



fauji foods

FFL/HO/CS/

October 20, 2021

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Karachi

Dear Sir,

ELECTION OF DIRECTORS

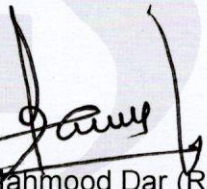
**NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE COMPANY &
CLOSURE OF BOOKS**

This is to inform you that an Extraordinary General Meeting of the Company will be held on November 26, 2021 at 11:00 A.M. at Lahore for the purpose of holding election of directors.

The Share Transfer Books of the Company will be closed from November 20, 2021 to November 26, 2021 (both days inclusive) for the purpose of holding the Extraordinary General Meeting.

A copy of the Notice of Extraordinary General Meeting is enclosed for circulation amongst the TRE Certificate holders of the Exchange.

Yours sincerely,


Brig Hamid Mahmood Dar (Retd)
Company Secretary

Encl: As above.

FAUJI FOODS LIMITED

Registered/ Head Office: 42 CCA, Ex Park View, DHA Phase – VIII, Lahore

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (EOGM) of shareholders of Fauji Foods Limited will be held at FFL Head Office, 42 CCA, Ex Park View, DHA Phase- VIII, Lahore on Friday, November 26, 2021 at 11:00 a.m. to transact the following business:

ORDINARY BUSINESS

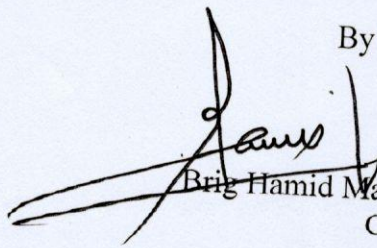
1. To confirm the minutes of the Extraordinary General Meeting held on July 28, 2021.
2. To elect 9 directors in accordance with provisions of section 159 of the Companies Act, 2017.
 - a. The Board of Directors has fixed the number of elected directors as nine (9) for the purpose of elections at this meeting. The tenure of the elected directors will be three years from the date of election.
 - b. The names of the retiring directors are as follows:

1. Lt Gen Tariq Khan (Retd)	2. Mr. Muhammad Haseeb Aslam
3. Mr. Sarfaraz Ahmed Rehman	4. Dr. Nadeem Inayat
5. Syed Bakhtiyar Kazmi	6. Mr. Mohammad Munir Malik
7. Lt Col Abdul Khaliq Khan (Retd)	8. Mr. Ali Asrar Hossain Aga
9. Mr. Basharat Ahmad Bhatti	10. Ms. Aminah Zahid Zaheer
11. Mr. Imran Husain	12. Mr. Javed Kureishi
 - c. Any member who seeks to contest this election shall file with the Company at the Registered Office, not later than fourteen days before the date of the meeting, a notice of his/ her intention to offer himself/ herself for election as a director. A Statement under Section 166(3) of the Companies Act 2017 pertaining to the material facts is being sent to the shareholders along with this notice.
3. To transact any other business with the permission of the Chair.

CLOSURE OF SHARE TRANSFER BOOKS

The share transfer books of the Company will remain closed from November 20, 2021 to November 26, 2021 (both days inclusive) for the purpose of holding the EOGM.

By Order of the Board


Brig Hamid Mahmood Dar (Retd)
Company Secretary

Lahore
October 18, 2021

NOTES:

1. A member of the Company entitled to attend and vote at the General Meeting may appoint a person/representative as proxy to attend and vote in place of member at the meeting. Proxies in order to be effective must be received at Company's registered office duly stamped and signed not later than 48 hours before the time of holding meeting. A member cannot appoint more than one proxy. Attested copy of shareholder's CNIC must be attached with the proxy form.
2. The CDC/sub account holders are required to follow the under mentioned guidelines as laid down by Securities and Exchange Commission of Pakistan contained in Circular No. 1 of 2000 dated January 26, 2000:
 - (a) For attending the meeting
 - i. In case of individuals, the account holder or sub-account holder shall authenticate his/her identity by showing his / her original national identity card or original passport at the time of attending the meeting.
 - ii. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of meeting.
 - (b) For appointing proxies
 - i. In case of individuals, the account holder or sub-account holder shall submit the proxy form as per the above requirement.
 - ii. The proxy form shall be witnessed by the two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
 - iii. Attested copies of CNIC or the 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 to the Company along with proxy form.
3. Members are requested to promptly notify any change in their addresses.
4. Members, having physical shares, are advised to intimate any change in their registered address and the shareholders who have not yet submitted photocopies of their Computerized National Identity Cards (CNIC) are requested to send the same at the earliest.
5. Shareholders who wish to receive annual reports and notice of the General Meeting through e-mail are requested to provide, through a letter duly signed by them, their particulars, i.e. Name, Folio/ CDC A/C No., E-mail Address, Contact Number, CNIC Number (attach copy). Shareholders are also requested to notify immediately any change in their e-mail address to the Share Registrar of the Company.
6. Consent for Video Conference Facility

Members can also avail video conference facility in Karachi and Islamabad. In this regard please fill the following and submit to registered address of the Company 10 days before holding the general meeting.

If the Company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least 10 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.

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 Fauji Foods Limited, holder of _____ Ordinary Share(s) as per Register Folio / CDC Account No _____ hereby opt for video conference facility at _____.

Signature of member

7. E-Voting

Members can exercise their right to demand a poll subject to meeting requirements of Sections 143-145 of Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations 2018.

8. Participation in EOGM through electronic means:

As per directions issued by SECP through Circular No EMD/MISC/82/2012 dated March 17, 2020 in the light of the threat posed by evolving COVID-19 situation (Corona Virus) pandemic and to protect the wellbeing of the shareholders, members are also requested to participate in the Extraordinary General Meeting through the following means:

1. Telephone No. [042-37136310]
2. Email ID [secretary@faujifoods.com]
3. Video Link [Join Through Below Zoom Link]
<https://ffbl.zoom.us/j/88547197885?pwd=TzBBM1dQdXRaVjlvVVVOTJqOFVLdz09>
Meeting ID: 885 4719 7885
Passcode: 855937

Members who intend to participate physically should consolidate their attendance through proxies. Shareholders are requested to mention Name, CNIC No, Folio / CDC A/c No and number of shares for identification.

9. Conversion of Physical Securities into Book Entry Form

As per Section 72 of the Companies Act, 2017 every listed company is required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of the Act, i.e., May 30, 2017. Further, vide its letter dated March 26, 2021, SECP has directed all the listed companies to pursue its shareholder for conversion of their physical securities into book entry form.

In light of the aforementioned directives, the Shareholders having physical shareholding are encouraged to open CDC account with CDS participant/CDC Investor Account Services and convert their existing physical securities into book entry form.

10. Statement made under Section 166(3) of The Companies Act, 2017

Any person who is eligible under section 153 and meet the criteria under section 166(2) of the Companies Act, 2017, may submit nomination to be elected as independent directors. However, it is noteworthy to mention here that independent directors 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 directors will be published in Newspapers not later than seven days before the date of the said meeting in terms of section 159(4). Further, website of the company will also be updated with the required information for each Director. No directors have direct or indirect interest in the above said business except they may consent for election of directors accordingly.

FAUJI FOODS LIMITED

FORM OF PROXY

Registered Folio No. /
CDC Account No. _____

I/We _____
Name _____

of _____
Address _____

being a member of FAUJI FOODS LIMITED hereby appoint

_____ Name _____

of _____ Address _____

or failing him _____

_____ Name _____

of _____

Address _____

(also being a member of the Company) as my/ our proxy to attend, act and vote for me/ us and on my/ our behalf, at the Extraordinary General Meeting of the Company to be held on Friday, November 26, 2021 at FFL Head Office, Lahore at 11:00 a.m. and at any adjournment thereof.

As witness my hand this _____ day of _____ 2021.

WITNESSES:

Signature of the Shareholder/ Appointer

1. Signature _____

Name _____

Address _____

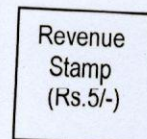
CNIC # _____

2. Signature _____

Name _____

Address _____

CNIC # _____



NOTE: Proxies in order to be effective must reach the Company's Registered Office not less than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. Proxies of the Members through CDC shall be accompanied with attested copies of their CNIC.