



## **HUSEIN SUGAR MILLS LIMITED**

### **NOTICE OF EXTRA ORDINARY**

### **GENERAL MEETING**

Notice is hereby given that an Extra Ordinary General Meeting of the company will be held on Tuesday, 31<sup>st</sup> March, 2020 at 10:00 A.M. at its registered office, 180 Abu Bakar Block, New Garden Town, Canal Road, Lahore, to transact the following business:

1. To confirm the minutes of 53<sup>rd</sup> annual general meeting held on February 18, 2020.
2. To elect seven (7) directors of the company as fixed by the Board of Directors, in accordance with the provisions of section 159(1) of the Companies Act, 2017 for a period of three (3) years commencing from April 01, 2020. The names of retiring directors are as under:-
  1. Mr. Ahmed Ali Tariq
  2. Mr. Mustafa Ali Tariq
  3. Mrs. Nusrat Shamim
  4. Mrs. Maryam Habib
  5. Mr. Taufiq Ahmed Khan
  6. Mr. M. Imran Khan
  7. Mr. Saif Hasan
3. To transact any other business as may be placed before the meeting with the permission of the Chair.

**By order of the Board**

**(KHALID MAHMOOD)**  
**Company Secretary**

Lahore: **9<sup>th</sup> March 2020**

#### **NOTES:**

- i) The register of members of the Company will remain closed from March 25, 2020 to March 31, 2020 (both days inclusive). Transfers received in order by the Company's Share Registrar, by the close of business upto (5.00 p.m.) on March 24, 2020 will be considered in time and be eligible for the purposes of attending and voting at the EOGM.
- ii) Every member who seeks to contest the election of directors shall whether he/she is a retiring director or not, file with the company at its registered office not later than fourteen(14) days before the date of meeting, the following documents:-
  - (a) Notice of his/her intention to offer himself/herself for election of directors in terms of provisions of section 159(3) of the Companies Act, 2017 (the Act) together with his/her consent to act as a director .
  - (b) A detailed profile along with mailing address for placement on the Company's website;

- (c) A candidate must be a member of the Company at the time of filing his/her notice of intention for contesting election of directors except a person representing a member, which is not a natural person;
- (d) Attested copy of valid CNIC/Passport and NTN;
- (e) His/her Folio No./CDC Account No./CDC Sub-account No.;
- (f) A declaration confirming that;
- (i) He/she is aware of his/her duties and powers under the relevant laws, Memorandum and Articles of Association of the Company and listing regulations of the Pakistan Stock Exchange Limited.
- (ii) He/she is not ineligible to become a director of a listed company under any of the provisions of the Act, any other applicable law, rules and regulations.
- (iii) A member entitled to attend and vote at the meeting may appoint another member of the Company as a proxy to attend and vote instead of him/her. Proxy Form duly completed must be deposited at the registered office of the company at least 48 hours before the time of meeting.
- (iv) Any individual beneficial owner of CDC entitled to attend and vote at this meeting must bring his/her CNIC or Passport to prove his/her identity, and in case of Proxy must enclose an attested copy of his/her CNIC or Passport. Representative of Corporate entities should bring Board's resolution/Power of Attorney with specimen signatures required for the purpose.
- (v) Pursuant to provisions of section 134 of the Act, if the 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 ten days prior to the date of meeting, the company will arrange video conference facility in that city subject to availability of such facility in that city.
- (vi) Members are requested to notify immediately any change in their addresses.
- (vii) The notice of Extra Ordinary General Meeting has also been posted on the Company's website.

#### **STATEMENT OF MATERIAL FACTS UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017**

Independent directors will be elected through the process of election of directors in terms of the provisions of section 159 of the Act, The names of Mr.Taufiq Ahmed Khan, Mr. M Imran Khan and Mr. Saif Hasan are proposed as independent directors for the reasons that they meet with the criteria as specified under the Act and the Companies (Manner and Selection of Independent Directors) Regulations,2018 and are also listed on the data bank of the independent directors as required under Section (166(1) of the Act.

# PROXY FORM

I/We, \_\_\_\_\_ of \_\_\_\_\_  
being the member of **Husein Sugar Mills Limited** hereby appoint Mr./Mrs./Miss \_\_\_\_\_ who is a member of the Company vide Registered Folio / CDC Participant ID.No. \_\_\_\_\_ as my proxy to attend and vote for me and on my behalf at the Extra Ordinary General Meeting of the company to be held on Tuesday March 31, 2020 at 10:00 A.M. and / or at any adjournment thereof.

Folio No.	CDC Account Number		No. of Shares Held
	Participants I.D.	Account No.	

(Signature on  
Rupees Five  
Revenue Stamps)

(Signature registered with  
company)

## WITNESSES:

1. Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

CNIC No. \_\_\_\_\_

Date: \_\_\_\_\_

2. Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

CNIC No. \_\_\_\_\_

Date: \_\_\_\_\_

## NOTE:

- I. The proxy form must be signed across Rupees Five revenue stamp and it should be deposited in the company's registered office not less than 48 hours before the time of holding the meeting.
- II. If a member appoints more than one proxy and more than one instruments of proxy and are deposited by a member with the company, all such instruments of proxy shall be rendered invalid.
- III. A member entitled to attend may appoint another member as his / her proxy may by power of attorney any other person as his / her to attend, speak and vote at the meeting. A corporation or a company, as the case may be, being a member of the company, may appoint any of its officials or any other person to act as its representative and the person so authorized shall be entitled to the same powers as if he was an individual shareholder.