



ARSHAD ENERGY LTD.

Ph: +92 41 2634902-5, 2637086

F: +92 41 2619558, 2624877

W: www.arshadenergy.com

A: 1088 Jail Road, Faisalabad, Pakistan

Arshad Energy Limited NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the **25th Annual General Meeting** of the Shareholders of **Arshad Energy Limited** will be held at **404-405, 4th Floor, Business Centre, Mumtaz Hassan Road, Karachi on Monday, October 28, 2019 at 03:00 p.m.** to transact the following business:

1. To confirm minutes of the 24th Annual General Meeting held on October 27, 2018.
2. To receive, consider and adopt the audited accounts of the Company for the year ended on 30th June, 2019 together with the Directors' Report and Auditors' Report thereon and statement of compliance with Listed Companies (Code of Corporate Governance) Regulations, 2017.
3. To appoint Auditor for the year 2019-2020 and to fix their remuneration. The present auditors M/s. Riaz Ahmed & Co., Chartered Accountants, retire and being eligible have offered themselves for reappointment.

SPECIAL BUSINESS:

4. To consider and approve the transactions of special and normal trade with associated undertakings for the year ended June 30, 2019.
5. To transact any other business with the permission of the chair.

Karachi

Dated: October 04, 2019

By order of the Board

JAVED ABBAS NAQVI
Company Secretary

NOTES:

1. The Share Transfer Books of the Company will remain closed from 20th October 2019 to 28th October 2019 (both days inclusive). Transferred received at the Share Registrar office M/s. F.D Registrar Services (SMC-Pvt) Ltd, 17th Floor Saima Trade Tower –A II Chundrigar Road Karachi 74000 at the close business on 18th October 2019 be treated in time.
2. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend the meeting and vote instead of him/her. The proxies in order to be effective must be received by the Company not less than 48 hours before the meeting. CDC Account holders will further have to follow the under mentioned guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities & Exchange Commission of Pakistan.

A. For Attending the Meeting :-

- i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity card (CNIC) or original Passport at the time of attending the meeting.

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ii) In case of Corporate entity, the Board of Directors resolution of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting.

B. For Appointing Proxies:

i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.

ii) The proxy form shall be witnessed by two persons whose names, address and CNIC Numbers shall be mentioned on the form.

iii) Attested copies of CNIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iv) The proxy shall produce his/her original CNIC or original Passport at the time of the meeting.

v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

C: NOTICE TO SHAREHOLDERS WHO HAVE NOT PROVIDED CNIC:

In terms of the directive of the Securities and Exchange Commission of Pakistan ("SECP") the Computerized National Identity Card Numbers (CNIC) of the registered shareholders or the authorized person except in the case of minor(s) and corporate shareholders are required to be mentioned in the annual return filed by the Company with the SECP. Therefore, the shareholders who have not yet provided copies of their CNIC's are advised to provide at earliest the attested copies of their CNIC's (if not already provided) directly to our Independent Share Registrar, M/s F.D.Registrar Services (SMC-Pvt) Ltd., 1705, 17th Floor, Saima Trade Tower-A, I.I.Chundrigar Road, Karachi-74000.

D. Change of Address and quote folio No. in correspondence

3. Members are also requested to notify any change in address immediately. The shareholders are further requested to quote their folio number in all correspondence with the Company and at the time of attending the Annual General Meeting.

E. Unclaimed Dividends And Shares (Important & Mandatory)

4. Shareholders of the Company are hereby informed that as per the record, there are some unclaimed/ uncollected /unpaid dividends and shares. Shareholders who could not collect their dividends/shares are advised to contact our Share Registrar M/s. F.D Registrar Services (SMC-Pvt). Ltd 17th Floor, Saima Trade Tower-A I.I. Chundrigar Road, Karachi during working hours. Ph: 0092-21-32271905 Email: fdregistrar@yahoo.com to collect/enquire about their unclaimed dividend or shares, if any. In compliance with Section 244 of the Companies Act, 2017, after having completed the stipulated procedure, of three (3) years or more from the date due and payable, shall be deposited to the credit of Federal Government in case of

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unclaimed dividend and in case of shares, shall be delivered to the Securities & Exchange Commission of Pakistan (SECP).

F. Circulation of Annual Financial Statements through Email

5. SECP through its Notification SRO 787(I)/2014 dated September 8, 2014, has allowed the circulation of Audited Financial Statements along with the Notice of Annual General Meeting to the shareholders of the Company through email. Therefore, shareholders who wish to receive the soft copy of Annual Report are requested to send their email address. The consent form for electronic transmission can be downloaded from the Company's website. The Company shall, however, continue to provide hard copy of the Audited Financial Statements to its shareholders, on request, free of cost, within seven days of receipt of such request.

G. Placement of Financial Accounts on Website

6. Pursuant to the notification of the SECP (SRO 634(I)/2014) dated: 10th July 2014 the financial statements of the Company have been placed on Company's website at www.arshadenergy.com

H. E-VOTING

7. Pursuant to SECP S.R.O. No. 43(I)/2016 dated January 22, 2016, members can also exercise their right to vote through e-voting by giving their consent in writing at least 10 days before the date of meeting to the Company on the appointment by the Intermediary as a Proxy.

I: For Video Conference:

8. Further to SECP Circular No.1027/(I)2014 dated 21st May 2014 clause 1(b) "The company may provide video conference facility to its members for attending the general meeting at places other than the town in which general meeting is taking place after considering the geographical dispersal of its members: Provided that if members, collectively holding 10% or more shareholding residing at a geographical location, provide their consent to participate in the meeting through video conference at least 10 days prior to date of meeting the company shall arrange video conference facility in that city subject to availability of such facility in that city".

The company will intimate members regarding venue of video conference facility at least 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.

I/We, _____ of _____, being a member of the Arshad Energy Limited, holder of _____ Ordinary Share(s) as per Register CDC/ Folio no. _____ hereby opt for video conference facility at _____.

STATEMENT OF MATERIAL FACTS CONCERNING SPECIAL BUSINESS PURSUANT TO SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business, given in agenda item No.4 of the Notice that will be considered by the members.

Transactions with Associates

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Company is doing transactions with associated companies of normal trade and the directors of the company are also directors in associated companies and therefore are common directors. On this ground they have indirect interest in associated undertakings due to common directorship. All the transactions with associates as disclosed in accounts for the year ended June 30, 2019 of the company seeks approval in Annual General Meeting and hence the notice of facts is given to shareholders.

Transactions with Associated Undertakings

Cost Share with Arshad Textile Mills Ltd

2019-2020

Rs. 1,530,907.00

Sale of Energy

Arshad Textile Mills Ltd

Rs. 3,248,692

Arshad Corporation Pvt Ltd

Rs. 3,003,365