



# GHARIBWAL CEMENT LIMITED

پائیدار سیمنٹ

February 6, 2024

The General Manager  
Pakistan Stock Exchange (G) Ltd.  
Stock Exchange Building,  
Stock Exchange Road  
Karachi

Subject: **News Paper Cutting Regarding Notice of Extra Ordinary General Meeting (EOGM)**

Dear Sir,

Please find enclose copies of newspaper cuttings regarding notice of Extra Ordinary General Meeting to be held on February 28, 2024 which was printed in one English & one Urdu newspaper (The News & Daily Dunya), for your record and ready reference.

Regards,  
For Gharibwal Cement Limited

  
Company Secretary

Copy:-

Director (Enforcement),  
Securities and Exchange Commission of Pakistan,  
7<sup>th</sup> Floor, NIC Building, 63 Jinnah Avenue, Blue Area,  
Islamabad

Head Office 📍 : 27-H, Pace Tower, 1st Floor, College Road, Gulberg-II, Lahore, Pakistan.

Factory 📍 : 30km Pind Dadan Khan Jehlum Road, Ismailwal, Tehsil Choa Saidan Shah, District Chakwal.

☎ : +92 42 3 606060 0 📠 : + 92 544 697 000 ✉ : info@gharibwalcement.com 🌐 : www.gharibwalcement.com

CELEBRATING  
6  
1980  
2020  
YEARS

## GHARIBWAL CEMENT LIMITED

### Notice of Extra Ordinary General Meeting (EOGM)

Notice is hereby given that an Extra Ordinary General Meeting ("EOGM") of Gharibwal Cement Limited will be held on Wednesday, February 28, 2024 at 12:00pm at **OBAN Hotel, 81-C-II, off MM Alam Road, Gulberg-II, Lahore** to transact the following businesses:

#### 1. ELECTION OF DIRECTORS

To elect Nine directors in accordance with Company Act, 2017 pursuant to Section 159 (1) of the Companies Act 2017, the number of directors has been fixed as nine (09) for the next term of three years starting from February 28, 2024. The name of the retiring directors are as follows:

1	Muhammad Tousif Peracha	Director
2	Abdur Rafique Khan	Director
3	Khalid Siddiq Tirmizy	Director
4	Mustafa Tousif Ahmad Paracha	Director
5	Amna Khan	Director
6	Sorath Jumani	Director
7	Faisal Aftab Ahmed	Director
8	Daniyal Jawaid Peracha	Director

**2. INVESTMENTS IN ASSOCIATES U/S 199 OF COMPANIES ACT, 2017**  
To consider, and if deemed fit to pass a following resolution as special resolution, with or without modification for issue of corporate guarantees of up to Rs. 3 billion in favour of financial institutions / banks on behalf of Balochistan Glass Limited (an associated company):

"Resolved that the approval of the members of Gharibwal Cement Limited ("GCL") be and is hereby accorded in terms of Section 199 of the Companies Act, 2017 for a non-funded facility in the form of corporate guarantee up to Rs. 3 billion in favour of financial institutions / banks on behalf of Balochistan Glass Limited ("BGL") on the terms and conditions disclosed to the shareholders.

Further Resolved that the aforesaid special resolution shall be valid till October 30, 2029.

Further Resolved that the CEO and/or CFO be and are hereby singly empowered and authorized to undertake the decision of said investment and to do all acts, matters, deeds and things, take any or all necessary actions and to complete all legal formalities as may be necessary or incidental expedient for the purpose of implementing the aforesaid resolutions."

3. To read and approve the minutes of last annual general meeting held on October 26, 2023.

4. To transact any other business with the permission of chair

Date: February 02, 2024

By Order of the Board

Place: Lahore

Farukh Naveed

NOTES:

Company Secretary

**1. Book Closure:** The Register of Members and Share Transfer Books of the Company will remain close from February 22, 2024 to February 28, 2024 (both days inclusive). Transfer received by the Share Registrar of the Company, Corplink (Private) Ltd, 1-K Commercial, Model Town Lahore (Ph: +924235916714, +924235916719 Email: corplink786@gmail.com) at the close of business hours on February 21, 2024 will be treated in time for the purpose of attendance and voting at EOGM.

#### 2. Participation in Extra Ordinary General Meeting:

a. Members must bring their original CNIC or Passport to prove their identity and those members who have deposited their shares in Central Depository System should also be aware of their CDC Participant ID and Account Number at the meeting venue.

b. A representative of corporate members, must bring the Board of Directors' Resolution and/or Power of Attorney and the specimen signature of the nominee.

c. A member entitled to attend and vote may appoint another member of the Company as his / her proxy to attend, speak and vote for him / her.

d. A member shall not be entitled to appoint more than one proxy.

e. The instrument of proxy duly executed should be lodged at the Registered Office of the Company (i.e. Pace Tower, 1st Floor, 27-H, Gulberg-II, Lahore) not later than 48 hours before the time of the meeting. The form of proxy must be witnessed with the addresses and CNIC numbers of witnesses, certified copies of CNIC of member and the proxy member must be attached and the revenue stamp should be affixed and defaced on the form of proxy. Proxy Form in English and Urdu languages is attached with the notice circulated to the members.

3. In terms of SECP's Circular No. 10 of 2014 dated May 21, 2014 read with the provisions contained under section 134(1)(b) of the Act, if the Company receives request / demand from members holding in aggregate 10% or more shareholding residing at a 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.

4. The Company has arranged for participation of members in EOGM through electronic means (i.e. video-link / webinar / teams etc.). In this regard, the interested shareholders can request by providing the relevant information (i.e. Name of the Shareholder, CNIC Number, Folio / CDC Account Number, Cell Number, Email Address etc.) to the Company Secretary by February 25, 2024 at Email Address: [corporate@gwlc.co](mailto:corporate@gwlc.co)

**5. Postal ballot and e-Voting:** In accordance with the requirements the Companies (Postal Ballot) Regulations, 2018, the right to vote through electronic voting facility and voting by post shall be provided to members of the Company in this EOGM for:

a. Agenda item No 1, if the number of persons who offer themselves to be elected is more than the number of directors fixed u/s 159(1) of the Companies Act; and

b. Agenda Item No 2.

#### Procedure for Voting Through Postal Ballot:

6. Members may alternatively opt for voting through postal ballot which shall be made available by February 21, 2024 on the Company's website and shall also be published in newspapers as required by the Companies (Postal Ballot) Regulations, 2018.

The statement Under Sub Section 3 of Section 134 of The Companies Act, 2017, Pertaining to the Special Business is sent with this notice to the Members

روز نامہ دنیا لاہور، اتوار، 4 فروری، 2024ء

## غریب وال سیمینٹ لمیٹڈ

### اطلاع برائے غیر معمولی اجلاس عام

بذریعہ ہذا مطلع کیا جاتا ہے کہ غریب وال سیمینٹ کا غیر معمولی اجلاس عام 28 فروری 2024 (بدھ) یوم جمعہ 12:00 بجے **اوبان ہوٹل II-C-81** آف ایم ایم عالم روڈ، گلبرگ II، لاہور میں منعقد ہوگا۔

1- کمپنی کے تائن (9) ڈائریکٹرز کا 3 سالہ جوکہ 28 فروری 2024 سے شروع ہو رہا ہے، کیلئے انتخاب۔ ڈائریکٹرز کی طرف سے کمپنی ایکٹ 2017 اور کمپنی کے آرٹیکل آف ایسوسی ایشن کے مطابق منتخب ہونے والے ڈائریکٹرز کی تعداد تائن (9) ملے گی ہے۔ ریٹائر ہونے والے ڈائریکٹرز کے نام درج ذیل ہیں۔

(i) محمد توصیف پراچہ (ii) عبدالرفیق خان (iii) خالد صدیق ترمذی (iv) مصطفیٰ توصیف احمد پراچہ (v) آمنہ خان (vi) سورتھ جمانی (vii) فیصل آفتاب احمد (viii) دانیال جاوید پراچہ

2- کمپنیز ایکٹ 2017 سیکشن 199 کے مطابق ایسوسی ایشن کمپنی میں سرمایہ کاری مندرجہ ذیل قرارداد پر غور کرنا اور اگر مناسب ہو تو بطور خصوصی قرارداد منظور کرنا۔ ایسوسی ایشن تانی بلوچستان گلاس لمیٹڈ کے ایما پر مالیاتی اداروں اور بینکوں کو تین ملین تک کی کارپوریٹ گارنٹی کی روٹی کرنا کی قرارداد کو ایسی حالت یا تہدیلی کے ساتھ منظور کرنا۔

کمپنیز ایکٹ 2017 کی سیکشن 199 کے تحت غریب وال سیمینٹ کے ممبران ایسوسی ایشن کمپنی بلوچستان گلاس لمیٹڈ کے ایما پر مالیاتی اداروں اور بینکوں کو تین ملین تک کی Non-Funded کارپوریٹ گارنٹی جاری کرنے کی منظوری دی جاتی ہے جس کی تفصیلات ممبران کو جاری کر دی گئی ہیں۔

مندرجہ بالا قرارداد 30 اکتوبر 2029 تک منظور کی جاتی ہے مزید یہ کہ کمپنی کے CEO یا کمپنی سیکریٹری کو اجازت ہے کہ اوپر دی گئی قرارداد سے متعلق تمام امور کو طے کر سکتے ہیں۔

3- پچھلے سالانہ اجلاس عام منعقد ہوئے 26 اکتوبر 2023 کی کارروائی کی توثیق

دیگر امور: 4- چیئر مین کی اجازت سے کسی دیگر امور پر کارروائی۔

لاہور حسب الحکمہ بورڈ مورخہ 02 فروری 2024 (فرخ نوید) کمپنی سیکریٹری

نوٹس: 1- کمپنی کی پبلک ہلڈنگ کی تاریخیں 22 فروری 2024 (شمول ہر دو دن) بند رہیں گی۔ منقولہ کمپنی نے شیئرز کو بھرنے کا پتہ (پرائیویٹ) لمیٹڈ 1-K، ماڈل ٹاؤن لاہور میں 21 فروری 2024 تک وصول ہونے والی برآمدات تصدیق کی۔

2- ویڈیو لنک ٹیکنالوجی کے ذریعے غیر معمولی اجلاس عام میں شرکت غیر معمولی اجلاس عام کی کارروائی میں ویڈیو لنک ٹیکنالوجی کے ذریعے بھی شامل ہو سکتے ہیں۔ حصص داران جو ویڈیو لنک ٹیکنالوجی کے ذریعے شمولیت کرنا چاہتے ہیں وہ اپنا ای میل پتہ، فون نمبر، موبائل نمبر، شناختی کارڈ نمبر، حصص کی تعداد "رجسٹریشن آف غریب وال سیمینٹ لمیٹڈ EOGM" کے عنوان سے کمپنی کو ایسوسی ایشن کے ذریعے کارروائی کے وقتوں اور اس ای میل ایڈریس پر بھیج دیں

[Email:corporate@gwlc.co](mailto:Email:corporate@gwlc.co) ویڈیو لنک اور Login Credential سرفہ ان ممبران کے ساتھ شیئر کیا جائے گا۔ جن کے ای میل تمام کوائف پورے کرنے ہوئے EOGM سے

48 (اوتائیس) گھنٹے پہلے وصول ہوں گے

3- ممبر جس نے اپنے حصص منقولہ سٹاک ایکسچینج آف پاکستان لمیٹڈ میں داخل کر رکھے ہیں، اپنے پارٹیشن ID نمبر اور ایکٹ نمبر، ہمراہ اصل کیپیورٹڈ تو فی شناختی کارڈ (CNIC) یا اصل پاسپورٹ اجلاس میں شرکت کے وقت لازماً اپنے ساتھ لائے گا۔

4- غیر معمولی اجلاس عام میں شرکت اور ووٹ دینے کا اہل ممبر اپنی شناخت، پتہ اور ووٹ دینے کیلئے اپنا پاسپورٹ یا شناختی کارڈ لائے گا۔

5- پاسپورٹ یا شناختی کارڈ کے ساتھ ممبران کی شناخت اور ووٹ دینے کے وقت، 48 گھنٹے پہلے وصول ہو جائے چاہئیں۔

6- ممبران سے اتنا ہے کہ اگر ان کے پاس یا شناختی کارڈ میں کوئی تبدیلی ہو کمپنی کے شیئرز رجسٹر اوفیسر کو مطلع فرمادیں۔

7- ممبران جنہوں نے اپنے کیپیورٹڈ تو فی شناختی کارڈ (CNIC) کی کاپی منسلک نہیں بھیجی ہے، سے اتنا ہے کہ اسے جلدی سے جلدی سے شیئرز رجسٹر اوفیسر کو مطلع فرمادیں۔

خصوصی معاملات سے متعلق کمپنیز ایکٹ 2017 کی سیکشن 134 ذیلی سیکشن (3) کے تحت بیان جو ممبران کو نوٹس کے ساتھ موجود دیا گیا ہے۔

## GHARIBWAL CEMENT LIMITED

### Notice of Extra Ordinary General Meeting (EOGM)

Notice is hereby given that an Extra Ordinary General Meeting ("EOGM") of Gharibwal Cement Limited will be held on Wednesday, February 28, 2024 at 12:00pm at OBAN Hotel, 81-C-II, off MM Alam Road, Gulberg-II, Lahore to transact the following businesses:

#### 1. ELECTION OF DIRECTORS

To elect Nine directors in accordance with Company Act, 2017 pursuant to Section 159 (1) of the Companies Act 2017, the number of directors has been fixed as nine (09) for the next term of three years starting from February 28, 2024. The name of the retiring directors are as follows:

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6	Sorath Jumani	Director
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#### 2. INVESTMENTS IN ASSOCIATES U/S 199 OF COMPANIES ACT, 2017

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Further Resolved that the CEO and/or CFO be and are hereby singly empowered and authorized to undertake the decision of said investment and to do all acts, matters, deeds and things, take any or all necessary actions and to complete all legal formalities as may be necessary or incidental expedient for the purpose of implementing the aforesaid resolutions."

3. To read and approve the minutes of last annual general meeting held on October 26, 2023.

4. To transact any other business with the permission of chair

Date: February 02, 2024

Place: Lahore

By Order of the Board

Farukh Naveed

Company Secretary

#### NOTES:

1. **Book Closure:** The Register of Members and Share Transfer Books of the Company will remain close from February 22, 2024 to February 28, 2024 (both days inclusive). Transfer received by the Share Registrar of the Company, Corplink (Private) Ltd, 1-K Commercial, Model Town Lahore (Ph: +924235916714, +924235916719 Email: corplink786@gmail.com) at the close of business hours on February 21, 2024 will be treated in time for the purpose of attendance and voting at EOGM.

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5. **Postal ballot and e-Voting:** In accordance with the requirements the Companies (Postal Ballot) Regulations, 2018, the right to vote through electronic voting facility and voting by post shall be provided to members of the Company in this EOGM for:

a. Agenda item No 1, if the number of persons who offer themselves to be elected is more than the number of directors fixed u/s 159(1) of the Companies Act; and

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#### Procedure for Voting Through Postal Ballot:

6. Members may alternatively opt for voting through postal ballot which shall be made available by February 21, 2024 on the Company's website and shall also be published in newspapers as required by the Companies (Postal Ballot) Regulations, 2018.

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