Companies Act, 2017, pertaining to the above-mentioned Special Business and election of Directors are attached with the notice.

By Order of the Board of Directors

Asim H. Akhund

Company Secretary

Karachi: August 18, 2026

The Annual Audited Financial Statements of the Company together with the reports and documents required under Companies Act, 2017, have been uploaded on the website of the Company which can be downloaded from the following link and/or QR enabled code:

Weblink: <https://gfg.com.pk/cpl/financial-information/>

QR Code



Notes:

1. The register of members of the Company will be closed from Thursday, October 1, 2026 to Thursday, October 8, 2026 (both days inclusive) and no transfers will be registered during that time. Shares received in order at the Office of the Share Registrar of the Company, CDC Share Registrar Services Limited (CDCSRSL), CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 at the close of business on Wednesday, September 30, 2026 will be treated in time for the above entitlement.
2. A member of the Company eligible to attend, speak and vote at the Annual General Meeting may appoint another member as his/her proxy to attend, speak and vote in his/her stead. Proxies to be effective must be in writing and must be received by at the Company's Head Office, Modern Motors House, Beaumont Road, Karachi, 48 hours before the meeting. Proxy Form may also downloaded from the Company's website i.e. www.gfg.com.pk.
3. The AGM proceedings will also be held via video through ZOOM application (a video link conferencing facility). Shareholders interested to participate in the meeting are requested to email required information with subject "Registration for Cherat Packaging Limited AGM" along with a valid copy of both sides of Computerized National Identity Card (CNIC) at cdcsr@cdcsrsl.com. Shareholders are advised to mention their full details in the following manner:

Full Name of Shareholder / Proxy Holder	Company	CNIC Number	Folio / CDC A/c No.	Email Address	Mobile Phone No.
	Cherat Packaging Ltd.				

4. Video link details and login credentials will be sent to members at their provided email addresses enabling them to attend the meeting on the given date and time.
5. Members will be able to login and participate in the AGM proceedings through their devices after completing all the formalities required for the identification and verification of the shareholders. Video link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at least 48 hours before the time of AGM.
6. Members of the Company whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to bring original Computerized National Identity Card along with their account number in CDS and participant's ID number for verification.
7. Members of physical shares are requested to notify any change in their addresses to the Company's Share Registrar. Whereas, shareholders of CDC Accounts are requested to immediately notify any change in their addresses to their respective CDC Participant / Broker / CDC Investor Account Services.
8. According to Section 119 of the Companies Act, 2017, and Regulation 47 of the Companies Regulations, 2024, all physical shareholders are advised to provide their mandatory information such as CNIC number, address, email address, contact mobile / telephone numbers, occupation, etc. to CDC Share Registrar Services Limited immediately to avoid any non-compliance of law or any inconvenience in future.

9. Members of physical shares who have not yet submitted photocopy of their valid Computerized National Identity Card (CNIC) are requested to send the same to the Share Registrar of the Company.
10. As per Section 72 of the Companies Act, 2017, every listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the SECP. Shareholders having physical shareholding are accordingly required to open their account with investors account services of CDC or sub account with any of the brokers and convert their physical shares in book entry form. This will facilitate the shareholder in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.
11. Shareholders are hereby reminded that Section 242 of the Companies Act, 2017, provides that in case of a listed company, any cash dividend declared by the company must be paid electronically directly into the bank accounts of the shareholders. In order to receive dividends directly into their bank account, shareholders are requested to fill in E-Dividend Mandate Form available on the Company's website i.e. www.gfg.com.pk and send it duly signed along with a copy of CNIC to the Registrar of the Company CDC Share Registrar Services Limited in case of physical shares. In case shares are held in CDC, then E-Dividend Mandate Form must be submitted directly to shareholder's broker/participant/CDC investor account services. In case of non-submission of IBAN, the Company will withhold the payment of dividends under the Companies (Distribution of Dividends) Regulations, 2017. Further, the information regarding gross dividend, tax/zakat deduction and net amount of dividend will be provided through the Centralized Cash Dividend Register (CCDR), therefore, shareholders should register themselves to CDC's eServices Portal at <https://eservices.cdcaccess.com.pk>.
12. In compliance of Section 244 of the Companies Act, 2017, once the Company has completed stipulated formalities, any unclaimed dividend and /or shares that have remained outstanding for a period of three years from the date of becoming due and payable or more shall be credited to the Federal Government (in case of dividend) or delivered to the SECP (in case of physical shares). Shareholders who by any reason could not collect their remaining unclaimed dividend/shares are advised to contact the Share Registrar of the Company to collect/inquire about their unclaimed dividend or shares, if any.
13. The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018, the SECP has directed all listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business and in case of election of directors, if the number of persons who offer themselves to be elected is more than the number of directors fixed under section 159 of the Companies Act, 2017.

Accordingly, the members of the Company will be allowed to exercise their right to vote through electronic voting facility or voting by post, subject the requirements of section 143 and 144 of the Companies Act, 2017, for the special business and election of directors, (if required) in the AGM to be held on Thursday, October 8, 2026 at 11:30 a.m., in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

Procedure for E – Voting:

14. Details of the e-voting facility will be shared through an e-mail with those shareholders of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on September 30, 2026.

The web address, login details, will be communicated to members via email. The security codes will be communicated to members through SMS from web portal of CDC Share Registrar Services Limited (being the e-voting service provider).

Identity of the shareholders intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.

E-Voting lines will start from October 4, 2026 and shall close on October 7, 2026 at 5:00 p.m. Shareholders can cast their votes any time during this period. Once the vote on a resolution is casted, he / she shall not be allowed to change it, subsequently.

Procedure for Voting Through Postal Ballot:

The shareholders shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC), should reach the Chairman through post on the Company's address, 3rd Floor Modern Motors House, Beaumont Road, Karachi or email at agmcpl@gfg.com.pk one day before the AGM i.e. on October 7, 2026, during working hours. The signature on the ballot paper shall match the signature on the CNIC.

For the convenience of the shareholders, ballot paper is annexed to this notice and the same is also available on the Company's website at www.gfg.com.pk for the purpose of being downloaded.

15. In pursuance of directive issued by the Securities & Exchange Commission of Pakistan, no gifts will be distributed at the meeting.
16. Shareholders have option to receive Annual Audited Financial Statements and Notice of General Meeting through email. Notice of the AGM shall be circulated to members at their registered email addresses provided to the Company, in accordance with applicable laws. Shareholders of the Company are requested to give their consent to our Share Registrar to update the record if they wish to receive Annual Audited Financial Statements and Notice of General Meeting through email. However, if shareholders, in addition, request for hard copy of Audited Financial Statements, the same shall be provided free of cost within seven (7) days of receipt of such written request.
17. All shareholders are advised to check their status on Active Taxpayers List (ATL) available on FBR website and, if required, take necessary actions for inclusion of their name in the ATL. In case a person's name does not appear in the ATL the applicable tax rate will be increased by the hundred percent.
18. In case of joint account, please intimate proportion of shareholding of each account holder along with their individual status on the ATL.

19. Corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participant, whereas corporate physical shareholders should send a copy of their NTN certificate to the CDC Share Registrar Services Limited. The Shareholders while sending NTN or NTN Certificate, as the case may be, must quote the Company name and their respective folio number.
20. Withholding tax exemption from the dividend income shall only be allowed if copy of valid tax exemption certificate is made available to CDC Share Registrar Services Limited by the first day of Book Closure.
21. To claim exemption from compulsory deduction of Zakat, shareholders are requested to submit Zakat Declaration (Form CZ-50) or its attested photocopy to CDC Share Registrar Services Limited, in order to avoid deduction of Zakat on all future dividends, at the earliest.
22. Any member who intends to contest the election for the office of the Directors shall file with the Company at its Head Office not later than fourteen (14) days before the date of the Annual General Meeting following documents:
 - a) Notice of his/her intention to offer himself/herself for election of Director as an Independent Directors, Female Directors and Other Directors in terms of Section 159(3) of the Companies Act, 2017;
 - b) Consent to act as director on signed appendix to Form 9, duly completed and signed by the candidate along with copy of valid CNIC;
 - c) Detailed profile (including other directorship, if any) along with official address for placement on the Company's website seven (7) days prior to the date of the AGM;
 - d) Declaration/undertaking in respect of being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the eligibility criteria as set out in the Companies Act, 2017.
 - e) Declaration/undertaking by an Independent Director under the Listed Companies (Code of Corporate Governance) Regulations, 2019, and the Companies (Manner and Selection of Independent Directors) Regulations, 2018, on non-judicial stamp paper, confirming that he/she meets the requirements under Section 166 of the Companies Act, 2017; and
 - f) The candidates are required to read the relevant provisions/requirements relating to the appointment/election of directors, as mentioned in the Companies Act, 2017, and the Listed Companies (Code of Corporate Governance Regulations), 2019, and ensure compliance with the same in letter and spirit.
23. The current term of the Company's Board of Directors will expire on October 24, 2026. In accordance with SECP Circular No. 01 of 2026 dated January 08, 2026, companies are permitted to hold the election of directors at the AGM where the election becomes due within thirty (30) days after the AGM. Furthermore, as provided in Paragraph 4 of SECP Circular No. 7 of 2025 dated March 13, 2025, the effective date of appointment of the newly elected directors shall remain the actual due date, i.e., October 24, 2026.

24. If the number of members who offer themselves is not more than the number of Directors to be elected, such members will be elected unopposed without the voting process.
25. The final list of contesting Directors will be published in newspaper not later than seven (7) days before the date of the AGM, in terms of section 159 (4) of the Companies Act, 2017. Further, the website of the Company will also be updated with the required information.
26. In case of election of directors, if required, then schedule and procedure of postal ballot/electronic voting along with Postal Ballot for election of directors shall be published in newspaper and also placed on the Company's website i.e. www.gfg.com.pk seven (7) days before the meeting.

Scrutinizer

27. In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Company has appointed UHY Hassan Naeem & Co, Chartered Accountants, having rating Quality Control Review Program (QCR) of Institute of Chartered Accountants of Pakistan as audit firm, to act as the Scrutinizer of the Company for the election of Directors to be held in the general meeting and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

Statement Under Section 166 of the Companies Act, 2017 - Regarding Independent Directors

Independent Directors shall be selected in accordance with the applicable criteria set out for independence under section 166 of the Companies Act, 2017, and the Companies (Manners and Selection of Independent Directors) Regulations, 2018. Further, the Regulations issued there under and their names should be listed on the databank of independent directors maintained by Pakistan Institute of Corporate Governance. However, the candidate shall be elected in the same manner as other directors are elected in terms of Section 159 of the Companies Act, 2017. No directors have direct or indirect interest in the above said business other than as shareholders of the company, and they can contest the election of directors subject to the eligibility criteria.

Statements Under Section 134 of the Companies Act, 2017

Related Party Transactions

The statement sets out material facts concerning "Special Business" to be transacted at the Annual General Meeting of the Company to be held on Thursday, October 8, 2026. The approval of the Members of the Company will be sought for:

During the financial year ended June 30, 2026, the Company carried out transactions with its associated companies and related parties in accordance with its policies and applicable laws and regulation. Related party transactions require shareholders' approval under sections 207 and 208 of the Companies Act, 2017. Such transactions are being placed before the shareholders for their approval through special resolution proposed to be passed in the Annual General Meeting.

The shareholders are requested to ratify the transactions which have been disclosed in Note no. 35 of the Financial Statements for the year ended June 30, 2026 and further to authorize the Board of Directors to conduct transactions with related parties or associated companies for the year ending June 30, 2027.

Party wise breakup of transactions as disclosed in Note no. 35 of the Financial Statements for the year ended June 30, 2026 is given below:

Name of Related Party	Nature of Transaction	Amount (Rs. in '000)
Atlas Asset Management Limited	Services Received	345
Atlas Insurance Limited	Insurance Premium	8,552
Atlas Insurance Limited	Dividend Paid	13,556
Cherat Cement Company Limited	Sales of Packing Material	2,461,211
Cherat Cement Company Limited	Dividend Paid	10,820
Cherat Cement Company Limited	Dividend Received	29,302
Cherat Cement Company Limited	Purchase of Goods	2,381
Directors	Meeting Fees	5,400
Directors, CEO & their spouse(s)	Dividend Paid	6,896
Employees Provident & Gratuity Fund	Contribution to Fund	71,131
Employees Provident & Gratuity Fund	Dividend Paid	249
Faruque (Pvt.) Limited	Services Received	20,167
Faruque (Pvt.) Limited	Dividend Paid	15,097
Fauji Cement Company Limited	Sale of Packing Material	113,124
Greaves Airconditioning (Pvt.) Limited	Services Received	469
Greaves Airconditioning (Pvt.) Limited	Purchase of Goods	260
Greaves Airconditioning (Pvt.) Limited	Purchase of Fixed Assets	5,697
Greaves FZE	Purchase of Fixed Assets	79,488
Greaves Pakistan (Pvt.) Limited	Services Received	259
Greaves Pakistan (Pvt.) Limited	Dividend Paid	7,398
Greaves Pakistan (Pvt.) Limited	Purchase of Goods	135
Greaves Pakistan (Pvt.) Limited	Purchase of Fixed Assets	140,499
Jubilee General Insurance Company Limited	Insurance Premium	50,421
Key Management Personnel	Remuneration	604,947
Management Association of Pakistan	Services Received	80
Mirpurkhas Sugar Mills Limited	Sale of Packing Material	59,849
Mirpurkhas Sugar Mills Limited	Dividend Paid	7,313
Mirpurkhas Sugar Mills Limited	Purchase of Goods	7,012
National Foods Limited	Sale of Packing Materials	703,900
Pakistan Cables Limited	Purchase of Goods	13,781
Unicol Limited	Sale of Packing Material	42,093
Zensoft (Pvt.) Limited	Software Consultancy Charges	31,581

The Directors are not interested, directly or indirectly, in the above business except to the extent of their Shareholding as mentioned in the pattern of shareholding.

STATUS OF INVESTMENT IN CHERAT CEMENT COMPANY LIMITED

The Company in its Extraordinary General Meeting held on April 21, 2026, had obtained the approval of its shareholders for an investment in its associated Company namely Cherat Cement Company Limited by way of equity investment to be made over a period of five (5) years up to Rs. 250 million by acquiring shares from the market. The Company has to date, made an investment of Rs.13 million approximately, against the approved amount.



CHERAT PACKAGING LIMITED



POSTAL BALLOT PAPER

for voting through post for the Special Business at the Annual General Meeting to be held on Thursday, October 8, 2026, at 11:30 a.m. at the Registered Office of the Company at Betani Arcade, Jamrud Road, Peshawar
UAN: +92 21 111-000-009 Website: www.gfg.com.pk

Folio / CDS Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of shares Held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation, and federal Government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

Resolution for Agenda Item No. 6

- a) **"RESOLVED** that the transactions carried out in the normal course of business with related parties and associated companies as disclosed in Note 35 of the Financial Statements during the year ended June 30, 2026, be and are hereby ratified and approved."
- c) **"FURTHER RESOLVED** that the Board of Directors of the Company be and is hereby authorized to enter and approve all transactions to be carried out in the normal course of business with related parties and associated companies during the ensuing year ending June 30, 2027."

INSTRUCTIONS FOR POLL

Instructions for Poll

1. Please indicate your vote by ticking (✓) the relevant box.

2. In case if both the boxes are marked as (✓), your poll shall be treated as **"Rejected"**.

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

Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Resolution For Agenda Item No. 6		

NOTES:

- Dully filled ballot paper should be sent to the Chairman at 3rd Floor, Modern Motors House, Beaumont Road, Karachi or email at agmcpl@gfg.com.pk
- Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the Chairman within business hours by or before Wednesday, October 7, 2026. Any postal ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport (In case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
- In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution, / Power of Attorney, / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable.
- Ballot Paper form has also been placed on the website of the Company at: www.gfg.com.pk Members may download the ballot paper from the website.

Shareholder / Proxy holder Signature/Authorized Signatory
(In case of corporate entity, please affix company stamp)

Date _____