

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the shareholders of Moonlite (Pak) Limited (the "Company") will be held on Thursday, 21 June 2018 at 11:00 AM, at 105/A, Quaid-e-Azam, Industrial Estate, Kot Lakhpat, Lahore to elect eight (8) Directors of the Company as fixed by the Board, for a period of three years in accordance with the provisions of the Companies Act, 2017 and in pursuant to the sanctioned scheme for amalgamation of Bunny's Limited with and into Moonlite (Pak) Limited.

The following are the names of retiring Directors who shall be eligible for re-election: -

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|------------------------------|------------------------|
| 1. Mr. Abdullah Ghulam Ali   | 2. Mr. Mohammad Ashraf |
| 3. Mr. Mohammad Faraz Ashraf | 4. Mr. Mohammad Sohail |
| 5. Mrs. Nasreen Ashraf       | 6. Mrs. Parsa Sohail   |
| 7. Mr. Shahid Umer           |                        |

Statement under Section 166 (3) pertaining to election of Directors is being circulated to the members along with notice of the meeting.

### Notes:

1. The Shares Transfer Books of the Company will remain closed from **June 13, 2018 to June 21, 2018** (both days inclusive). Transfers received at M/s F.D. Registrar Services (SMC-Pvt) Ltd., the Company's Share Registrar and Transfer Agent's Office at Office # 1705, 17<sup>th</sup> Floor, Saima Trade Tower-A, I.I. Chundrigar Road, Karachi at the close of business hours on June 12, 2018 will be treated as being in time for the purpose of entitlement to attend, speak and vote at the Meeting.
2. A member entitled to attend and vote at AGM is entitled to appoint another member as a proxy to attend and vote on his/her behalf. A corporate entity, being a member, may appoint as its proxy any of its official or any other person whether a member of the Company or not.
3. The instrument appointing a proxy and in case of corporate entity, the power of attorney or resolution of the board of directors or other authority (if any) under which it is signed, a notarized/certified copy of the same in order to be effective must be deposited at the Share Registrar and Transfer Agent Office of the Company not less than 48 hours before the time for holding the Meeting, and must be duly stamped, signed and witnessed.
4. Members are requested to immediately notify the change, if any, in their registered addresses to the Share Registrar and Transfer Agent of the Company.
5. Pursuant to the provisions of the Companies Act, 2017, the shareholders residing in a city and collectively holding at least 10% of the total paid up share capital may demand the Company to provide the facility of video-link for participating in the meeting. The demand for video-link facility shall be received by the Share Registrar at the address given hereinabove at least seven (7) days prior to the date of the meeting on the Standard Form which can be downloaded from the company's website: [www.moonlitepak.pk](http://www.moonlitepak.pk)
6. 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.

## 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.

## 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.
7. A Proxy Form, both in English and Urdu language, is being separately sent to the members, along with Notice of the meeting.
  8. In case of election of the Board of Directors, the right of vote through postal ballot shall be provided to the Members in accordance with the provisions of the Companies (Postal Ballot) Regulations, 2018.

### **STATEMENTS UNDER SECTION 166 (3) OF THE COMPANIES ACT, 2017** **IN RESPECT OF ELECTION OF DIRECTORS**

In terms of the scheme of amalgamation of Bunny's Limited with and into Moonlite (Pak) Limited sanctioned by the honorable Lahore High Court Lahore, election of directors is to be held after the issuance of shares to the shareholders of Bunny's Limited in terms of the sanctioned Scheme. Accordingly, the Board of Directors have convened the extraordinary general meeting to elect eight (8) directors for a period of three years in accordance with the provisions of Companies Act, 2017 (Act).

The present directors are not interested directly or indirectly in the above business except they are entitled to contest the election of directors being members of the Company.



# Moonlite (Pak) Ltd.



MANUFACTURERS AND EXPORTERS OF CARPET WOOLEN YARN

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Any person who seeks to contest the election to the office of a Director, whether he is retiring director or otherwise, shall file the following documents with the Company Secretary at the Registered Office not later than fourteen days before the date of the meeting:

- (a) Notice of his/her intention to offer him/herself for the election of directors in terms of Section 159(3) of the Act together with the consent to act as a director in Form 28 prescribed under the Act;
- (b) A detailed profile along with office address as required under SECP's SRO 634 (I)/2014 dated July 10, 2014.
- (c) A declaration under Clause 3 of the Listed Companies (Code of Corporate Governance) Regulations, 2017 ("Regulations") issued by the Securities and Exchange Commission of Pakistan ("SECP");
- (d) A declaration by Independent Director under Clause 6(2) of the Regulations;
- (e) A declaration that he/she is not ineligible to become a director of the Company in terms of Section 153 of the Act or under any other provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2017, any other applicable law, rules and regulations.
- (f) A declaration confirming that he/she is aware of his/her duties and powers under the relevant laws, Memorandum & Articles of Association of Company and listing regulations of stock exchange;

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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.

By order of the Board

Company Secretary



**Registered Office:**

Office No. 301, 3<sup>rd</sup> Floor, Annum Blessing,  
Near Duty Free Shop, K.C.H.S., Block 7/8. PECHS  
Karachi.

Dated: May 31, 2018

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