



**MEHRAN
SUGAR
MILLS
LIMITED**

NOTICE OF 59th ANNUAL GENERAL MEETING

Notice is hereby given that the 59th Annual General Meeting of Mehran Sugar Mills Limited ("the Company") will be held at ICAP Auditorium, Clifton Karachi on Tuesday, January 28, 2025 at 16:30 hours as well as through online meeting facility to transact the following business:

Ordinary Business:

1. To confirm the minutes of Annual General Meeting held on January 26, 2024.
2. To receive, consider and adopt Annual Audited Financial Statements for the year ended September 30, 2024, together with the reports of the Auditors' and Directors' thereon.
3. To appoint auditors for the ensuing year, and to fix their remuneration. The retiring auditors M/s. Grant Thornton Anjum Rahman & Co. Chartered Accountants, being eligible have offered themselves for re-appointment for the year ending 2025.
4. To transact any other business with the permission of the chair.

By Order of the Board


ALI HASSAN
Company Secretary



Executive Tower, Dolmen City,
14-B, 14th Floor, HC-3, Block-4,
Marine Drive, Clifton,
Karachi-75600

Tel
(92-21) 35297814-17

Fax
(92-21) 35297818, 35297827

msm@mehransugar.com
www.mehransugar.com



Notes:

1. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from January 22, 2025 to January 28, 2025 (both days inclusive). Transfer requests on prescribed format, received at the office of the Share Registrar of the Company, M/s. CDC Share Registrar Services Limited, CDC House, 99 –B, Block B, S.M.C.H.S., Main Shahrah-e- Faisal, Karachi-74400 on or before the close of business on January 21, 2025 will be treated 'in time' for the purpose of above entitlement(s) to the transferees and/or to attend the AGM and vote at the meeting.

2. Circulation of annual report through QR Code and web link

In accordance with Section 223 of the Companies Act, 20147 and pursuant to SECP's SRO 389(1)/2023 dated 21st March 2023, the Company has obtained shareholders' approval in the 58th Annual General Meeting (AGM) of the Company held on 26th January 2024 to Circulated the Annual Report of the Company to Members through QR enabled Code and web link. The Annual Report is available through Code and Web link:

www.mehransugar.com



3. Virtual Participation in the AGM Proceedings:

In the light of the relevant guidelines issued by the SECP from time to time, the shareholders are encouraged to participate in the General Meeting through electronic facility arranged by the Company. In order to attend the General Meeting through electronic facility, the shareholders are requested to get themselves registered with the company before the time of General Meeting at msh@mehransugar.com please provide your details as follows

Name of Shareholder	CNIC No.	Folio No./CDC Account No.	No. of Shares	Contact No.	Email Address

Online meeting link and login credentials will be shared with only those Members whose emails, containing all the required particulars, are received at the given email address by the end of business time by January 27, 2025. The login facility shall open from 04:30 p.m. till the end of the Meeting on January 28, 2025.

4. Participation in the AGM:

All members, entitled to attend and vote at the meeting, are entitled to appoint another person in writing as their proxy to attend and vote on their behalf. A proxy must be a





member of the Company. In case of corporate entities, power of attorney or other authority / board resolution under which it is signed or a notarial attested copy of power of attorney lodged at the Company's Registered Office address: 14th Floor, Dolmen City Executive Tower, Marine Drive, Block 4 Clifton, Karachi at least 48 hours before the time of the meeting. The Form of Proxy is attached with this notice.

CDC account holders will further have to follow the below mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

A. For Attending the Meeting:

i. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the Regulations shall authenticate his/her original valid CNIC or the original passport at the time of attending the meeting.

ii. Members registered on CDC are also requested to bring their particulars, I.D numbers and account numbers in CDS.

iii. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For Appointing Proxies:

i. In case of individuals, the account holders or sub-account holders whose registration details are uploaded as per the CDC Regulations shall submit the proxy form as per above requirements.

ii. Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iii. The proxy shall produce original valid CNIC or original passport at the time of the meeting.

iv. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

v. Proxy form will be witnessed by two persons whose names, addresses and valid CNIC numbers shall be mentioned on the form.

5. Notice under section 244 of the companies act 2017 regarding Unclaimed Dividend:

As per section 244 of the Companies Act 2017, in case of dividend which remain unclaimed or unpaid for the period of three years or more from the due date, the company shall give





ninety days first notice to the shareholders to file their claims. The said notice is annexed as Annexure 1 of the AGM notice. Thereafter, the company shall publish a notice in the newspapers for making such claims. If the dividend or shares still remain unclaimed after expiry of ninety days from the date of publication of the notice in the newspapers, the company is required to deposit the amount of all such unclaimed/unpaid dividends to the credit of Federal Government subject to section 244 of the Companies Act 2017.

6. Conversion of physical shares into CDC shares:

As per section 72 of the Companies Act, 2017 every existing 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 SECP, within a period not exceeding four years from the commencement of the Companies Act, 2017. The SECP through its letter # CSD/ED/Misc./2016-639-640 dated March 26, 2021 has advised the listed companies to pursue their such members who still hold shares in physical form, to convert their shares into book-entry form. The shareholders having physical shareholding may please open CDC sub-account with any of the brokers or investors account directly with CDC to place their physical shares into script-less form. This will facilitate the shareholders in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.

7. Consent for video conference facility:

Pursuant to Section 132(2) & section 134(b) of the Companies Act, 2017, if the Company receives consent form from Shareholders holding aggregate 10% or more shareholding residing at geographical location to

Participate in the meeting through video conference at least 7 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. To avail this facility please provide following information and submit to registered office of the Company:

I / We, _____ son of/ daughter of _____, being a member of Mehran Sugar Mills Limited, holder of _____ ordinary share(s) as per Registered Folio / CDC Account No. _____ hereby opt for video conference facility at _____

Signature of Member





ANNEXURE: 1

DEAR SHAREHOLDERS,

NOTICE UNDER SECTION 244 OF THE COMPANIES ACT 2017 REGARDING UNCLAIMED DIVIDENDS

As per section 244 of the Companies Act 2017, in case of dividend which remain unclaimed or unpaid for the period of three years or more from the due date, the company shall give ninety days first notice to the shareholders to file their claims. Said. Thereafter, the company shall publish a notice in the newspapers for making such claims. If the dividend or shares still remain unclaimed after expiry of ninety days from the date of publication of the notice in the newspapers, the company is required to deposit the amount of all such unclaimed/unpaid dividends to the credit of Federal Government subject to section 244 of the Companies Act 2017.

In view of the above, you are hereby notified to submit your claim, if any, for unclaimed dividend within a period of ninety days from date of this notice at the following address:

The Company Secretary
Mehran Sugar Mills Limited
14th Floor, Executive Tower, Block-4,
Clifton, Karachi.

The Manager Shares
CDC Share Registrar Services Limited
CDC House, 99-B, Block-B, Main
Shahrah-e- Faisal, Karachi.

