

Maple Leaf Cement Factory Limited



42-Lawrence Road, Lahore (PAKISTAN)
Phones: 042-36278904, 042-36278905

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

PUCARS /Courier
MLCF/PSX-6/71
December 08, 2022

NOTICE OF EXTRAORDINARY GENERAL MEETING

Dear Sir,

Enclosed please find herewith a Notice of Extraordinary General Meeting scheduled to be held on **Friday, December 30, 2022 at 11:00 AM** at its Registered Office, 42-Lawrence Road, Lahore for circulation amongst the TRE Certificate Holders of the Exchange.

Further, in pursuance of clause 5.6.9(b) of the Listing Regulations of Pakistan Stock Exchange, please find attached herewith also a copy of the Notice prior to publication in the newspapers both Urdu and English languages.

Yours faithfully,
For Maple Leaf Cement Factory Limited

(Muhammad Ashraf)
Company Secretary



Encl: As Above

**MAPLE LEAF CEMENT FACTORY LIMITED**

Registered Office: 42-Lawrence Road, Lahore.

Phone: 042-36278904-05, Fax: 042-36368721

KMLG
Kohinoor Maple Leaf Group**NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extraordinary General Meeting of the members of **Maple Leaf Cement Factory Limited** (the "Company") will be held on **Friday, December 30, 2022 at 11:00 AM** at 42-Lawrence Road, Lahore, the Registered Office of the Company, to transact the following business: -

Ordinary Business:

To elect Eight (08) Directors of the Company, as fixed by the Board of Directors, in accordance with the provisions of Section 159 of the Companies Act, 2017 for a term of three years commencing December 31, 2022 in place of the following retiring Directors:-


- | | |
|----------------------------|-------------------------------|
| 1) Mr. Tariq Sayeed Saigol | 2) Mr. Taufique Sayeed Saigol |
| 3) Mr. Waleed Tariq Saigol | 4) Mr. Danial Taufique Saigol |
| 5) Ms. Jahanara Saigol | 6) Syed Mohsin Raza Naqvi |
| 7) Mr. Shafiq Ahmed Khan | 8) Mr. Zulfikar Monnoo |

BY ORDER OF THE BOARD
(MUHAMMAD ASHRAF)
Company Secretary

Lahore: December 09, 2022

Notes:

1. The Share Transfer Books of the Company will remain closed from December 24, 2022 to December 30, 2022 (both days inclusive). Physical transfers / CDS Transaction IDs received at the Company's Share Registrar, M/s. Vision Consulting Limited, 3-C, LDA Flats, First Floor, Lawrence Road, Lahore, at the close of business on December 23, 2022, will be considered in time to determine voting rights of the shareholders for attending the meeting.
2. A member eligible to attend, speak and vote at this meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her. CDC beneficial owners and Proxy Holders must bring with them their Computerized National Identity Cards (CNIC)/Passports in original to prove his/her identity. In

	<p>MAPLE LEAF CEMENT FACTORY LIMITED Registered Office: 42-Lawrence Road, Lahore. Phone: 042-36278904-05, Fax: 042-36368721</p>	<p>KMLG Kohinoor Maple Leaf Group</p>
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case of Proxy, CDC beneficial owners and Proxy Holders must enclose an attested copy of their CNIC/Passport with Proxy Form. Proxies in order to be effective must be received at the Company's Registered Office not later than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.

3. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached with the proxy form or may be provided at the time of meeting.
4. The shareholders will be allowed to exercise their right to vote through postal ballot subject to Sections 142 and 143 of the Act and the Companies (Postal Ballot) Regulations, 2018.
5. Members holding aggregate 10% or more shareholding, residing in a city other than Lahore, may demand the facility of video link for participation in the Extraordinary General Meeting.

In this regard, please fill the following and submit at the Registered Office of the Company situated at 42-Lawrence Road, Lahore, at least 07 days prior to the date of Extraordinary General Meeting.


"I/We, _____ of _____,
being a member of Maple Leaf Cement Factory Limited, holder of _____
Ordinary Share(s) as per Registered Folio / CDC A/c # _____ hereby opt for
video conference facility at _____.

Signature of Member(s) / Attorney"

(Please affix also company stamp in case of corporate entity)

6. The Securities and Exchange Commission of Pakistan ("SECP") vide Circular No. 4 of 2021 dated February 15, 2021, has advised to provide participation of the members through electronic means. The members can attend the Extraordinary General Meeting via video link using smart phones / tablets. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides) / passport, attested copy of Board Resolution/power of attorney (in case of corporate shareholders) through email at muhammad.ashraf@kmlg.com by December 27, 2022:-



	MAPLE LEAF CEMENT FACTORY LIMITED Registered Office: 42-Lawrence Road, Lahore. Phone: 042-36278904-05, Fax: 042-36368721	KMLG Kohinoor Maple Leaf Group

Name of Member/Proxyholder	Folio No. / CDC Account No.	Cell No. / WhatsApp No.	CNIC No.	Email ID

7. The candidates are requested to read the relevant provisions/requirements relating to the appointment/election of Directors, as mentioned in the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the Companies (Manner and Selection of Independent Directors) Regulations, 2018 and ensure compliance with the same in letter and spirit.
8. Shareholders are requested to notify change in their addresses, in case of book entry securities in CDS to their respective CDS participants and in case of physical shares to the Share Registrar, if not earlier notified.

Statement(s) of Material facts under Section 166(3) and 134(3) of the Companies Act, 2017 regarding election 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 an independent director. The Company is required to have at least two independent directors on its Board in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019. Accordingly, the names of Mr. Shafiq Ahmed Khan and Mr. Zulfikar Monnoo have been proposed for election as independent directors and they meet the criteria set out for independence under Section 166 of the Companies Act, 2017 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 has been made due to their respective core competencies, diversity, requisite skill, knowledge and experience and will be elected through the process of election of directors in terms of Section 159 of the Companies Act, 2017.

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





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By Order of the Board
(Muhammad Ashraf)
Company Secretary

Lahore: December 09, 2022

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"I/We, _____ of _____, being a member of Maple Leaf Cement Factory Limited, holder of _____ Ordinary Share(s) as per Registered Folio / CDC A/c # _____ hereby opt for video conference facility at _____.

Signature of Member(s) / Attorney"
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	Name of Member/Proxyholder	Folio No. / CDC Account No.	Cell No. / WhatsApp No.	CNIC No.	Email ID

7. The candidates are requested to read the relevant provisions/requirements relating to the appointment/election of Directors, as mentioned in the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the Companies (Manner and Selection of Independent Directors) Regulations, 2018 and ensure compliance with the same in letter and spirit.

8. Shareholders are requested to notify change in their addresses, in case of book entry securities in CDS to their respective CDS participants and in case of physical shares to the Share Registrar, if not earlier notified.

9. Statements under Sections 166(3) & 134(3) of the Act regarding election of independent directors is annexed to this notice of meeting, being sent to the shareholders.

