



S.S. OIL MILLS LIMITED

HEAD OFFICE:

2-Tipu Block, New Garden Town,
Lahore-Pakistan.
Tel: PBX (042) 35831981, 35831991
Fax: 92-42-35831982
E-mail: ssoil.mills@ssgroup.pk

FACTORY:

27-W.B.Luddan Road,
Vehari-Pakistan.
TEL: 067-3028479

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Shareholders of the Company will be held at its Registered Office 2-Tipu Block New Garden Town, Lahore on Tuesday October 28, 2025 at 11:00 A.M. to transact the following business:

1. To confirm the minutes of last Annual General Meeting.
2. To receive, consider & adopt the Audited Accounts of the company for the year ended June 30, 2025 together with the Auditors' and Directors' Report thereon.
3. To Approve Dividend.
4. To appoint Auditors for next year & fix their remuneration. The present Auditors M/s Aslam Malik & Co. Chartered Accountants retire & being eligible for re-appointment, have offered themselves for re-appointment.
5. To consider any other business with the permission of the Chair.

SPECIAL BUSINESS

6. To ratify and approve transactions conducted with related parties for the year ended June 30, 2025 by passing the following special resolution with or without modification:

"RESOLVED THAT the transactions conducted with related parties as disclosed in the note 34 of the financial statements for the year ended June 30, 2025 and specified in the Statement of Material Information under section 134(3) be and are hereby ratified, approved and confirmed"

7. To authorize the Board of Directors of the Company to approve transactions with related parties for the financial year ending June 30, 2026 by passing the following special resolution with or without modification:

"RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties on case-to-case basis for the financial year ending June 30, 2026."

"RESOLVED FURTHER that these transactions by the Board shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval."



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FURTHER RESOLVED THAT Mr. Shahzad Ali Khan, Nawab Zada Wajahat Ali Khan and Sikandar Ali Khan Directors of the company be and are hereby authorized, singly, to do all acts, deeds, take any or all necessary actions to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions.

8. To receive, consider and approve the Circulation of Annual Report through QR Code and Through Weblink, in accordance with the Section 223(6) of the Companies Act, 2017 read with SECP's S.R.O 389(1)/2023 dated March 31, 2023 and pass the following resolution with or without modification:

"Resolved that, the Company be and is hereby authorized to circulate its Annual Report including Annual Audited Financial Statements Auditor's Report, Directors Report, Chairman Review Report and other reports contained therein to Members of the Company through QR enabled Code and web link."

(Attached to this notice is a statement of Material Facts covering the above-mentioned Special Business, as required under section 134(3) of the Companies Act, 2017.

BY ORDER OF THE BOARD

Lahore
October 06, 2025

SAJID MAHMOOD KHAN
COMPANY SECRETARY

NOTES:

1. The Share Transfer Book of the Company will remain closed for transaction from October 22, 2025 to October 28, 2025.

2. Participation in General Meeting

A member of the Company entitled to attend and vote at this meeting is entitled to appoint another member of the Company as his/her proxy to attend and vote on his/her behalf. Proxy form, in order to be effective, must be received at the Registered Office of the Company duly signed not less than 48 hours before the meeting.

A. For Attending the Meeting

- i. 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 Regulations, shall authenticate his/her identity by showing his/her original



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- ii. Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting.
- iii. 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 meeting.

B. For Appointing Proxies

- i. 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 submit the proxy form as per the above requirement.
- ii. The proxy form shall be witnessed by two persons whose names, address and CNIC/Passport Numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her original CNIC or original Passport at the time of meeting.
In case of Corporate Entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

C. For Virtual Participation in the AGM

As permitted by circular No.5 of 2020 issued by SECP and in the interest of the Company shareholders & Directors may attend the AGM virtually via video link.

- To attend the AGM through the video link, members are requested to register themselves by providing the following information through email at Akhtar.ali@ssgroup.pk at least 48 hours before the AGM.

Name of Shareholder	CNIC Number	Folio No/ CDC A/c No	Cell No	Email Address

- Members who are requested, after necessary verification as per the above requirement, will be provided a video link by the Company via email.
- The login will remain open from 12:00 till the end of the AGM.



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- Members can also share their comments/suggestions on the above agenda on WhatsApp number at 0333-4218546 **by email at** Akhtar.ali@ssgroup.pk

3. Change of Address.

Members are requested to notify change in their address, if any.

4. Deposits of Physical Shares into CDC Account

The shareholders who still hold shares in physical form are requested to convert their shares in the Book-Entry-Form.

Shareholders who could not collect their previous dividend/physical shares are advised to contact the company to collect/enquire about their unclaimed dividend or shares, if any.

5. Consent for Video Conference Facility.

Pursuant to SECP's Circular No 10 dated 21 May 2014 read with section 132(2) & 134(1)(b) of the Companies Act 2017, if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a city, to participate in the meeting through video conference at least 7 days prior to the date of the meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. In this regard shareholder(s) may send their request on Standard Form provided in the annual report and also available on the company's website.

6. E-Voting

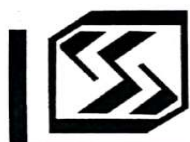
Member of the Company will be allowed to exercise their right to vote through e-voting facility or voting by post in its forthcoming Annual General Meeting to be held on Tuesday, October 28, 2025 at 11:00 A.M. in accordance with the conditions mentioned in the aforesaid regulations.

7. Prohibition of Gifts Distribution

In accordance with Company policy and applicable regulatory guidelines, no gifts or incentives shall be distributed at any General Meeting. Shareholders are also respectfully requested to refrain from bringing or presenting any gifts during the meeting.

8. Unclaimed shares/dividends

The Company has recently sent notices to shareholders under section 244 of the Companies Act, 2017 for the unclaimed/unpaid dividends. Claims can be lodged by shareholders. The Claim Forms are available on the Company website. Claims Forms must be submitted to the Company's Share Registrar, M/s Corplink (Pvt.) Limited Wings Arcade, 1-K Commercial, Model Town, Lahore, for the process and receipt of the dividends.



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9. Availability of Annual Audited Financial Statements on the Company website

Annual financial statements of the Company for the year ended June 30, 2025 along with related reports have been placed at the website of the Company www.ssgroup.pk. Any shareholder can send request for printed copy of the Annual Report-2025 to the Company.

Weblink	QR Code
https://ssgroup.pk/ss-oil-mills-ltd/	

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

1. Item Number 6 of the notice – Ratification and approval of the related party transactions

Transactions conducted with all related parties have to be approved by the Board of Directors duly recommended by the Audit Committee on quarterly basis pursuant to clause 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019. However, during the year since majority of the Company's Directors were interested in certain transactions due to their common directorships in the group companies. These transactions are being placed for the approval by shareholders in the Annual General Meeting. All transactions with related parties to be ratified have been disclosed in the note 34 to the financial statements for the year ended June 30, 2025. Party-wise details of such related party transactions are given below:

Name of Related Party	Transaction Type	PKR
S.S Feed Mills (Private)Limited	Sale of goods	1,648,029,745

The company carries out transactions with its related parties on an arm's length basis as per the approved policy with respect to 'transactions with related parties' in the normal course of business. All transactions entered into with related parties require the approval of the Board Audit Committee of the Company, which is chaired by an independent director of the company. Upon the recommendation of the Board Audit Committee, such transactions are placed before the board of directors for approval. Transactions entered into with the related parties include sale of goods (in accordance with the approval of shareholders and board where applicable). The nature of relationship with these related parties has also been indicated in the note 34 to the financial statements for the year ended June 30, 2025. The Directors are interested in the resolution only to the extent of their common directorships in such related parties.

2. Item number 7 – Authorization for the Board of Directors to approve the related party transactions during the year ending June 30, 2026

The Company shall be conducting transactions with its related parties during the year ending June 30, 2026 on an arm's length basis as per the approved



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policy with respect to 'transactions with related parties' in the normal course of business. The majority of Directors are interested in these transactions due to their common directorship in the holding / associated companies. In order to promote transparent business practices, the shareholders desire to authorize the Board of Directors to approve transactions with the related parties from time-to-time on case-to-case basis for the year ending June 30, 2026, which transactions shall be deemed to be approved by the Shareholders. The nature and scope of such related party transactions is explained above. These transactions shall be placed before the shareholders in the next AGM for their formal approval/ratification. The Directors are interested in the resolution only to the extent of their common directorships in such related parties.

3. Item number 8 – Approval to circulate Annual Report via QR code and weblink

Approval to circulate the Annual Balance sheet and Profit and Loss Accounts, Auditor's Report and Directors' Report, etc. ("Annual Audited Financial Statements") to its members through QR enabled code and weblink as required under section 223 (7) of Companies Act and subsequently advised by SECP through its Notification S.R.O 389 (1)/2023 dated March 21, 2023.