



SUI NORTHERN GAS PIPELINES LIMITED

GAS HOUSE, 21 KASHMIR ROAD, P.O. BOX 56, LAHORE (PAKISTAN)

CA/SECP/2306

Thru: PUCARS / Courier

September 07, 2023

The General Manager,
Pakistan Stock Exchange Limited (PSX),
Stock Exchange Building,
Stock Exchange Road,
KARACHI.

The Executive Director/HOD,
Offsite-II Department, Supervision Division
Securities and Exchange Commission of Pakistan
63, NIC Building, Jinnah Avenue, Blue Area,
ISLAMABAD.

1. CANCELLATION OF EXTRAORDINARY GENERAL MEETING SCHEDULED TO BE HELD ON SEPTEMBER 11, 2023
2. NOTICE FOR HOLDING NEW EXTRAORDINARY GENERAL MEETING SCHEDULED TO BE HELD ON SEPTEMBER 30, 2023

Dear Sir,

The Board of Directors in its 611th emergent meeting held on September 7, 2023 on the advice of the Ministry of Energy (Petroleum Division) communicated through their letter dated September 7, 2023, after detailed deliberation, has decided to cancel the Extraordinary General Meeting scheduled to be held on Monday, September 11, 2023 at 11:00 a.m. at the Pearl Continental Hotel, Lahore. Furthermore, the book closure earlier announced from September 05, 2023 to September 11, 2023 (both days inclusive) hereby stands cancelled.

It was further decided by the Board to hold the extraordinary general meeting on Saturday, September 30, 2023 by inviting fresh consent papers/nominations and the proxies etc. Accordingly, the notice of the new Extraordinary General Meeting (EOGM) is attached and hence the new book closure is hereby announced from September 25, 2023 to September 30, 2023 (both days inclusive).

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Yours sincerely,
SUI NORTHERN GAS PIPELINES LIMITED


(IMTIAZ MEHMOOD)
Company Secretary
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Fax: 042-99201369

Encl: As above.

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SUI NORTHERN GAS PIPELINES LIMITED
Gas House, 21-Kashmir Road, P.O. Box No. 56, Lahore (Pakistan)

NOTICE FOR CANCELLATION OF EXTRAORDINARY GENERAL MEETING
SCHEDULED TO BE HELD ON SEPTEMBER 11, 2023

The Board of Directors in its 611th emergent meeting held on September 7, 2023, on the advice of the Ministry of Energy (Petroleum Division) communicated through their letter dated September 7, 2023, after detailed deliberation, has decided to cancel the Extraordinary General Meeting scheduled to be held on Monday, September 11, 2023 at 11:00 a.m. at the Pearl Continental Hotel, Lahore. Furthermore, the book closure earlier announced from September 05, 2023 to September 11, 2023 (both days inclusive) hereby stands canceled. Accordingly, all concerned are requested to submit/file fresh consents, nominations and proxies pursuant to the new notice of election of directors of the Company given below:

NEW NOTICE FOR HOLDING EXTRAORDINARY GENERAL MEETING
SCHEDULED TO BE HELD ON SEPTEMBER 30, 2023

Notice is hereby given that an Extraordinary General Meeting of the shareholders of Sui Northern Gas Pipelines Limited will be held on Saturday, September 30, 2023 at the Pearl Continental Hotel, Lahore at 11:00 a.m. as well as through Video Conference facility for transacting the following business;

ORDINARY BUSINESS

1. To confirm the minutes of the 58th Annual General Meeting held on August 01, 2023.
2. To elect twelve (12) 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 term of three (3) years. The retiring Directors, who are eligible for re-election are as follows:
 1. Mr. Muhammad Ismail Qureshi
 2. Mr. Arif Saeed
 3. Ms. Faaria Rehman Salahuddin
 4. Mr. Saadat Ali Khan
 5. Mr. Ahmad Atteeq Anwer
 6. Mr. Manzoor Ahmed
 7. Mr. Ahmad Aqeel
 8. Mr. Abrar Ahmed Mirza
 9. Mr. Ali Tahir
 10. Mr. Muhammad Sualeh Ahmed Faruqui
 11. Mr. Shahbaz Tahir Nadeem
3. To transact any other business with the permission of the Chair.

A statement of material fact under Section 166(3) of the Companies Act, 2017 relating to the material facts is annexed to this Notice.

The share transfer books of the Company will remain closed from September 25, 2023 to September 30, 2023 (both days inclusive).

By order of the Board


(IMTIAZ MEHMOOD)
Company Secretary

Lahore.
September 7, 2023

- i. Declaration by Independent Director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019;
- ii. Undertaking on non-judicial stamp paper that he or she complies with the fit and proper criteria as prescribed in State-Owned Enterprises (Governance and Operations) Act, 2023 and that he/she meets the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

III. The appointing authorities, including the Government and other shareholders, shall apply the fit and proper criteria given in Schedule-IV of Section 16 of the State-Owned Enterprises (Governance and Operations) Act, 2023 and appendix of Rule 3(7) of Public Sector Companies (Corporate Governance) Rules, 2013 in making nominations of the persons for election as Board members under the provisions of the Act; provided that the requirement to comply with the fit and proper criteria is without prejudice to compliance with any other requirement for the fitness and propriety of directors issued under any special law, rules or regulations by a regulator or authority governing a specified sector.

The specimen of all requisite forms /undertakings/declarations/postal ballot are available on the Company's website i.e. www.sngpl.com.pk.

2. PARTICIPATION IN EXTRAORDINARY GENERAL MEETING

i. Through Electronic Means (Optional/Recommended Via Video Conferencing)

In the light of the relevant guidelines issued by Securities & Exchange Commission of Pakistan (SECP) from time to time, the shareholders are encouraged to participate in the General Meeting through electronic facility organized by SNGPL. In order to attend the General Meeting through electronic facility, the shareholders are requested to get themselves registered with CDC Share Registrar Services Limited at least 48 hours before the time of General Meeting at cdcsr@cdcsrsl.com or at Whatsapp number 0321-8200864.

The entitled shareholders whose name appear on the Books of the Company by close of Business on September 22, 2023 will be treated in time for the purpose of attending the meeting and those shareholders are requested to provide the information as per below format:

S. #	Company Name	Folio Number / CDC Account #	Name of the Shareholder	CNIC #	Mobile #	E-mail Address
	Sui Northern Gas Pipelines Limited					

The details of the electronic facility will be sent to the Shareholders on the email addresses provided by them. The login facility will be opened at 10:30 a.m. on September 30, 2023 enabling the participants to join the proceedings after identification and verification process before joining the meeting which will start at 11:00 a.m. sharp.

ii. Attending Meeting In Person Or Through Proxies

- a. All members, entitled to attend and vote at the General Meeting, are entitled to appoint any person in writing as their proxy to attend and vote on their behalf. A legal entity, being a member, may also appoint any person as proxy. However, in case of legal entities, a resolution of the Board of Directors' / Power of Attorney with specimen signature of the person nominated to represent and vote on behalf of the

- b. Pursuant to the Companies (Postal Ballot) Regulations, 2018 for the purpose of Election of Directors and for any other agenda item subject to the requirements of sections 143 and 144 of the Companies Act, 2017, and exclusively for the members of a listed company in case of Election of Directors, if the number of persons who offer themselves to be elected is more than the number of Directors fixed under sub-section (1) of Section 159 of the Act, a postal ballot be sent to the shareholders and published, in case the need to do so arises, not later than seven (7) days before the date of EOGM.

5. **SUBMISSION OF COPY OF CNIC/NTN CERTIFICATE (MANDATORY)**

Please provide valid copy of CNIC/NTN if not already provided to our Share Registrar, in case of physical shareholders and in case of CDC account to its Participant/Investor Account Services.

6. **Conversion of Physical shareholding in Book-Entry Form:**

Securities and Exchange Commission of Pakistan has issued directions vide letter No. CSD/ED/Misc./2016/ 639-640 dated March 26, 2021 in the light of Section 72 of Companies Act, 2017 that every existing listed company shall be required to replace its physical shares with Book-Entry Form within the period not exceeding four years from the promulgation of the Act i.e. May 30, 2017. In order to ensure compliance with the aforesaid provision and to be benefited of the holding of shares in Book-Entry Form, all shareholders who still hold shares in physical form are encouraged to open CDC sub-Account with any of broker or investor account directly with CDC to convert their shares in Book-Entry Form. This will benefits the valued shareholders in many ways, including safe custody/online trading of shares, easy transfer of ownership, no risk of damage/lost/duplicate shares, instant credit of entitlements (bonus/right issue).

Registered Office

Gas House, 21-Kashmir Road,
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Ph: +92-42-99201451-60, 99201490-99,
Fax: +92-42-99201369
Website: www.sngpl.com.pk

Share Registrar

CDC Share Registrar Services Ltd,

Lahore Office:

Mezzanine Floor, South Tower, LSE Plaza,
19-Khayaban-e-Aiwan-e-Iqbal, Lahore (Pakistan)
Tel No.: +92 -42-36362061-66
Fax No.: +92 -42-36300072

Karachi Office:

CDC House, 99-B, Block B, S.M.C.H.S., Main Shahr-e-Faisal, Karachi (Pakistan).
Tel No.: +92-21-111-111-500
Fax No.: +92-21-34326053
Website: www.cdcsrsl.com