

Our reference: 8730-NICL-PSX-12-2021

December 02, 2021

The Managing Director
Pakistan Stock Exchange Limited
Stock Exchange Building,
Stock Exchange Road, Karachi.
Tel: 021 111 001 122

**Subject: Closed Period & Statement of Material Facts Under Section 166 (3) of
The Companies Act, 2017 In Respect of the Election Of Directors**

Dear Sir,

Further to our letter no. 8727-NICL-PSX-10-2021 dated October 26, 2021, please find attached the following information's :

- I. EOGM will be held on Thursday, December 30, 2021 at 11:00 a.m., at Sultan Grand Hotel & Restaurant, Lahore – Faisalabad By-pass, near Housing Colony, Sheikhpura.
- II. The share transfer books of the Company shall remain closed from December 20, 2021 to December 30, 2021 (both days inclusive).
- III. Statement under section of 166 (3) of the Companies Act, 2017, is annexed as Annexure - A

Thanks & Regards,

Yours faithfully,

For **Nimir Industrial Chemicals Limited**


Muhammad Inam-ur-Rahim
Company Secretary



C.C: Corplink (Pvt.) Limited – Shares Registrar
Central Depository Company of Pakistan Ltd. - Head of Operations

Nimir Industrial Chemicals Limited

Page 1 of 2

Annexure - A

Statement under Section 166 (3) of the Companies Act, 2017.

This explanatory statement sets out the material facts pertaining to the businesses to be transacted at the Extra-Ordinary General Meeting of the Company to be held on Thursday, December 30, 2021 at 11:00 a.m. at Sultan Grand Hotel & Restaurant, Lahore – Faisalabad Bypass, near Housing Colony, Sheikhpura.

Election of Directors:

The term of office of the present Directors of the Company will expire on December 31, 2021. In terms of Section 159 (1) of the Companies Act, 2017 (the "Act"), the directors have fixed the number of elected directors at seven (7) to be elected in the EOGM for the next term of three years.

The present Directors are interested to the extent that they are eligible for re-election as Directors of the Company.

Any person who seeks to contest the election to the office of directors shall, whether he is a retiring director or otherwise, file with the Company at its registered office the following documents and information, not later than 14 days before the date of EOGM:

- a) His/her Folio No./CDC Investors Account No./CDC Participant No./Sub-Account No.
- b) Notice of his/her intention to offer himself/herself for the election of directors in terms of Section 159(3) of the Companies Act, 2017;
- c) Consent to act as director on Form 28 under the Companies Act, 2017.
- d) A detailed profile along with his/her office address as required under SECP's SRO 1196(1) 2019 dated 03 October 2019.
- e) An attested copy of valid Computerized National Identity Card (CNIC) / Passport and National Tax Number;
- f) A Declaration under regulation 3 of the Listed Companies (Code of Corporate Governance) Regulations, 2019 ("Regulations").issued by the Securities and Exchange Commission of Pakistan ("SECP");
- g) Declaration by Independent Director under regulation 6(3) of the Regulations;
- h) Declaration that he/she is not ineligible to become a director in terms of Section 153 of the Act or any other applicable provisions of the Act, Rules, Regulations, Circular or directive issued by the SECP, in this regard;

Election of a foreign director shall be further subject to security clearance by the Ministry of Interior and the SECP for which a draft undertaking would be required which may be collected from the registered office of the Company during business hours before the last date for filing of for contesting election of directors.

Independent directors will be elected through the process of election of directors in terms of Section 159 of the Act and they shall meet the criteria laid down under Section 166 (2) of the Act.

The Board has proposed the names of Mr. Javed Saleem Arif, Mr. Tariq Ahmed Khan and Ms. Parveen Akhter Malik as independent directors on the basis of their experience and they meet the laid down criteria of independence.

The candidates for election are requested to read the relevant provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and ensure compliance with the requirements in letter and spirit.

Nimir Industrial Chemicals Limited

Page 2 of 2

📍 **Head office:** 12-B, New Muslim Town,
Lahore, Pakistan.

☎ **Tel:** +92 42 35926090-3, +92 42 35947700-4

🌐 www.nimir.com.pk
✉ contact@nimir.com.pk

📍 **Factory:** 14.8 km, Sheikhpura-Faisalabad
Road, Bhikhi, Dist. Sheikhpura, Pakistan.

☎ **Tel:** +92 301 8221151, +92 301 8483950