



Ansari Sugar Mills Ltd.

NOTICE OF EXTRA ORDINARY GENERAL MEETING UNDER SUB-SECTION (A) OF SECTION 134 OF THE COMPANIES ACT, 2017

Notice is hereby given that the Extraordinary General Meeting of Ansari Sugar Mills Limited shall be held on 21st day of March, 2018 at 11:00A.M. at the Registered office: Deh Jagsiyani, Taluka Tando Ghulam Hayder, District Tando Mohammad Khan, Hyderabad, Sindh, to transact/discuss the following business/matters:

SPECIAL BUSINESS:

1. INCREASE IN SHARE CAPITAL

To consider and if thought fit to pass the following resolutions with or without any amendments:

“RESOLVED that the authorized share capital of the Company be increased from Rs. Rs. 300,000,000/- (Pak Rupees Three Hundred Million only) to Rs. 900,000,000/- (Pak Rupees Nine Hundred Million only).”

“FURTHER RESOLVED that the Clause V of the Memorandum of Association be replaced with the following:

“The Capital of the Company is Rs. 900,000,000 (Rupees Nine Hundred Million) divided into 90,000,000 (Ninety million) ordinary shares of Rs 10/= each. The Company shall have powers to increase or reduce the capital of the company and divide shares in the capital for the time being into several classes”

“FURTHER RESOLVED that the clause 7 of the Articles of Association be replaced with the following:

“The Share Capital of the company is Rs. 900,000,000 (Rupees Nine Hundred Million) divided into 90,000,000 (Ninety million) ordinary shares of Rs 10/= each. The company has powers form time to time to increase, reduce, sub-divide, consolidate or otherwise recognize its shares Capital and to divide the shares in the Capital for the time being into several clauses in accordance with the provision of the Companies Act, 2017”

2. **FURTHER RESOLVED THAT** Mr. Zafar Ali of the Company be and are hereby authorized to perform all necessary acts, deeds, corporate and legal formalities in respect of the above including but not limited to filing of application(s) and obtaining documents from SECP and other relevant authorities, making necessary alterations and amendments in the application



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or any other matter in respect of the above. Mr. Zafar Ali are also authorized to delegate the authority granted hereby to any other person who he may deem fit."

3. ANY OTHER MATTER INCIDENTAL THERETO
4. ANY OTHER BUSINESS WHICH MAY BE CONSIDERED WITH THE PERMISSION OF THE CHAIR

Further the notice is hereby given that:

- i. the proposed resolutions are Special Resolutions;
- ii. the said special resolution is proposed under sections 85(1)(a) and 134 of the Companies Act, 2017;

This notice has been issued by the order of the Board.

Zafar Ali
Company Secretary

Place: Karachi
Date: 27-February-2018

NOTES:

- (a) the share transfer books of the Company shall remain closed from 15-Mar-2018 to 21-Mar-2018 (both days inclusive).
- (b) a member entitled to attend and vote at the extra ordinary general meeting may appoint another member as his/her/its proxy to attend and vote on his/her/its behalf. (A proxy needs not be a member of the Company) Proxies to be effective must be received by the Company not less than 48 hours before the meeting.
- (c) Members are requested to notify immediately changes in their address, if any.



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

The Board of Directors has scheduled an Extraordinary General Meeting to get the shareholders' approval for the same. This statement is being circulated to the shareholders to give out the details of the issue:

Increase in authorized share capital of the Company

In order to issue further shares, it is necessary to increase the Authorized Share Capital of the Company. As per recommendations of the Board of Directors, the Authorized Share Capital of the Company is to be increased from Rs. Rs. 300,000,000/- (Pak Rupees Three Hundred Million only) to Rs. 900,000,000/- (Pak Rupees Nine Hundred Million only). This increase in capital will also necessitate amendments in clause V of the Memorandum of Association and clause 7 of the Articles of Association of the Company accordingly.

This statement of material facts has been issued by the order of the Board.

Zafar Ali
Company Secretary

Place: Karachi
Date: 27-February-2018