

AKZO NOBEL PAKISTAN LIMITED

NOTICE OF 15th ANNUAL GENERAL MEETING

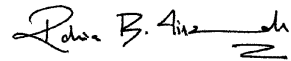
NOTICE is hereby given that the 15th Annual General Meeting (the “Meeting”) of Akzo Nobel Pakistan Limited (the “Company”) will be held on Friday, 22nd May 2026, at 10:30 a.m. virtually to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the 14th Annual General Meeting held on April 29th, 2025.
2. To receive, consider and adopt the audited financial accounts of Akzo Nobel Pakistan Limited, for the year ended December 31, 2025, together with the Auditors’ Report and the Directors’ Report thereon.
3. To appoint the External Auditors of the Company and to fix their remuneration.
4. To transact any other business with the permission of the Chairman.

01 May 2026
Lahore

By Order of the Board



Rabia Bakhtawar Pirzada
Company Secretary

NOTES:

1. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from May 16, 2026 to May 22, 2026 (both days inclusive). Transfers received in order at the office of our Shares Registrar, Messrs. FAMCO Share Registration Services (Pvt) Limited. 8-F, near Hotel Faran, Nursery, Block 6, P.E.C.H.S., Shahrah-e-Faisal, Karachi, by the close of business on May 15, 2026 will be in time to be entitled to participate and vote in the meeting.

2. Participation in the Annual General Meeting:

The members and proxy holders will be able to log in, to participate and vote in proceedings of AGM, through smart phones or computer devices from any convenient location after completing attendance formalities. Members are requested to forward their name, CNIC (both sides scanned copies), folio / CDC account number, cell phone number and email address. with subject ‘**Registration for AKZO’s AGM**’ at saimahaq.nawaz@akzonobel.com by the deadline of 18th May 2026. Video link will be shared with only those Members whose emails IDs are received at given email address before 1500hrs on 18 May 2026.

All Members entitled to attend and vote at the Meeting, are entitled to appoint another person in writing as their proxy to attend and vote on their behalf. A proxy must be a member of the Company. A corporate entity, being a member, may appoint any person, regardless of whether they are a member or not, as its proxy. In case of corporate entities, a resolution of the Board of Directors/Power of Attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, shall be submitted to the Company along with a completed proxy form.

3. Form of Proxy

In order to be effective, duly completed and signed proxy forms must be received at the Company's registered office at 346, Ferozpur Road, Lahore at least 48 hours (excluding holidays) before the time of the meeting. Form of Proxy is attached to the AGM Notice and can also be downloaded from the Company's website: <http://www.akzonobel.pk> Proxy form should be witnessed by two persons whose names, addresses and CNIC Numbers must be mentioned on the form.

4. Mandatory Notice to Shareholders who have not provided their CNICs

All shareholders holding physical shares who have not submitted a copy of their valid CNICs, or passport are requested to send attested copies of their valid CNICs or passport along with their folio number to the Company's Share Registrar. In the absence of a shareholder's valid CNIC or passport number, the Company is constrained to withhold payment of any dividend to such shareholders.

5. Electronic transmission of Annual Report 2025

In compliance with section 223(6) of Companies Act 2017, the Company has electronically transmitted the Annual Report 2025 through email to shareholders whose email addresses are available with the Company's Share Registrar, FAMCO Share Registration Services (Pvt) Limited. In those cases where email addresses are not available with the Company's Share Registrar, printed notice of AGM along with the QR enabled code/weblink to download the said financial statements have been dispatched. However, the Company will provide hard copies of the Annual Report to any member on demand, at their registered address, free of cost, within one week of receiving such request.

Further, shareholders are requested to kindly provide their valid email address and cell number (along with a copy of valid CNIC) to the Company's Share Registrar, M/s. FAMCO Share Registration Services (Pvt) Limited if the member holds shares in physical form or to the member's respective Participant/ Investor Account Services, if shares are held in book entry form.

<https://akzonobel.pk/investor-information/anpl-annual-reports/>



6. Change of Address and Non-Deduction of Zakat Declaration Form:

Non-CDC shareholders are requested to notify any change in their addresses immediately and if applicable provide their non-deduction of Zakat Declaration Form to the Company's Share Registrar if not provided earlier. Furthermore, members holding shares in CDC/Participants accounts are also requested to update their addresses and if applicable, to provide their non-deduction of Zakat Declaration Form to CDC or their Participants/Stockbrokers.

7. Payment of Past E-Dividends

Shareholders who have not yet submitted their 24 digits International Bank Account Number (IBAN) are requested to fill the Electronic Credit Mandate Form available on Company's website and send it duly signed along with a copy of CNIC to the Registrar of the Company. In case shares are held in CDC then Electronic Credit Mandate Form must be submitted directly to shareholder's broker/participant/CDC account services. Provision of IBAN and bank account details will enable the Company to make payment of past e-dividends through direct credit to shareholder's bank account.

8. Guidelines for CDC Account Holders:

CDC account holders will have to follow the guidelines with respect to attending the Meeting and appointing of Proxies as issued by the Securities Exchange Commission of Pakistan through its Circular 1 of January 26, 2000.

9. Unclaimed Dividend / Shares u/s 244 of The Companies Act, 2017:

An updated list for unclaimed dividend/shares of the Company, which have remained unclaimed or unpaid for a period of three years from the date these have become due and payable, is available on the Company's website: <http://www.akzonobel.pk>.

Claims can be lodged by shareholders on Claim Form as is available on the Company's website. Claim Forms must be submitted to the Company's Share Registrar for receipt of dividend/ shares. Shareholders who have not yet collected their physical share certificates of Akzo Nobel Pakistan Limited from our Share Registrar are hereby advised to surrender their old share certificates of ICI Pakistan Limited with the Company's Share Registrar, FAMCO Share Registration Services (Pvt) Limited, at their earliest convenience. Upon due verification, share certificates will be issued in lieu thereof, in accordance with the applicable procedures.

10. Conversion of Physical Shares into the Book Entry Form:

The Securities and Exchange Commission of Pakistan (SECP), through S.R.O. 328(I)/2026 dated February 19, 2026, has mandated all unlisted companies having share capital to convert their physical shares into book-entry form prior to undertaking any share-related transactions.

Under this notification, companies intending to carry out transactions such as transfer of shares, allotment (including bonus and right shares), or buy-back of shares are required to ensure that all existing physical shares are converted into electronic form within the Central Depository System (CDS). Consequently, the Company going forward, would not be entertaining any physical transfer of shares which by virtue of the above SRO can only be processed in electronic form through CDS. Members of the Company having physical folios / share certificates are requested to convert their shares from physical form into book-entry form as soon as possible. The Members 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.

11. Material Disclosure (Proposed Change in Majority Shareholding)

The Company has been informed by ICI Omicron B.V., the majority shareholder of the Company, that it has entered into a Share Purchase Agreement dated April 16, 2026 with IGI Investments (Private) Limited, a wholly-owned subsidiary of IGI Holdings Limited (part of the Packages Group), for the proposed sale of its 98.31% shareholding in the Company.

This development follows a strategic portfolio review undertaken by the ultimate parent company, Akzo Nobel N.V., as part of its global focus on prioritizing key markets and optimizing capital allocation. Akzo Nobel Pakistan Limited has been a strong and consistent performer, with an established brand presence and a highly capable team. IGI Investments (Private) Limited, as part of the Packages Group, brings significant local expertise and has expressed its commitment to further invest in and grow the business, while continuing to deliver value to all stakeholders.

The completion of the transaction is subject to the fulfillment of applicable corporate and regulatory approvals, including approval from the Competition Commission of Pakistan, and is expected to be completed in the second half of 2026. Until completion of the transaction, the Company will continue to operate in the ordinary course of business, and there will be no immediate impact on its operations, employees, or customers.

The Company has also been informed that IGI Investments (Private) Limited may, subject to applicable law and through separate arrangements, acquire up to 1.69% shareholding from minority shareholders.

This disclosure is being made for the information of members.