



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting ("EOGM") of Service Global Footwear Limited (the "Company" or "SGFL") will be held on **Friday, the February 27, 2026 at 10:00 a.m.** at Shalimar Tower Hotel, Adjacent Servis House, 2 - Main Gulberg, Lahore, to transact the following special business:

1. To consider and if deemed fit and pass with or without modification a resolution as Special Resolution, as proposed in the Statement of Material Facts, pursuant to the provisions of Section 199 of the Companies Act, 2017 to make equity investment of up to Rs. 1 Billion, from time to time, in Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company.
2. To consider and if deemed fit and pass with or without modification a resolution as Ordinary Resolution, as proposed in the Statement of Material Facts, pursuant to the provisions of Section 183(3) of the Companies Act, 2017 to lease Company's building to Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company.

(Annexed to the notice being circulated to the shareholders is a statement of material facts and draft resolutions pertaining to special business to be transacted at the EOGM).

By Order of the Board

Lahore  
February 06, 2026

**WAHEED ASHRAF**  
Company Secretary

### NOTES:

1. The Share Transfer Books of the Company will remain closed from February 21, 2026 to February 27, 2026 (both days inclusive). Transfers received in order by our Shares Registrar, M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore by the close of business on February 20, 2026 will be considered in time for the purpose to attend, speak and vote at the EOGM.
2. A member of the Company entitled to attend and vote at the Extraordinary General Meeting may appoint another member as his / her proxy to attend and vote in place of him / her at the meeting. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not less than 48 hours before the time of meeting. A proxy must be a member of the Company. Proxy Forms in Urdu and English languages are attached to the notice circulated to the shareholders.
3. Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan in Circular No 1 of 2000.

#### A. For Attending the Meeting

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or, original Passport at the time of attending the Meeting.
- b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

## B. For Appointing Proxies

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
  - b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
  - c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
  - d. The proxy shall produce his original CNIC or original passport at the time of the Meeting.
  - e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.
4. The members can also participate in the Extraordinary General Meeting through video link facility.

To attend the EOGM through video link, members and their proxies are requested to register their following particulars by sending an e-mail at [shareholders@servis.com](mailto:shareholders@servis.com).

Folio / CDC Account No.	No. of shares held	Name	CNIC No.	Cell No.	Email address

The video link and login credentials will be shared with the shareholders whose e-mails, containing all the requested particulars, are received at the given e-mail address by or before the close of business hours (5:00 p.m.) on February 20, 2026.

## 5. Procedure for E-Voting

- a. In accordance with the Companies (Postal Ballot) Regulation, 2018, (the "Regulations") the right to vote through electronic voting facility and voting by post shall be provided to members of every listed company for, *inter alia*, all businesses classified as special business under the Companies Act, 2017 in the manner and subject to conditions contained in the Regulations.
- b. Detail of e-Voting facility will be shared through e-mail with those members of the company who have valid cell numbers / e-mail addresses (Registered e-mail ID) available in the Register of Members of the Company by the end of business on February 20, 2026. Members who intend to exercise their right of vote through E-voting shall provide their valid cell numbers and email addresses on or before February 20, 2026.
- c. Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- d. Members shall cast vote for the agenda online from February 24, 2026 till February 26, 2026 5:00 p.m. Voting shall close on February 26, 2026, at 5:00 p.m. A vote once cast by a Member, shall not be allowed to be changed.

## 6. Procedure for Voting Through Postal Ballot

- a. Members may alternatively opt for voting through postal ballot. For convenience of the members, Ballot Paper is annexed to this notice and the same is also available on the Company's website [www.serviceglobalfootwear.com](http://www.serviceglobalfootwear.com) to download.
- b. The members must ensure that the duly filled and signed ballot paper, along with a copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at the Company's registered address, Servis House, 2-Main Gulberg, Lahore, or email at [chairman@servis.com](mailto:chairman@servis.com) one day before the EOGM, i.e., on February 26, 2026 before 5:00 p.m. In case of member is a corporate entity, the Board's resolution / power of attorney with specimen signature shall also be furnished (unless it



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

has been provided earlier) along with ballot paper to the Company. A postal ballot received after this time / date shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.

- c. In accordance with the Regulation 11 of the Regulations, the Board of the Company has appointed M/s Riaz Ahmad & Company, Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the special business to be transacted in the meeting and to undertake other responsibilities as defined in Regulation 11A of the Regulations.
7. In terms of SRO 452 (I)/2025 dated March 17, 2025, issued by SECP, no gifts will be distributed at the meeting.
8. For any query / problem / information, the investors may contact the Shares Registrar, M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore: Mr. Muhammad Akbar Moghal, Phone No. 042-35839182, 35916714, 35916719, e-mail address: corplink786@gmail.com and / or the Company: Mr. Tahir Maqsood, Phone No. 042-35751990, email address: shareholders@servis.com.

## **STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 CONCERNING THE SPECIAL BUSINESS TO BE TRANSACTED AT THE EXTRAORDINARY GENERAL MEETING:**

This statement sets out the material facts concerning the Special Business to be transacted at the Extraordinary General Meeting of the Company to be held on February 27, 2026.

### **Agenda Item – 1 Long-term equity investment of up to PKR 1,000,000,000 (Rupees One Billion) in Service Athletic Global Footwear (Private) Limited, from time to time, to be incorporated as subsidiary company**

Service Global Footwear Limited (“SGFL”) has entered into a Joint Venture Agreement with, Golden Star Footwear Group Limited (“GSFGL”), a Chinese company for setting up a Joint Venture Company (“JVC”) in Pakistan for manufacturing and sale of Sneakers, Athletics or any other type of footwear in Pakistan and export thereof. Accordingly, a Joint Venture Company under the name of Service Athletic Global Footwear (Private) Limited will be incorporated in Pakistan with an Authorized Capital of Rs. 1,500,000,000 (Rupees One Billion Five Hundred Million) divided into 150,000,000 ordinary shares of Rs. 10 each.

The equity stake of the parties in the JVC will be as follows:

SGFL – 51%  
GSFGL – 49%

SGFL and GSFGL may inject equity at different times and in varying amounts, which may result in temporary deviations from the agreed shareholding. However, upon completion of the full equity injection, both SGFL and GSFGL shall ensure that the final shareholding strictly adheres to the above ratio.

The project cost of the JVC in Phase 1 is estimated to be US\$ 6,500,000 (United States Dollar Six Million Five Hundred Thousand Only) which shall be financed through equity contribution in accordance with the shareholding portion of each party. The equity contribution of up to US\$ 3,315,000 in equivalent Pakistani Rupees will be made by SGFL, from time to time.

The Directors have certified that they have carried out necessary due diligence for the proposed long-term equity investment in the subsidiary company before recommending it for approval of the members.

The signed recommendation of due diligence report shall be made available to the members.

Accordingly, following resolution are proposed to be passed as special resolutions, with or without any modification.



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

**“Resolved that** approval of the members of Service Global Footwear Limited (the “Company”) be and is hereby accorded in terms of Section 199 and all other applicable provisions of the Companies Act, 2017 and the Company be and is hereby authorized to make long term equity investment of upto Rs 1,000,000,000 (Rupees One Billion) from time to time in Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company, by subscribing at Par fully paid up ordinary shares of the proposed subsidiary company, as per terms and conditions disclosed to the members.

**Further resolved that** the shareholding percentage of the Company may increase during the phased (piecemeal) injection of equity by the other shareholder(s); provided that, upon completion of the equity injection by all respective shareholders, the ultimate shareholding of the Company in Service Athletic Global Footwear (Private) Limited (to be incorporated) shall be maintained at 51% of the paid-up capital of Service Athletic Global Footwear (Private) Limited.

**Further resolved that** the aforesaid special resolution shall be valid for a period of 5 (five) years from the date of approval by the members of the Company.

**Further resolved that** the Chief Executive Officer and / or any of the Directors of the Company, be and is hereby singly empowered and authorized to undertake the decision of said investment and to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s) and to complete all legal formalities as may be necessary or incidental expedient for the purpose of implementing the aforesaid resolutions.”

**The information required to be disclosed to the members under S.R.O No. 1240(1)/2017 dated 06 December 2017 Companies (Investment in Associated Companies or Associated Undertakings) Regulations 2017 (Regulations), is as follows:**

Ref. No.	Requirement	Information
(a)	<b>Disclosure for all types of investments:</b>	
	<b>(A) Disclosure regarding associated company</b>	
(i)	Name of associated company or associated undertaking	Service Athletic Global Footwear (Private) Limited (Proposed)
(ii)	Basis of relationship	The Company will be incorporated as subsidiary company.
(iii)	Earnings per share for the last three years	Not applicable, Service Athletic Global Footwear (Private) Limited will be a newly incorporated company.
(iv)	Break-up value per share, based on latest audited financial statements	Not applicable, Service Athletic Global Footwear (Private) Limited will be a newly incorporated company.
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	Not applicable, Service Athletic Global Footwear (Private) Limited will be a newly incorporated company.
(vi)	In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely	



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

	(I)	Description of the project and its history since conceptualization	<p>Service Global Footwear Limited (“SGFL”) has entered into a Joint Venture Agreement with, Golden Star Footwear Group Limited (“GSFGL”), a Chinese company for setting up a Joint Venture Company (“JVC”) in Pakistan for manufacturing and sale of Sneakers, Athletics or any other type of footwear in Pakistan and export thereof.</p> <p>The equity stake of the parties in the JVC will be as follows:</p> <p>SGFL – 51% GSFGL – 49%</p> <p>The project cost of the JVC in Phase 1 is estimated to be US\$ 6,500,000 (United States Dollar Six Million Five Hundred Thousand Only) which shall be financed through equity contribution in accordance with the shareholding portion of each party.</p>
	(II)	Starting date and expected date of completion of work	The work on project is expected to start in 1 <sup>st</sup> Quarter of 2026. Partial work will be completed by 2 <sup>nd</sup> Quarter of 2026 approximately. The complete Project work is expected to be completed in the 4 <sup>th</sup> Quarter of 2026.
	(III)	Time by which such project shall become commercially operational	Partial commercial operations will be commenced by 2 <sup>nd</sup> Quarter of 2026 approximately, whereas, the full capacity will be achieved by 4 <sup>th</sup> Quarter 2026.
	(IV)	Expected time by which the project shall start paying return on investment	The project is expected to start paying return on investment from financial year 2027.
	(V)	Funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts	The investment is to be made in proposed subsidiary, a joint venture company (JVC). The cost of the project of JVC in Phase 1 is estimated to be US\$ 6,500,000 (United States Dollar Six Million Five Hundred Thousand Only) which shall be financed through equity contribution in accordance with the shareholding portion of each party. The equity contribution of up to US\$ 3,315,000 in equivalent Pakistani Rupees will be made by SGFL, from time to time.
<b>(B) General Disclosures</b>			
	(i)	Maximum amount of investment to be made	Up to Rs. 1,000,000,000/- (Rupees One Billion) from time to time.
	ii)	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment	<p>Purpose: To subscribe the ordinary shares to be issued by the subsidiary company.</p> <p>Benefits: To earn dividend income and / or capital gains</p>



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

		<p>which will enhance the profitability of SGFL and will add value to the members of SGFL.</p> <p>Period of Investment: The investment in subsidiary will be for long term.</p>
(iii)	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds:	The investment will be made from SGFL's own sources and if needed funds will be borrowed.
	(I) justification for investment through borrowings	The Investment may be made through borrowed funds which is justified in view of long-term prospects and earnings of Service Athletic Global Footwear (Private) Limited.
	(II) detail of collateral, guarantees provided and assets pledged for obtaining such funds	Land, Building and Plant & Machinery of SGFL will be pledged for obtaining funds, if required from financial institutions.
	(III) cost benefit analysis	Based on the projections of Service Athletic Global Footwear (Private) Limited, long term benefits expected to be accrued to SGFL are much more than the cost of borrowed funds.
(iv)	Salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment	<p>Service Global Footwear Limited ("SGFL") has entered into a Joint Venture Agreement on January 22, 2026 with, Golden Star Footwear Group Limited ("GSFGL"), a Chinese company for setting up a Joint Venture Company ("JVC") in Pakistan for manufacturing and sale of Sneakers, Athletics or any other type of footwear in Pakistan and export thereof.</p> <p>As per the agreement, in addition to other conditions, the shareholders will contribute equity in following ratios:</p> <p>SGFL – 51% GSFGL – 49%</p> <p>SGFL and GSFGL may inject equity at different times and in varying amounts, which may result in temporary deviations from the agreed shareholding. However, upon completion of the full equity injection, both SGFL and GSFGL shall ensure that the final shareholding strictly adheres to the above ratio.</p> <p>The annual production capacity of Phase 1 will be 2,200,000 pairs of shoes per annum, whereas, the capacity will be enhanced up to 5,000,000 pairs per annum in Phase 2 and 10,000,000 pairs per annum in Phase 3. However, the investment in Phase 2 and Phase 3 will be subject to mutual agreement of the JV partners.</p>



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

(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	<p>The Directors, Chief Executive, Sponsors, majority shareholders and their relatives of SGFL have no interest, directly or indirectly, in Service Athletic Global Footwear (Private) Limited, except in their capacities as being Directors, Chief Executive of Service Athletic Global Footwear (Private) Limited.</p> <p>Mr. Hassan Javed and Mr. Hassan Ehsan Cheema Directors of SGFL will also be Directors of Service Athletic Global Footwear (Private) Limited.</p> <p>Following are the present shareholdings of Directors in SGFL:</p> <table border="1" data-bbox="868 789 1433 1215"> <thead> <tr> <th>Name of Director</th> <th>Shareholding</th> </tr> </thead> <tbody> <tr> <td>Chaudhry Ahmed Javed</td> <td>1</td> </tr> <tr> <td>Mr. Arif Saeed</td> <td>782,001</td> </tr> <tr> <td>Mr. Omar Saeed</td> <td>1</td> </tr> <tr> <td>Mr. Hassan Javed</td> <td>1</td> </tr> <tr> <td>Mr. Azmat Ali Ranjha</td> <td>1</td> </tr> <tr> <td>Mr. Abdul Rashid Lone</td> <td>1</td> </tr> <tr> <td>Ms. Maleeha Humayun Bangash</td> <td>1</td> </tr> <tr> <td>Mr. Hassan Ehsan Cheema</td> <td>464,251</td> </tr> <tr> <td>Mr. Qadeer Ahmed Vaseer</td> <td>325,751</td> </tr> </tbody> </table> <p>Service Industries Limited, the holding company of SGFL holds 75.01% shareholding in SGFL.</p> <p>Service Athletic Global Footwear (Private) Limited will not hold any share in SGFL.</p>	Name of Director	Shareholding	Chaudhry Ahmed Javed	1	Mr. Arif Saeed	782,001	Mr. Omar Saeed	1	Mr. Hassan Javed	1	Mr. Azmat Ali Ranjha	1	Mr. Abdul Rashid Lone	1	Ms. Maleeha Humayun Bangash	1	Mr. Hassan Ehsan Cheema	464,251	Mr. Qadeer Ahmed Vaseer	325,751
Name of Director	Shareholding																					
Chaudhry Ahmed Javed	1																					
Mr. Arif Saeed	782,001																					
Mr. Omar Saeed	1																					
Mr. Hassan Javed	1																					
Mr. Azmat Ali Ranjha	1																					
Mr. Abdul Rashid Lone	1																					
Ms. Maleeha Humayun Bangash	1																					
Mr. Hassan Ehsan Cheema	464,251																					
Mr. Qadeer Ahmed Vaseer	325,751																					
(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	Not applicable.																				
(vii)	Any other important details necessary for the members to understand the transaction	None																				
<b>(b)</b>	<b>Additional disclosure regarding Equity Investment</b>																					
(i)	Maximum price at which securities will be acquired	Par value i.e., @ Rs. 10/- per share																				
(ii)	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Not applicable. The investment is being made in new project at Par Value of Rs. 10 per share which is considered as Fair Value.																				



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

(iii)	Maximum number of securities to be acquired	The shares will be acquired at Par value of Rs. 10 each i.e., up to 100,000,000 ordinary shares from time to time.
(iv)	Number of securities and percentage thereof held before and after the proposed investment	The shareholding of SGFL will be 51% after investment. SGFL and GSFGL may inject equity at different times and in varying amounts, which may result in temporary deviations from the agreed shareholding. However, upon completion of the full equity injection, both SGFL and GSFGL shall ensure that the final shareholding strictly adheres to the above ratio.
(v)	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities;	Not Applicable
(vi)	Fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities	Since the project is new, accordingly, the share of Service Athletic Global Footwear (Private) Limited has been valued at Par i.e., Rs. 10 per share.

## **Agenda Item – 2 To lease Company's building to Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company**

The Phase 1 of the proposed Joint Venture Company ("JVC") will be established on the land and building constructed thereon located adjacent to Service Global Footwear Limited ("SGFL") current production facility situated at 10 km Muridke, Sheikhpura Road, Muridke, Punjab, Pakistan, on a piece of land measuring approximately 12,710 square meters i.e., 136,816 square feet (the "Phase 1 Land") and building thereon having covered area of 79,760 square feet.

SGFL currently owns the Land and building (the "Assets") in its Unit-4, which is to be leased out for Phase 1 of the Project. The building was constructed to be used as warehouse. However, the JV presented an opportunity where a Chinese partner offered technology transfer, customer base and technical know-how, allowing the company to enter into new product line with much more efficiency using the same building. Under the JVA, both parties have agreed that SGFL will lease-out these Assets to proposed Joint Venture Company ("JVC") for a period of one year starting from Mar-1st, 2026 to Feb-28th, 2027.

The Board of Directors has approved the lease of land having area of 136,816 square feet to proposed JVC for a period of one year. However, the Unit -4 building to be leased-out to JVC constitutes a sizeable part of the asset, accordingly, approval of the members is being sought in terms of Section 183(3) of the Companies Act, 2017, for lease of building to JVC. SGFL will receive a lease rental of Rs. 5,000,000 per month on lease of aforesaid land and building to Service Athletic Global Footwear (Private) Limited, the proposed JVC.

Accordingly, following resolution are proposed to be passed as ordinary resolution, with or without any modification.

**“Resolved that** the approval of the members of Service Global Footwear Limited (the Company) be and is hereby accorded in terms of Section 183(3) and all other applicable provisions of the Companies Act, 2017 and the Company be and is hereby authorized to lease-out Unit-4 building having covered area of 79,760 square feet located at 10 km Muridke, Sheikhpura Road, Muridke, Punjab, Pakistan to Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company.



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

**Further resolved that** the land together with the building will be leased-out to Service Athletic Global Footwear (Private) Limited for a tenure of one year at a monthly rental of Rs. 5,000,000.

**Further resolved that** the Chief Executive Officer or any Director of the Company be and is hereby singly authorized to further extend the lease period from time to time, after completion of one year, which will be subject to increase in lease rental by 15% annually, in case the lease period is extended.

**Further resolved that** the Chief Executive or any Director of the Company be and is hereby singly authorized to take any and / or all actions to implement and give effect to the above resolution and to complete any or all necessary required corporate and legal formalities including signing and execution of lease agreement(s) for the purpose of implementation of the above resolution.”

The information of the building to be leased is provided below:

Sr. No.	Description	Information
1	Name of Assets	Building: Building having covered area of 79,760 Square feet located at 10 km Muridke, Sheikhpura Road, Muridke, Punjab, Pakistan.
2	Acquisition date of the asset	The Building is newly constructed and completed on January 15, 2026.
3	Cost	The cost of the building being leased-out is Rs. 790 Million.
4	Revalued amount and date of revaluation (if applicable)	Not applicable
5	Approximate current market price/fair value	Building is newly constructed and fair value is approximately equal to its cost.
6	In case of lease of assets, tenure, lease rentals, increment rate; mode/basis of determination of lease rentals; and other important terms and conditions of the lease	Tenure: For a period of one year commencing from March 01, 2026 to February 28, 2027. Lease Rentals: Rs. 5,000,000 per month will be charged to JVC for aforesaid land and building thereon. Increment Rate: The lease period is for one year. Basis of determination of lease rental: Based on market rental value Other important terms and condition: The lease tenure can be extended after completion of one year. SGFL shall be entitled to an increase of fifteen percent lease rental annually in case of lease period extended.
7	Utilization of the proceeds received from the transaction	Lease rental will be utilized in working capital / operations of SGFL.
8	Effect on operational capacity of the company, if any	Initially, the building was constructed to be used as warehouse. However, the JV presented an opportunity where a Chinese partner offered technology



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

		transfer, customer base and technical know-how, allowing the company to enter into new product line with much more efficiency using the same building.
9	Quantitative and qualitative benefits expected to accrue to the members	Rental income will enhance the profitability of SGFL and will add value to the members of SGFL.

## Statement under Rule 4(2) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017

<b>Name of Investee Company</b>	<b>Service Long March Tyres Limited (SLM)</b>	<b>Service Industries Limited (SIL)</b>
<b>Total Investment Approved</b>	<p>Long Term equity investment of Rs. 2,175,215,000 for purchase of 217,521,500 shares was approved by the shareholders in the EOGM held on December 30, 2020. Subsequently, the shareholders in the EOGM held April 28, 2022 enhanced the Long term equity investment by Rs. 350,000,000 from Rs. 2,175,215,000 to upto Rs. 2,525,215,000 for purchase of 35,000,000 shares.</p> <p>The shareholders in the EOGM held on January 22, 2024 approved further long term equity investment of up to Rs. 1,500,000,000 for purchase of 150,000,000 shares.</p>	- Working capital loan of up to Rs. 4.5 Billion for a period of one year till June 30, 2026.
<b>Amount of Investment made to date</b>	An investment of Rs. 2,709,717,040 has been made so far by the Company in SLM by acquiring 1,354,858,520 shares having par value of Rs. 2.	- No working capital loan is outstanding as of today.
<b>Reasons for deviations from the approved timeline of investment, where investment decision was to be implemented in a specified time</b>	No deviation. The validity of resolution for investment is five (5) years from January 22, 2024.	Currently, no amount is due from associated company against above loan facility.
<b>Material change in financial statements of associated company or associated undertaking since the date of the resolution passed for</b>	<p>There is no material change in the financial statements of the associated company since the date of passing of special resolution.</p> <p>As per latest audited financial statements for the year ended</p>	



# SERVICE GLOBAL FOOTWEAR LIMITED

Servis House, 2-Main Gulberg, Lahore

<i>approval of investment in such company</i>	<p>June 30, 2025 the balance sheet size is Rs. 52.86 Billion, Profit after tax is Rs. 10.02 Billion and Earnings per share is Rs. 7.</p> <p>The shareholders of SLM in their Extraordinary General Meeting held on October 13, 2025 had approved the split of par value of its shares from Rs. 10 each to Rs. 2 each. Furthermore, SLM has also announced for listing of its shares on Pakistan Stock Exchange Limited subject to compliance of applicable requirements.</p>	
---	--	--

#### **Information under Regulation 3(4) of the Regulations:**

The documents relating to special business can be inspected by the shareholders in the general meeting as provided under Regulation 3(4) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017.



## SERVICE GLOBAL FOOTWEAR LIMITED

Registered Office: Servis House, 2-Main Gulberg, Lahore.

Phone: +92 42- 35751990-6 Fax No. +92-42-35711827

Email: [shareholders@servis.com](mailto:shareholders@servis.com)

Website: [www.serviceglobalfootwear.com](http://www.serviceglobalfootwear.com)

### BALLOT PAPER FOR VOTING THROUGH POST

(in person and virtual Extraordinary General Meeting to be held at 10:00 a.m. on Friday, February 27, 2026)

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: [chairman@servis.com](mailto:chairman@servis.com)

Name of shareholder / joint shareholders	
Registered Address	
Number of Shares held (on close of February 20, 2026) and folio number	
CNIC No./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)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by picking tick (v) mark in the appropriate box below:

Sr. No.	Nature and Description of Resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the resolutions (AGAINST)
1	<p><b>“Resolved that</b> approval of the members of Service Global Footwear Limited (the “Company”) be and is hereby accorded in terms of Section 199 and all other applicable provisions of the Companies Act, 2017 and the Company be and is hereby authorized to make long term equity investment of upto Rs 1,000,000,000 (Rupees One Billion) from time to time in Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company, by subscribing at Par fully paid up ordinary shares of the proposed subsidiary company, as per terms and conditions disclosed to the members.</p> <p><b>Further resolved that</b> the shareholding percentage of the Company may increase during the phased (piecemeal) injection of equity by the other shareholder(s); provided that, upon completion of the</p>			

	<p>equity injection by all respective shareholders, the ultimate shareholding of the Company in Service Athletic Global Footwear (Private) Limited (to be incorporated) shall be maintained at 51% of the paid-up capital of Service Athletic Global Footwear (Private) Limited.</p> <p><b>Further resolved that</b> the aforesaid special resolution shall be valid for a period of 5 (five) years from the date of approval by the members of the Company.</p> <p><b>Further resolved that</b> the Chief Executive Officer and / or any of the Directors of the Company, be and is hereby singly empowered and authorized to undertake the decision of said investment and to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s) and to complete all legal formalities as may be necessary or incidental expedient for the purpose of implementing the aforesaid resolutions.”</p>			
2	<p><b>“Resolved that</b> the approval of the members of Service Global Footwear Limited (the Company) be and is hereby accorded in terms of Section 183(3) and all other applicable provisions of the Companies Act, 2017 and the Company be and is hereby authorized to lease-out Unit-4 building having covered area of 79,760 square feet located at 10 km Muridke, Sheikhpura Road, Muridke, Punjab, Pakistan to Service Athletic Global Footwear (Private) Limited, to be incorporated as subsidiary company.</p> <p><b>Further resolved that</b> the land together with the building will be leased-out to Service Athletic Global Footwear (Private) Limited for a tenure of one year at a monthly rental of Rs. 5,000,000.</p> <p><b>Further resolved that</b> the Chief Executive Officer or any Director of the Company be and is hereby singly authorized to further extend the lease period from time to time, after completion of one year, which will be subject to increase in lease rental by 15% annually, in case the lease period is extended.</p> <p><b>Further resolved that</b> the Chief Executive or any Director of the Company</p>			

	<p>be and is hereby singly authorized to take any and / or all actions to implement and give effect to the above resolution and to complete any or all necessary required corporate and legal formalities including signing and execution of lease agreement(s) for the purpose of implementation of the above resolution.”</p>			
--	---	--	--	--

\_\_\_\_\_  
Signature of Shareholder(s)

Place:

Date:

**NOTES / PROCEDURE FOR SUBMISSION OF BALLOT PAPER:**

1. Duly filled and signed original postal ballot should be sent to the Chairman, Mr. Arif Saeed, Service Global Footwear Limited at Servis House, 2-Main Gulberg, Lahore or a scanned copy of the original postal ballot to be emailed at: [chairman@servis.com](mailto:chairman@servis.com)
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. **Postal Ballot forms should reach Chairman of the meeting on or before February 26, 2026 during working hours. Any Postal Ballot received after this date, will not be considered for voting.**
4. Signature on Postal Ballot should match the signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, in correct, defaced, torn, mutilated, over written ballot papers will be rejected.
6. In case of representative of body corporate and corporation, Postal Ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act 2017, as applicable, unless these have already been submitted along with Proxy Form. In case of foreign body corporate etc. all documents must be attested from the Pakistani Embassy having jurisdiction over the member.
7. Ballot paper has also been placed on the website of the Company [www.serviceglobalfootwear.com](http://www.serviceglobalfootwear.com). Members may download the ballot paper form the website or use original/photocopy published in newspapers.