



INDUS DYEING & MANUFACTURING CO. LIMITED

May 21, 2020

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi

ADDENDUM TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING

It is hereby informed that that Election of Directors of **Indus Dyeing and Manufacturing Company Limited (the Company)** was due on March 24, 2020 and in this connection an Extraordinary General Meeting for election of Directors was proposed to be held on March 24, 2020 (EOGM). The notice of the said EOGM was given to the shareholders and also published in newspapers on March 4, 2020. However the said EOGM was adjourned/postponed due to lack of Quorum in the light of the threat posed by the evolving COVID-19 situation to protect the wellbeing of shareholder and the Directors/Employees of the Company.

Subsequent to above notice of EOGM, the Company has also published notice in Newspapers regarding list of following contesting candidates under section 159 (4) of the Companies Act, 2017.

- | | |
|-----------------------------------|------------------------------|
| 1. Mr. Naveed Ahmed | 2. Mian Shahzad Ahmed |
| 3. Mr. Riaz Ahmed | 4. Mian Imran Ahmed |
| 5. Mr. Irfan Ahmed | 6. Mr. Kashif Riaz |
| 7. Mr. Shahwaiz Ahmed | 8. Mr. Shafqat Masood |
| 9. Mr. Danish Naveed | 10. Mr. Mohammad Azmat Ahmed |
| 11. Mr. Sheikh Nishat Ahmed | 12. Ms. Azra Yaqub Vawda |
| 13. Mr. Faisal Hanif | 14. Mr. Shakeel Ahmed Sheikh |
| 15. Mr. Amir Amin (nominee N.I.T) | |

In view of above, Notice is hereby given that **rescheduled/adjourned Extraordinary General Meeting** of the Company for election of directors will be now held at the Plot 3 & 7 Korangi Karachi on June 15, 2020 at 04:00 P.M. to transact the following business: -

Ordinary Business

1. To confirm minutes of the 62nd Annual General Meeting held on October 28, 2019.
2. To **Elect 14** Directors of the Company as Fixed by the Board for a period of three years commencing from the date of rescheduled EOGM from the above 15 contesting candidates.

The name of the retiring Directors, who are eligible to offer themselves for re-election, are as follows:

- | | |
|-----------------------------|---------------------------------|
| I. Mr. Naveed Ahmed | II. Mian Shahzad Ahmed |
| III. Mian Imran Ahmed | IV. Mr. Irfan Ahmed |
| V. Mr. Riaz Ahmed | VI. Mr. Kashif Riaz |
| VII. Mr. Shahwaiz Ahmed | VIII. Mr. Sheikh Shafqat Masood |
| IX. Mr. Sheikh Nishat Ahmed | X. Mr. Farooq Hassan |
| XI. Ms. Azra Yaqub Vawda | |

3. To transact any other ordinary business with the permission of the Chair.

A statement under Section 166 (3) of the Companies Act, 2017 is annexed as an integral part of the Notice of the Extraordinary General Meeting of the Members of the Company.

By Order of the Board


Ahmed Faheem Niazi
Company Secretary

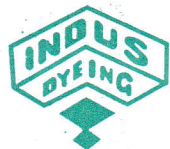
May 21, 2020

5th Floor, Office No.508, Beaumont Plaza, Beaumont Road, Civil Lines Quarters, Karachi-75530, Pakistan.

Tel # (92-21) 111-404-404 & 35693641 to 35693660(20 Lines). Fax # (92-21) 35693593 & 35693594

E-mail: info@indus-group.com & indus@khi.comsats.net.pk

Web Site : www.indus-group.com



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NOTES:

- 1) The share transfer books for ordinary shares of the Company will be closed from June 8, 2020 to June 15, 2020 (both days inclusive). Valid transfer(s) received in order by our Share Registrar, M/s Jwaffs Registrar Services (Pvt) Limited, 407-408 Al-Ameera Centre Shahra-e-Iraq Saddar Karachi by the close of business on June 6, 2020 will be in time for the purpose of attending the Extraordinary General Meeting.
- 2) The selection of Independent Directors will be complied with the requirements of Section 166 of the Companies Act, 2017 and the rules and regulations issued thereunder.
- 3) Since the instant rescheduled/adjourned EOGM is basically a continuation of original EOGM, therefore, the proxies already deposited by the members will remain in contact /valid. However; any new member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint another member as proxy. Proxies, in order to be effective, must be received at the Company's registered office not less than forty-eight (48) hours before the time of meeting. Member through CDC appointing proxies must attach attested copy of their Computerized National Identity Card (CNIC) with the proxy form.
- 4) The Shareholders through CDC, who wish to attend the Extraordinary General Meeting, are requested to please bring original CNIC with copy thereof duly attested by their bankers, account number and participant I.D number for identification purpose.
- 5) In case of corporate entity, certified copy of the Board of Director's resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form of the Company.
- 6) Members who have not submitted copy of valid CNIC are once again advised to submit the same without further delay to ensure compliance with the Securities and Exchange Commission of Pakistan (SECP) Notification S.R.O. 275(i)/2016 dated March 31, 2016 read with Notification S.R.O. 19(i)/2014 dated January 10, 2014 and Notification S.R.O. 831(i)/2012 dated July 5, 2012.
- 7) The Company has placed the Notice of rescheduled Extra Ordinary General Meeting along with form of proxy on its website: www.indus-group.com.
- 8) Pursuant to Companies (Postal Ballot) Regulations 2018, for the purpose of election of directors' subject to the requirements of Section 143 -145 of Companies Act, 2017, members will be allowed to exercise their right to vote through postal ballot, that is voting by post, in accordance with the requirements and procedure contained in the aforesaid Regulations.
- 9) If the Company receives consent from the members holding at least 10% shareholding residing in a city, to participate in the meeting through video-link at least 07 days prior to date of the meeting, the Company will arrange facility of video-link in that city subject to availability of such facility in that city.

The Company will intimate respective members regarding venue of the video-link facility before the date of Meeting along with complete information necessary to enable them to access the facility.

- 10) Shareholders interested in attending the Extraordinary General Meeting (EOGM) through video link facility are requested to get themselves registered with the Company Secretary office at least two working days before the holding of the time of EOGM at gaisarmuzaffar28@gmail.com by providing the following details: -

Name of Shareholder	CNIC NO	Folio CDC No.	Cell No.	Email address

- The Login facility will remain open from 3.45 P.M. till the end of the meeting.
- Shareholders will be encouraged to participate in the EOGM to consolidate their attendance and participation through proxies.
- Shareholders will be able to login and participate in EOGM proceedings through their smart phone or computer devices from their home after completing all the facilities required for the identification and verification of the Shareholders.

The Company will follow the best practices and comply with the instructions of the Government and SECP to ensure protective measure are in place for the well-being of its members.

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- 11) Members are requested to promptly notify the Company of any change in their registered address.
- 12) Shareholders are requested to contact the Registered Office of the Company or the Share Registrar, M/s Jwaffs Registrar Services (Pvt) Limited 407-408 Al-ameera Centre Shahra-e-iraq, Saddar Karachi for collection of their unclaimed shares / unpaid dividend which they have not received due to any reasons.

Statement made under Section 166(3) of the Companies Act, 2017 in respect of Appointment of Independent Directors

Section 166 of the Companies Act, 2017 provides that a statement of material facts is annexed to the notice of the general meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent directors on its Board in accordance with the Companies Act, 2017 and Companies (Manner and Selection of Independent Directors) Regulations, 2018 and their names are listed on the data bank of independent directors maintained by Pakistan Institute of Corporate Governance duly authorized by SECP.

Further, their selection will be made due to their respective competencies, skill, knowledge and experience. It is noteworthy to mention here that independent director shall be elected in the same manner as other directors are elected in terms of section 159 of the Companies Act, 2017.

Final list of contesting person have already been published in Newspapers in terms of Section 159(4) and also mentioned above for the information of the members.

No directors have direct or indirect interest in the above said business except as shareholders and that they may consent for election of directors accordingly.