

# Notice of 68<sup>th</sup> Annual General Meeting

Notice is hereby given that the Sixty eighth Annual General Meeting of the Shareholders of The National Silk & Rayon Mills Limited will be held at Blessing Banquet Hall, 9-Civic Centre, Johar Town, LDA Office, Lahore on 27<sup>th</sup> day of October 2018 at 4.00 p.m. to transact the following business:

## ORDINARY BUSINESS:

1. To read and confirm minutes of the Sixty Seventh Annual General Meeting of the shareholders of the Company held on October 28, 2017.
2. To receive, consider and adopt the annual audited financial statements of the Company for the year ended June 30, 2018 together with the Directors' and Auditors' Report thereon.
3. To appoint auditors for the year ending June 30, 2019 and fix their remuneration. The present auditors M/s Amin Mudassar & Co., Chartered Accountants, retire and offer themselves for re-appointment.

## SPECIAL BUSINESS:

4. To obtain consent of the shareholders in terms of S.R.O.470(1)/2016 dated May 31, 2016 issued by the Securities and Exchange Commission of Pakistan, for the transmission of the annual audited accounts, notices of general meetings and other information contained therein of the Company wither through CD or DVD and to pass the following resolution with or without modification :

Resolved that consent and approval of the members of the National Silk and Rayon Mills Limited be and is hereby accorded for transmission of annual audited accounts, notices of general meeting and other information obtained therein of the Company to the members for future years commencing from the year ended June 30, 2019 through CD or DVD instead of transmitting the same in hard copies.

By order of the Board

Place: Lahore  
Dated: October 06, 2018

(IMRAN ZAFAR)  
Company Secretary

## NOTES:

1. The Share Transfer Books of the Company will remain closed from October 20, 2018 to October 26, 2018 (both days inclusive).
2. A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her.
3. The financial statements for the year ended June 30, 2018 shall be uploaded on Company's website on or before October 06, 2018.
4. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a materially attested copy of the power of attorney must be deposited at the Registered Office of the Company at least 48 hours before the time of the meeting.
5. Members are requested to submit declaration for zakat on the required format and to advise change in address, if any.
5. Members are requested to send copies of their computerized National Identity Cards to the company's independent Share Registrar M/s. CORPLING (PVT) LIMITED, Wings Arcade, 1-K, Commercial, Model Town, Lahore.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No.1, of 2000 dated 26<sup>th</sup> January 2000 issued 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 and their registration details are uploaded as per the CDC Regulation, 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 and their 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, address and CNIC number 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 the proxy form to the company.

#### **Consent for Video Conference Facility:**

Pursuant to SECP Circular No.10 of 2014 dated May 21, 2014, if company receives consent from members holding aggregate 10% or more shareholding residing in geographical location to participate in the meeting through video conference at least 10 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.

In order to vote through e-voting and avail video conference facility, please fill the requisite form and submit to Company within time frame mentioned in form.

PURSUANT TO Notification vide SRO 787 (1)/2014 of September 08, 2014, SECP has directed to facilitate the members of the company receiving Annual Financial Statement and Notices through electronic mail system (e-mail). We are pleased to offer this facility to our members who desire to receive Annual Financial Statement and Notices of the Company through e-mail in future. In this respect members are hereby requested to convey their consent via e-mail on standard request form which is available at the Company website i.e. [www.nationalsilk.com](http://www.nationalsilk.com). Please ensure that your e-mail has sufficient rights and space available to receive such e-mail which may be larger than 1 MB file in size. Further it is the responsibility of the member to timely update the Share Registrar of any change in the registered e-mail address.

#### **STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017**

This statement is annexed to the notice of the Sixty eighth Annual General Meeting of the shareholders of The National Silk and Rayon Mills Limited to be held on 27<sup>th</sup> October 2018 and sets out the material facts concerning the following Special Business to be transacted at the Meeting for approval of shareholders.

#### **Circulation of Annual Report through CD/DVD.**

The Securities and Exchange Commission of Pakistan (SECP) vide SRO No.470(1)/2016 dated May 31, 2016 has allowed listed companies to circulate their Annual Audited Accounts (i.e. the annual balance sheet and profit and loss account, auditor's report and director's report) to its members through CD/DVD at their registered addresses instead of sending them in hard copies, subject to approval obtained from shareholders in General Meeting. Accordingly, approval is hereby sought from members of the Company to comply with the requirements of said SRO vide an ordinary resolution.

Subject to the approval of resolution in the AGM, the company will circulate its annual accounts in future through DV/DVD. However members will have the right to request hard copies free of cost at their registered addresses after submitting the Standard Request Form which shall be made available on Company's website. While members who wish to receive hard copies for all future annual audited accounts shall also require to give their preference in writing.

The Directors of the Company have no direct or indirect interest in this agenda.