

# **SHADMAN COTTON MILLS LIMITED**

## **NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Forty First Annual General Meeting of the Shareholders of **SHADMAN COTTON MILLS LIMITED** will be held at Company's Registered Office, 2-E, Block-G, Mushtaq Ahmed Gurmani Road, Gulberg-II, Lahore on Wednesday, **October 28, 2020 at 10.30 a.m.** to transact the following business:

### **ORDINARY BUSINESS:**

1. To confirm the minutes of Extraordinary General Meeting of the members of the Company held on Wednesday, March 11, 2020.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2020 together with the Directors' and Auditors' Reports thereon.
3. To appoint Auditors for the year ending June 30, 2021 and fix their remuneration. The present auditors M/s Mushtaq & Company, Chartered Accountants, retire and being eligible offered themselves for re-appointment.

### **SPECIAL BUSINESS:**

4. To consider and approve the lease or rent out of any buildings and machinery as disclosed in fixed assets schedule of the company for increase in funds inflow of the company by passing the following resolutions as an ordinary resolution, with or without any modification, addition or deletion.

“RESOLVED, that approval and consent of the general meeting be and is hereby accorded for the lease or rent out of any buildings and machinery of the company and that the Chief Executive Officer of the Company be and is hereby authorized to lease or rent out of any buildings and machinery of the company in such manner, on such basis and on such terms and subject to such conditions as may be deemed in the best interest of the company.”

“FURTHER RESOLVED, that the Chief Executive or his nominee(s) / representative(s) be and is/are hereby authorized and empowered on behalf of the company to do so all acts, deeds and things and take all necessary steps including negotiations and signing of the documents, deeds and papers, agreements and all other documents as may be necessary in order to give effect to implement the resolution as aforesaid and all matters connected, necessary and identical thereto.”

### **ANY OTHER BUSINESS:**

5. To consider any other business with the permission of the Chair.

**By order of the Board**

Place: Lahore  
Dated: October 06, 2020

**(MUHAMMAD AKHTAR)**  
**Company Secretary**

## **NOTES:**

1. The Share Transfer Books of the Company will remain closed from October 21, 2020 to October 28, 2020 both days inclusive.
2. A member entitled to attend and vote at the meeting is entitled to appoint another member as a proxy to attend and vote on his/her behalf. Proxy forms duly completed should reach the Registered Office of the Company 48 hours before the time of the meeting.
3. Members are requested to immediately notify the change in their address and also forward a copy of CNIC, if not yet furnished, at the Office of our Registrar Hameed Majeed Associates (Pvt.) Ltd., H.M. House, 7-Bank Square, Lahore.
4. CDC shareholders or their proxies are required to bring with them original CNIC or Passport along with the participant's I.D. number and their account numbers at the time of attending the Meeting in order to authenticate their identity.
5. Pursuant to Section 242 of the Companies Act 2017, all listed companies are mandated to pay dividend only by way of electronic mode, directly into the bank accounts of entitled members designated by them. Accordingly all members who have not yet provided their bank accounts (including 24 digits IBAN) to their participant/CDC Investor Account Service which maintains their CDC Account are requested to provide the same at the earliest, but not later than the first day of book closure, otherwise, the company would be constrained to withhold their amount of dividend, if any, in accordance with requirements of the Act and the Regulation.
6. Securities and Exchange Commission of Pakistan vide SRO No. 787(1)/2014 dated September 8, 2014 has provided an option to receive audited financial statements electronically through email, those shareholders who are interested in receiving the annual reports electronically in future are required to submit their email address at Registered Office of the Company on a standard request form which is available on Company's website: [www.shadman.com.pk](http://www.shadman.com.pk).

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

This statement sets out the material facts concerning the Special Business to be transacted at the AGM of the Company to be held on October 28, 2020.

### **Item No. 4 of the notice- Lease or rent out of any buildings and machinery of the Company**

Accordingly, the directors have placed the matter before the shareholders for their approval and to pass the ordinary resolution as proposed in the notice of meeting. The directors are not interested, directly or indirectly, in the above business except to the extent of their shareholdings.