



NOTICE OF ANNUAL GENERAL MEETING

The 63rd Annual General Meeting of the Company will be held on 27 October 2026 at 11:00 a.m., at Company's Registered Office, 56-Bund Road, Lahore and virtually (via video-link "Zoom"). Instructions with regard to participation appear in the notes below. The AGM is being held to transact the following businesses:

A. ORDINARY BUSINESS

- To confirm the minutes of the Extraordinary General Meeting of the Company held on 22 June 2026.
- To receive and adopt the Audited Financial Statements of the Company for the year ended 30 June 2026 together with the Chairman's Review, Directors' Report and Independent Auditors' Report thereon.
- To consider and, if thought fit, approve the cash dividend @ Rs. 13.50/- per share, i.e., 135%, as recommended by the Board of Directors, for the year ended 30 June 2026.
- To appoint External Auditors of the Company for the financial year ending 2026-27 and to fix their remuneration.

B. SPECIAL BUSINESS

- To ratify the transactions carried out by the Company with related parties disclosed in the Financial Statements for the year ended 30 June 2026 by passing the following resolution with or without modification as special resolution:
"RESOLVED THAT all related parties' transactions carried out by the Company as disclosed in Note No. 42 of the Financial Statements of the Company for the year ended 30 June 2026 be and are hereby noted, ratified and approved."
- To approve potential transactions with related parties intended to be carried out in the financial year 2026-27 and to authorize the Board of Directors of the Company to carry out such related parties' transactions at its discretion from time to time, irrespective of the composition of the Board of Directors.
 The resolutions to be passed in this respect (with or without modification) as special resolutions are as under:
"RESOLVED THAT in accordance with the policy approved by the Board and subject to such conditions as may be specified from time to time, the Company be and is hereby authorized to carry out transactions with the related parties for the fiscal year 2026-27."
"FURTHER RESOLVED THAT the Board of Directors of the Company may, at its discretion, approve specific related party/parties transaction(s) from time to time, irrespective of the composition of the Board, and in accordance with the provisions of related laws/regulations and Company's policy pertaining to related parties' transactions till the next Annual General Meeting."
"FURTHER RESOLVED THAT all such transactions shall be placed before the shareholders in the next Annual General Meeting for their noting/ratification/approval."
- To consider and, if deemed fit, to pass the following resolutions as special resolutions under section 199 of the Companies Act, 2017, for Investment by way of loan in Shahtaj Sugar Mills Limited (SSML), an associated Company of Shezan International Limited, with or without modification, as recommended by the Board of Directors:
"RESOLVED THAT the proposal for investment by way of a loan of up to an aggregate amount of PKR 500 million (five hundred million) by Shezan International Limited (SIL) in Shahtaj Sugar Mills Limited (SSML), an associated company of SIL, during the financial year 2026-27, for SSML stated business and working capital requirements, be and is hereby approved for recommendation to the Members, subject to the availability of surplus funds and compliance with Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and all other applicable legal and regulatory requirements;
FURTHER RESOLVED THAT the proposed investment shall be made only pursuant to a duly executed written agreement setting out the approved terms and conditions of the facility, including its purpose, tenure, repayment schedule, rate of markup, events of default and security or collateral, if any;
FURTHER RESOLVED THAT the markup rate on the outstanding loan balance shall be one percent above the average borrowing cost of the Company subject to the requirements of applicable laws and regulations.
FURTHER RESOLVED THAT no amount shall be disbursed or otherwise made available under the proposed facility until the requisite Special Resolution of the Members has been duly passed and all applicable due diligence, Directors' certification, statutory disclosures and other conditions precedent have been completed or satisfied;
FURTHER RESOLVED THAT the Chief Executive Officer, Chief Financial Officer and/or Company Secretary of SIL, acting jointly or severally, be and are hereby authorized to take all necessary actions, make all requisite filings and disclosures, finalize and execute the relevant agreement(s) and other documents, and do all such acts, deeds and things as may be necessary or incidental to give effect to this resolution and to place the proposal before the Members for their approval."

C. ANY OTHER BUSINESS

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

STATEMENT OF MATERIAL FACTS Under section 134(3) of the Companies Act, 2017

A Statement required under this section relating to Special Business of agenda items No.5 to No.7 is appended to the Notice of this Meeting being sent to the shareholders of the Company.

Lahore:
06 October 2026.

By Order of the Board
Khurram Babar
Company Secretary

Notes:

- BOOK CLOSURE**
The share transfer books of the Company will remain closed from 21 October 2026 to 27 October 2026 (both days inclusive). Physical/CDC transfers received in order at the Shares Registrar, M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore and email Corplink786@gmail.com by the close of business on 20 October 2026 will be treated in time for determining the transferees to attend, speak and vote at the meeting.
- PARTICIPATION THROUGH VIDEO CONFERENCE FACILITY**
Shareholders interested in attending the Annual General Meeting (AGM) through video link facility ("Zoom" which can be downloaded from Google Play or Apple App Store) are requested to get themselves registered with the Company Secretary office at least two (02) working days before the holding of the time of AGM at meetings@shezan.com by providing the following details:

Name of Shareholder	CNIC No.	Folio No/CDC Account No.	No. of Shares	Cell No.	Email Address

- Upon receipt of the above information from interested shareholders, the Company will send the login details at their email addresses.
- On the AGM day, the shareholders will be able to login and participate in the AGM proceedings through their smartphone or computer devices from their any convenient location.
- The login facility will be opened thirty (30) minutes before the meeting time to enable the participants to join the meeting after the identification process and verification process.

3. CONSENT FOR VIDEO CONFERENCE FACILITY

Pursuant to Section 132 (2) of the Companies Act, 2017, shareholders may avail video conference facility for this AGM provided the Company receives consent from the shareholders holding aggregate 10% or more shareholding at least seven (07) days prior to the date of meeting. The requisite form for availing the facility has been uploaded on Company's website www.shezan.com.

4. APPOINT PROXY

A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. Form of proxies, in order to be valid, must be received at the Registered Office of the Company, Shezan International Limited, 56-Bund Road, Lahore, not less than forty-eight (48) hours before the Meeting.
No person shall act as proxy unless he/she is a member of the Company, except that a corporation may appoint a person who is not a Member. Signature of the shareholder on proxy form must agree with the specimen signature registered with the Company.

5. GUIDELINES TO GENERAL MEETING FOR CDC ACCOUNT HOLDERS

CDC Account Holders will further have to follow the under-mentioned guidelines as laid down by the Securities & Exchange Commission of Pakistan.

(A) For appointing proxies:

- In case of individuals, the account holder or sub-account holder and / or the persons whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- Attested copies of CNIC or the Passport of the beneficial owners and the proxy shall be furnished with the Proxy Form.
- The proxy shall produce his/her original CNIC or Passport at the time of the meeting.
- In case of Corporate entity, the Board of Directors' Resolution / Power of Attorney with Specimen signature of the person nominated to present any vote on behalf of corporate entity, shall be submitted (unless, it has been provided earlier) along with the Proxy Form to the Company.

(B) For attending the meeting:

- In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate identity by showing their original National Identity Card (CNIC) or original passport at the time of attending the meeting.
- In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature of the nominee shall be produced (unless, it has been provided earlier) at the time of attending the meeting.

6. INFORMATION REQUIRED FROM SHAREHOLDERS

Shareholders are requested to immediately notify the Company of any change in their address to our Share Registrar, M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore and email Corplink786@gmail.com.
In order to comply with the requirement of Securities & Exchange Commission of Pakistan (SECP) SRO 19(I) / 2014 dated 10 January 2014 & SRO 275(I) / 2016 dated 31 March 2016, those Shareholders who have not yet submitted the attested copy of their valid CNIC, are once again requested to provide the same with their folio number to the Company Share Registrar

7. WITHHOLDING TAX ON DIVIDENDS

In pursuance of applicable tax laws with regards to deduction of income tax for cash dividend, the rates of deduction of the income tax, under section 150 of the Income Tax Ordinance, 2001 are as follows:

- Rate of tax deduction for filer of income tax returns is 15%
- Rate of tax deduction for non-filer of income tax returns is 30%

All the shareholders whose names are not entered into the Active Taxpayers List (ATL) provided on the website of the Federal Board of Revenue (FBR), despite the fact that they are filers, are advised to make sure that their names are entered into ATL before start of book closure, otherwise tax on their dividend will be deducted @ 30% instead of 15%. As per FBR's clarification, the valid Exemption Certificate under Section 159 of the Income Tax Ordinance, 2001 is mandatory to claim exemption of withholding tax under Clause 47B of Part-IV of Second Schedule to the Ordinance. Those who fall in the category mentioned in above clause must provide valid Income Tax Exemption Certificate to our Share Registrar. Income tax will be deducted on dividend amount as per rates prescribed in Section 150 of the Ordinance.

In case of joint account, each account holder is to be treated individually as either a filer or a non-filer and income tax will be deducted on the basis of shareholding of each joint holder as may be notified by the shareholder, in writing as follows, to the Company by sending following details on the registered address of the Company and the members who have deposited their shares into Central Depository Company of Pakistan Limited (CDC) are requested to send a copy of detail regarding income tax payment status also to the relevant member of stock exchange and CDC, if maintaining CDC investor account, or if no notification, each joint holder shall be assumed to have equal number of shares.

Company Name	Folio/CDS Account No.	Total Shares	Principal Shareholder		Joint Shareholder	
			Name and CNIC No.	Shareholding Proportion (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

The CNIC number / NTN detail is now mandatory and is required for checking the income tax status as per the Active Taxpayers List (ATL) issued by the Federal Board of Revenue (FBR) from time to time.

8. ZAKAT DECLARATION (CZ-50)

Zakat will be deducted from the dividend at source under the Zakat & Usher Laws and will be deposited within the prescribed period with the relevant authority. Any shareholder who wants to claim exemption shall submit Zakat declaration under Zakat and Usher Ordinance, 1980 & Rule 4 of Zakat (Deduction & Refund) Rules, 1981 on prescribed Form CZ-50, to our Share Registrar, M/s. Corplink (Private) Ltd., otherwise no exemption will be granted. The shareholders, while sending the Zakat Declarations as the case may be, must quote Company name and their respective Folio Numbers / CDC Account Numbers.

9. PAYMENT OF DIVIDENDS TO SHAREHOLDERS

In accordance with the provisions of Section 242 of the Companies Act, 2017 and the Companies (Distribution of Dividends) Regulations, 2017, it is mandatory for a listed company to pay cash dividend to its shareholders ONLY through electronic mode directly into the bank account designated by the entitled shareholders. In compliance with the said law, in order to receive your future dividends directly in your Bank account, you are required to provide the information mentioned on the Form placed on the Company's website www.shezan.com and send the same to your brokers/the Central Depository Company Limited, if the shares are held in the electronic form or to the Company's Shares Registrar if the shares are held in paper certificate form. The Company's Share Registrars address is: M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore and email: Corplink786@gmail.com.

10. UNCLAIMED DIVIDEND

An updated list of unclaimed dividend / shares of the Company is available on the Company's website. These are unclaimed dividend / shares which have remained unclaimed or unpaid for a period of three (3) years from the date these have become due and payable. Claims can be lodged by shareholders on claim forms as these are available on the Company's website. Claims forms must be submitted to the Company's Share Registrar, M/s. Corplink (Private) Limited for receipt of dividends / physical shares.

11. CONVERSION OF PHYSICAL SHARES INTO BOOK ENTRY FORM

The SECP through its letter No. CSD/ED/Misc/2016- 639-640 dated March 26, 2016 has advised listed companies to adhere to provisions of Section 72 of the Companies Act, 2017 by replacing physical shares issued by them into book entry form. The shareholders of Shezan International Limited having physical folios / share certificates are requested to convert their shares from physical form into book-entry form as soon as possible. The shareholders may contact their Broker, CDC Participant or CDC Investor Account Service Provider for assistance in opening a CDS Account and subsequent conversion of the physical shares into book-entry form. It would facilitate the shareholders in many ways including safe custody of shares, avoidance of formalities required for the issuance of duplicate shares, etc. For further information and assistance, the shareholders may contact our Share Registrar, M/s. Corplink (Private) Limited.

12. POSTAL BALLOT/E-VOTING

Pursuant to Companies (Postal Ballot) Regulations, 2018 for the purpose of approval of any agenda item at the General Meeting(s), shareholders will be allowed to exercise their right to vote through postal ballot that is voting by post, or e-voting, in the manner and subject to conditions contained in the Companies (Postal Ballot) Regulations, 2018.

13. APPOINTMENT OF SCRUTINIZER

Pursuant to Companies (Postal Ballot) Regulations, 2018 for the purpose of voting of special business agenda items, mentioned in section 183(3)(a) and (b) of the Companies Act, 2017, the companies are required to appoint scrutinizer for monitor and validate voting process at General Meeting(s). M/s. Ali Akhtar Adnan Chartered Accountants, being eligible, offered themselves and have been appointed as a scrutinizer to monitor and validate voting process at AGM.

14. TRANSMISSION OF ANNUAL REPORT

Pursuant to SECP's notification no. SRO 389(I)/2023 dated 21 March 2023, the Annual Report for the financial year ended 30 June 2026 of the Company containing inter alia the audited financial statements, auditor's report, Directors and chairman's report thereon may be viewed and downloaded by following the QR code and Weblink as given under:

WEBLINK https://shezan.com/investor-information	QR CODE
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The Annual Report has also been emailed to those shareholders who have provided their valid email address to the Company. The shareholders who wish to receive a hard copy of the Annual Report may send to the Company Secretary / Share Registrar, the Standard Request Form available on the website of the Company www.shezan.com. The Company then will provide a free of cost hard copy of the Annual Report to the shareholders within one (01) week of the request.

15. AVAILABILITY ON WEBSITE

The notice of the Annual General Meeting along with the statement of material facts under section 134(3) of the Companies Act, 2017 has been placed on the website of the Company www.shezan.com in addition to its dispatch to the shareholders.

16. PROHIBITION OF GIFTS DISTRIBUTION

The Securities and Exchange Commission of Pakistan (SECP), through its circular no. 2 of 2018, dated 09 February 2018, has strictly prohibited companies from providing gifts or incentives, in lieu of gifts (tokens/coupons/lunches/takeaway packages) in any form or manner, to shareholders at or in connection with general meetings. Under Section 185 of the Act, any violation of this directive is considered an offense and companies failing to comply may face penalties and in accordance with the directive issued by the SECP, vide its S.R.O. 452(I)/2025 dated 17 March 2025 the Company would like to inform all the shareholders that NO gifts will be distributed at the AGM.



STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out material facts concerning the Special Business to be transacted at the 63rd Annual General Meeting of Shezan International Limited to be held on 27 October 2026.

The transaction(s) / agreement(s) / contract(s) carried out in the normal course of business with related parties are approved by the Board of Directors of the Company as recommended by the Audit Committee on quarterly basis pursuant to clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019. In the case of related parties, as mentioned below, a majority of the Directors were common and/or shareholder in related parties and in accordance with the provisions of section 207 of the Companies Act, 2017, the quorum of the directors could not be formed for approval of these transaction(s)/agreement(s)/contract(s). Therefore, these transaction(s)/agreement(s) / contract(s) are being placed before the shareholders of the Company for their approval through a special resolution proposed to be passed in the Annual General Meeting.

The name of Directors and nature of their interest in the proposed resolutions is as under:

Name of Director	Shahtaj Sugar Mills Limited	Shahtaj Textile Limited	Shezan Services (Private) Limited	Shahnawaz Engineering (Private) Limited	Shahnawaz (Private) Limited	Information Systems Associate Limited	Shezan Ampis Bakery
Relationship							
Mr. Muneer Nawaz	Chief Executive	Chairman	Chairman	Shareholder	Director	Chairman	-
Mr. Humayun A Shahnawaz	Shareholder	Shareholder	-	-	Shareholder	Shareholder	-
Mr. Muhammad Naeem	Director	Director	Chief Executive	Shareholder	Chief Executive	Director	-
Mr. Rashed Amjad Khalid	Director	Shareholder	Director	Director	Shareholder	Shareholder	-
Ms. Manahil Shahnawaz	Shareholder	Shareholder	-	-	Shareholder	-	-
Mr. Abid Nawaz	Director	Director	Director	-	Shareholder	-	Sole Proprietor

1. SPECIAL BUSINESS AT AGENDA ITEM NO. 5 OF THE NOTICE – RATIFICATION AND APPROVAL OF THE RELATED PARTY TRANSACTIONS FOR THE YEAR ENDED 30 JUNE 2026

In view of the above, the normal business transaction(s) / agreement(s) / contract(s) conducted for the period from 01 July 2025 to 30 June 2026 with related parties as per following detail are being placed before the shareholders of the Company for their consideration and approval/ratification.

TRANSACTIONS

Nature of Transaction	Shahtaj Sugar Mills Limited	Shahtaj Textile Limited	Shezan Services (Private) Limited	Shahnawaz Engineering (Private) Limited	Shahnawaz (Private) Limited	Shezan Ampis Bakery	MNG INC. Canada
Rupees in thousand							
Purchase of sugar	599,518	-	-	-	-	-	-
Sales of finished goods	-	507	-	17	348	22	48,444
Royalty charged	-	-	95,742	-	-	-	-

AGREEMENTS:

The Company buys sugar from M/s. Shahtaj Sugar Mills Limited (a related party on the basis of common directorship) in the normal course of business. These purchases are based on purchase order and delivery of sugar happened after raising of purchase order. Sugar is one of the main ingredients of our products and our whole production scheduling revolves around availability of high quality and timely delivery of sugar. The management of the Company has evaluated that it would be more appropriate to buy the sugar from Shahtaj on the basis of a binding purchase agreement to ensure smooth and reliable supply.

Accordingly, the Company has entered into a purchase agreement with Shahtaj Sugar Mills Limited. The brief details of the agreement and subsequent addendum to the agreement is given below:

Particulars	Agreement
Time Period	14 January 2026 to 30 September 2026
Quantity	4,000 Metric Ton
Total Price	Pkr. 481,355,920/-
Advance	Pkr. 481,355,920/-
Per KG Price	Pkr. 120.338/MT (excluding Sales Tax and FED)
Payment Terms	100% advance payment
Delivery Terms	As and when required

Price and other terms were negotiated after obtaining quotations from other parties to ensure that the agreement is on arm's length basis.

These have resulted in following benefits:

- Smooth and reliable supply;
- Delivery as per our schedule;
- Consistent quality; and
- Proper production scheduling.

2. SPECIAL BUSINESS AT AGENDA ITEM NO. 6 OF THE NOTICE – AUTHORIZATION OF THE BOARD OF DIRECTORS TO APPROVE THE RELATED PARTY TRANSACTIONS DURING THE YEAR ENDING 30 JUNE 2027

The Company would be conducting transaction(s)/agreement(s)/contract(s) with related parties in the normal course of business. The majority of the Directors are common and/or shareholder in related parties as detailed herein above (Agenda item: 5) and in accordance with the provisions of section 207 of the Companies Act, 2017, the quorum of the Directors would not be forming for approval of related party transaction(s)/agreement(s)/contract(s). Therefore, in order to comply with the provisions of clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019, the Shareholders of the Company may authorize the Chief Executive to approve transaction(s) / agreement(s) / contract(s) already carried out and to be carried out in the normal course of business with related parties till the next Annual General Meeting of the Company.

3. SPECIAL BUSINESS AT AGENDA ITEM NO. 7 OF THE NOTICE – INVESTMENT IN SHAHTAJ SUGAR MILLS LIMITED (SSML) IN THE FORM OF LOAN

Shahtaj Sugar Mills Limited ("SSML") is a public limited company incorporated in Pakistan on 27 March 1965. The Company is listed on the Pakistan Stock Exchange Limited under the symbol "SHJS" and has its registered office at 19, Dockyard Road, West Wharf, Karachi. Its production facility is located at Mandi Bahauddin, Punjab.

The authorized share capital of SSML is PKR 150 million, divided into 15,000,000 ordinary shares of PKR 10 each. Its issued, subscribed and paid-up share capital is PKR 120.111 million, comprising ordinary shares of PKR 10 each.

SSML is an associated company of Shezan International Limited. The Company operates an established sugar manufacturing facility at Mandi Bahauddin and has a long-standing presence in Pakistan's sugar industry.

The Board of Directors of Shezan International Limited has carried out necessary due diligence in their meeting held on 28 September 2026 and has approved investment in Shahtaj Sugar Mills Limited (SSML) by way of Loan of upto Pkr. 500 million, subject to approval of the shareholders in the Annual General Meeting of the Company. The proposed facility shall be subject to appropriate financial and commercial due diligence, statutory disclosures and such other requirements as may be applicable under the law.

The loan shall be governed by a formal written agreement between SIL and SSML setting out the terms and conditions of the facility, including its purpose, tenure, repayment schedule, rate of markup, events of default and security or collateral, if any.

The markup rate on the outstanding loan balance shall be one percent (1%) above the average borrowing cost of the Company subject to the requirements of applicable laws and regulations.

The common directors having interest in both companies, where applicable, shall be deemed interested to the extent of this agenda item.

DISCLOSURES IN CASE OF INVESTMENT

3(1)(a)- Regarding Associated Company or Associated Undertaking:

Ref No.	Requirement	Information																				
(i)	Name of associated company or associated undertaking	Shahtaj Sugar Mills Limited (SSML)																				
(ii)	Basis of relationship	Shahtaj Sugar Mills Limited (SSML) is an associated Company of Shezan International Limited by virtue of common directorship.																				
(iii)	Earnings per share for the last three years	<table><tr><th colspan="2">Rupees</th></tr><tr><th>Year</th><th>Basic / Share</th></tr><tr><td>30.06.2023</td><td>33.76</td></tr><tr><td>30.06.2024</td><td>2.68</td></tr><tr><td>30.06.2025</td><td>2.72</td></tr></table>	Rupees		Year	Basic / Share	30.06.2023	33.76	30.06.2024	2.68	30.06.2025	2.72										
Rupees																						
Year	Basic / Share																					
30.06.2023	33.76																					
30.06.2024	2.68																					
30.06.2025	2.72																					
(iv)	Break-up value per share, based on latest audited financial statements	As on 30 September 2025 is Rs. 278.35/-																				
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	Based on the audited financial Statements for the financial year ended 30 September 2025, the financial position of Shahtaj Sugar Mills Limited (SSML) is as under: <table><tr><th>Particulars</th><th>Amount (Rupees in Thousand)</th></tr><tr><td>Paid up share capital</td><td>120,111</td></tr><tr><td>Reserves</td><td>3,073,179</td></tr><tr><td>Total equity</td><td>3,343,290</td></tr><tr><td>Current liabilities</td><td>2,237,503</td></tr><tr><td>Current assets</td><td>1,758,293</td></tr><tr><td>Revenue</td><td>8,648,772</td></tr><tr><td>Profit from operations</td><td>489,550</td></tr><tr><td>Profit after taxation</td><td>32,679</td></tr><tr><td>Earnings per share</td><td>2.72</td></tr></table>	Particulars	Amount (Rupees in Thousand)	Paid up share capital	120,111	Reserves	3,073,179	Total equity	3,343,290	Current liabilities	2,237,503	Current assets	1,758,293	Revenue	8,648,772	Profit from operations	489,550	Profit after taxation	32,679	Earnings per share	2.72
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Current assets	1,758,293																					
Revenue	8,648,772																					
Profit from operations	489,550																					
Profit after taxation	32,679																					
Earnings per share	2.72																					

3(1)(b)- General Disclosures:

Ref No.	Requirement	Information
(i)	Maximum amount of investment to be made	Pkr. 500 million (Rupees Five Hundred Million Only)
(ii)	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	Purpose: To earn income on the loan to be provided to Shahtaj Sugar Mills Limited (SSML). Benefits: The Company will receive markup as per laws and regulations and will be one percent (1%) above the average borrowing cost of the Company. Period: During financial year 2026-27, subject to the period and other parameters approved by the Members under Section 199 and the applicable Regulations.

(iii)	Sources of funds to be utilized for investment	Loan will be provided to Shahtaj Sugar Mills Limited as per the availability of surplus funds of the Company.
	where the investment is intended to be made using borrowed funds: (i) justification for investment through borrowings; (ii) detail of collateral, guarantees provided and assets pledged for obtaining such funds; and (iii) cost benefit analysis.	N/A
(iv)	Salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment.	The salient features of the agreement would contain the details as mentioned in the points no (i),(ii) and (iii) of the General Disclosure (3)(1)(b) above.
(v)	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration.	Shahtaj Sugar Mills Limited is an associated Company of Shezan International Limited and Three (03) directors are common in both the companies may be deemed to be interested to the extent of their directorships /shareholdings. None of the directors or their relatives or associates are interested in any of the above special resolution in any way except as shareholders of the company.
(vi)	In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	No investment ever made in the company.
(vii)	Any other important details necessary for the members to understand the transaction.	N/A

3(1)(c)- Investment in the Form of Loan:

Ref No.	Requirement	Information
(i)	Category-wise amount of investment.	Short term investment by way of loan for working capital requirement for a maximum period of one year.
(ii)	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah compliant products and rate of return for unfunded facilities, as the case may be, for the relevant period.	The Company will receive markup as per laws and regulations and will be one percent above the average borrowing cost of the Company.
(iii)	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company.	The Company will receive markup as per laws and regulations and will be one percent above the average borrowing cost of the Company.
(iv)	Particulars of collateral or security to be obtained in relation to the proposed investment.	No collateral is considered necessary since Shahtaj Sugar Mills Limited (SSML) is an associated company.
(v)	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion	N/A

	formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable; and	
(vi)	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	The loan would be for a maximum period of one year and SSML will pay markup on quarterly/semi-annually/annually or as per the terms of the agreement.

Disclosure Under Regulation 4(1):

Shahtaj Sugar Mills Limited (SSML) is an associated Company of Shezan International Limited. Following Directors / Shareholders are also the Directors / Shareholders of the Company and are interested to the extent of their directorships/shareholdings:

Name	Relationship	Percentage of Shareholding in Shezan International Limited	Percentage of Shareholding in Shahtaj Sugar Mills Limited
Mr. Muneer Nawaz	Common Director	5.435%	12.152%
Mrs. Abida Muneer Nawaz (Spouse of Mr. Muneer Nawaz)	Director	-	4.408%
Mrs. Abida Muneer Nawaz (Spouse of Mr. Muneer Nawaz)	Shareholder	1.311%	-
Mr. M. Naeem	Director	1.131%	-
Mr. M. Naeem	Shareholder	-	2.658%
Mrs. Amtul Bari Naeem (Spouse of Mr. M. Naeem)	Shareholder	5.079%	5.082%
Mr. Rashed Amjad Khalid	Common Director	1.829%	2.176%
Mrs. Sajda Amjad Khalid (Spouse of Mr. Rashed Amjad Khalid)	Shareholder	0.026%	0.00%
Mr. Abid Nawaz	Common Director	1.024%	1.716%
M/s. Shezan Services (Private) Limited	Associated Company	0.317%	5.209%