



# SUI NORTHERN GAS PIPELINES LIMITED

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

CA/PSX/ 2385

Thru: PUCARS / Courier

September 22, 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.**

**NOTICE UNDER SECTION 159 (4) OF THE COMPANIES ACT, 2017 REGARDING  
ELECTION OF DIRECTORS UNDER RULE NO. 5.6.9(b) OF PSX RULES**

Dear Sir,

In pursuant to Rule No. 5.6.9(b) of PSX Rules, please find enclosed herewith notice under section 159 (4) of the Companies Act, 2017 regarding Election of Directors to be held in Extra Ordinary General Meeting of the Company scheduled on September 30, 2023.

Thanks and regards.

Yours sincerely,  
**SUI NORTHERN GAS PIPELINES LIMITED**

  
**(IMTIAZ MEHMOOD)**

Company Secretary  
Tele: 042-99201338  
Fax: 042-99201369

**Enclosed: As Above.**





## **SUI NORTHERN GAS PIPELINES LIMITED**

**Gas House, 21-Kashmir Road, P.O. Box No. 56, Lahore (Pakistan)**

### **ELECTION OF DIRECTORS**

#### **NOTICE UNDER SECTION 159 (4) OF THE COMPANIES ACT, 2017**

Pursuant to Section 159(4) of the Companies Act, 2017, Members/Shareholders of the Company are hereby notified that the following Sixteen (16) individuals as against twelve (12) positions of directors have filed with the Company, the notice of their intention under section 159(3) of the Companies Act, 2017 to contest election for Directors under defined category at the Extraordinary General Meeting to be held on Saturday, September 30, 2023 at 11:00 a.m. at the Pearl Continental Hotel, Lahore.

Sr. No.	Category Sr. No.	Name of Contesting Candidates	No of Directors to be Elected
	A. <u>Candidate for the Category of Female Directors:</u>		
1	1	Ms. Faaria Rehman Salahuddin	01 (One)
	B. <u>Candidates for the Category of Independent Directors:</u>		
2	1	Mr. Muhammad Ismail Qureshi	06 (Six)
3	2	Mr. Arif Saeed	
4	3	Mr. Saadat Ali Khan	
5	4	Mr. Ahmad Atteeq Anwer	
6	5	Mr. Osman Saifullah Khan	
7	6	Mr. Tariq Iqbal Khan	
8	7	Mr. Nasir Gulzar	
	C. <u>Candidates for the Category of Other Directors:</u>		
9	1	Mr. Abrar Ahmed Mirza	05 (Five)
10	2	Mr. Ali Tahir	
11	3	Mr. Shahbaz Tahir Nadeem	
12	4	Mr. Muhammad Sualeh Ahmed Faruqui	
13	5	Mr. Ahmad Aqeel	
14	6	Mr. Ahmed Chinoy	
15	7	Mr. Rizwan Ahmed Bhatti	
16	8	Dr. Sohail Razi Khan	
Total			12 (Twelve)

The profiles of the above-named persons have been placed on the Company's website [www.sngpl.com.pk](http://www.sngpl.com.pk). The independent directors have been selected on the basis of their experience, competencies, diversity, skills and knowledge in compliance with the requirements of Section 166 of the Companies Act, 2017 and the regulations issued thereunder.

Only 1 (one) notice of intention under section 159(3) for the female category has been received from Ms. Faaria Rehman Salahuddin which is equal to 1 (one) number seat of Female Category director, therefore, she has been elected unopposed. Accordingly, shareholders in line with Section 159 of the Companies Act, 2017 will elect Eleven (11) directors for the next triennial commencing from October 1, 2023 and Election of Directors will be held for Independent and Other Categories of Directors only.

**(IMTIAZ MEHMOOD)**  
Company Secretary

Lahore.  
September 23, 2023



## **NOTES:**

- (a) a shareholder shall have such number of votes as is equal to the product of the number of voting shares held by him/her and the number of Directors to be elected in each Category i.e. Female/Independent/Other Directors;
- (b) a shareholder may give all his votes to a single candidate or divide them between more than one of the candidates in such manner as he/she may choose in each Category; and
- (c) the candidate who gets the highest number of votes in each Category shall be declared elected as Independent/Other Directors and then the candidate who gets the next highest number of votes shall be so declared and so on until the total number of Directors to be elected has been so elected from each Category i.e. Independent/Other Directors.
- (d) If a shareholder casts votes more than the number of votes defined for a specified category then those votes shall be considered rejected and said votes shall not be counted for that category.

## **PROCEDURE FOR E-VOTING AND POSTAL BALLOT VOTING FOR ELECTION OF DIRECTORS**

Pursuant to the Companies (Postal Ballot) Regulations, 2018, shareholders of the Company are hereby provided the facility of e-voting and voting through Postal Ballot in the Extraordinary General Meeting to be held on Saturday, September 30, 2023 at 11:00 a.m. at the Pearl Continental Hotel, Lahore.

### **1. Procedure for E-Voting:**

- i. Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on September 22, 2023.
- ii. The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- iii. Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- iv. E-Voting lines will start from September 27, 2023, 09:00 a.m. and shall close on September 29, 2023 at 5:00 P.M. Members can cast their votes any time during this period. Once the vote is cast by a Member, he / she shall not be allowed to change it subsequently.

### **2. Procedure For Submission of Ballot Paper:**

The shareholders shall ensure duly filled and signed ballot paper along with copy of CNIC, in case of individuals, and in case of body corporate, acceptable identification documents, should reach the Chairman of the meeting through post at 7<sup>th</sup> Floor, Gas House, 21-Kashmir Road, Lahore or by email at [eogm@sngpl.com.pk](mailto:eogm@sngpl.com.pk), one (01) day before the day of poll i.e. September 29, 2023 till 5:00 p.m.

### **Appointment of Scrutinizer**

In accordance with Regulation No. 11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed M/s. Yousuf Adil, Chartered Accountants, a QCR rated audit firm, to act as the Scrutinizer of the Company for Election of Directors and to undertake other responsibilities as defined in Regulation No. 11A.





**BALLOT PAPER FOR VOTING THROUGH POST/E-MAIL FOR POLL  
TO BE HELD ON SATURDAY, SEPTEMBER 30, 2023 AT 11.00 A.M.  
AT PEARL CONTINENTAL HOTEL, LAHORE.**

**www.sngpl.com.pk**

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: [eogm@sngpl.com.pk](mailto:eogm@sngpl.com.pk)

Name of shareholder/joint shareholders	
Registered Address	
Folio / CDS Account Number	
Number of shares held	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	

**Election of Directors**

**Calculation of votes for each category of election of directors**

Category	No of Directors to be Elected	Number of Ordinary Shares held	Total votes
Female Directors	1		(1 x Number of Ordinary shares held) = No of Votes
Independent Directors	6		(6 x Number of Ordinary shares held) = No of Votes
Other Directors	5		(5 x Number of Ordinary shares held) = No of Votes

**A. Vote Cast For The Category of Female Directors:**

Number of Director Elected = 1		
*Since only 1 notice of intention under section 159(3) for female category has been received which is equal to 1 (one) number seat of Female Category director, therefore, she has been elected unopposed		
Sr. #	Candidate for Directorship	No. of votes Casted
1	Ms. Faaria Rehman Salahuddin	*Elected Unopposed

**B. Vote Cast For The Category of Independent Directors:**

Number of Directors To Be Elected = 6		
Sr. #	Candidates for Directorship	No. of votes Casted
1	Mr. Muhammad Ismail Qureshi	
2	Mr. Arif Saeed	
3	Mr. Saadat Ali Khan	
4	Mr. Ahmad Atteeq Anwer	
5	Mr. Osman Saifullah Khan	
6	Mr. Tariq Iqbal Khan	
7	Mr. Nasir Gulzar	

**C. Vote Cast For The Category of Other Directors:**

Number of Directors To Be Elected = 5		
Sr. #	Candidates for Directorship	No. of votes Casted
1	Mr. Abrar Ahmed Mirza	
2	Mr. Ali Tahir	
3	Mr. Shahbaz Tahir Nadeem	
4	Mr. Muhammad Sualeh Ahmed Faruqi	
5	Mr. Ahmad Aqeel	
6	Mr. Ahmed Chinoy	
7	Mr. Rizwan Ahmed Bhatti	
8	Dr. Sohail Razi Khan	

Shareholder / Proxy holder Signature / Authorized Signatory

Date: \_\_\_\_\_



**NOTES:**

1. Duly filled postal ballot should be sent to Chairman (7<sup>th</sup> Floor, Gas House, 21-Kashmir Road, Lahore or [eogm@sngpl.com.pk](mailto:eogm@sngpl.com.pk)).
2. Copy of CNIC should be enclosed with the postal ballot form.
3. Postal ballot forms should reach Chairman on or before one (01) day before the day of poll i.e. September 29, 2023 till 5:00 p.m. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. If a shareholder casts votes more than the number of votes defined for a specified category, then those votes shall be considered rejected and said votes shall not be counted for that category.
7. In case of representative of body corporate, corporation and Federal Government, postal ballot must be accompanied with copy of CNIC of authorized person, attested copy of Board Resolution, Power of Attorney, Authorization Letter etc. in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In case of foreign body corporate etc. all documents must be attested from the Counsel General of Pakistan having jurisdiction over the member.
8. Ballot paper has also been placed on the website of the Company [www.sngpl.com.pk](http://www.sngpl.com.pk). Members may download the ballot paper from the website or use original/photocopy published in newspapers.
9. In case of any dispute on voting, Chairman of the meeting shall be the final authority to decide the matter, based on consultation with Share Registrar and Scrutinizer.