

Huffaz Seamless Pipe Industries Limited

Manufacturers of Seamless Steel Pipes, Tubes,
Machinery & Machinery Components

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S.T.N. : 01-01-7304-001-46 N.T.N. : 07-10-0912775-5

HUFFAZ SEAMLESS PIPE INDUSTRIES LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the 16th Extraordinary General Meeting of HUFFAZ SEAMLESS PIPE INDUSTRIES LIMITED will be held on Thursday, January 06, 2022 at 11:00 a.m. at Junagargh Community Centre Opposite. Mashriq Centre, Block-17, Gulshan-e-Iqbal, Karachi-75300 to transact the following business:-

1. To confirm the minutes of 37th Annual General Meeting of the Company held on 30 June, 2021.
2. To elect 09 (Nine) Directors as fixed by the Board of Directors in the meeting held on 25.11.2021 in pursuance of Section 159(1) of the Companies Act 2017 for the term of three years.

Following Directors of the Company will cease to hold office upon election of new Directors:

1. Mr. Talal Yousuf Mohamed Y. Najibi (UAE)
2. Mr. Nabil Abdul Rahman Ahmad Arif (UAE)
3. Mr. Fahad Abdul Aziz Eshaq A. Rahman (UAE)
4. Hafiz Abdul Majid
5. Hafiz Abdul Haseeb
6. Hafiz Abdul Waheed
7. Hafiz Abdul Sami
8. Hafiz Abdul Aleem
9. Mr. Arshad Ahmed
10. Mr. Muhammad Hafiz
11. Mr. Nasir Mahmood (Independent Director)
12. Mr. Asghar Imam Khalid (Independent Director)
13. Mrs. Javeria Sami (Female Director)

The retiring Directors are eligible for re-election.

3. To consider any other business with the permission of the Chair.

Karachi
December 16, 2021

Notes:

1. The Share Transfer Books of the Company will remain closed from December 31, 2021 to January 06, 2022 (both days inclusive), to determine the names of members entitled to attend and vote in the meeting.
2. Any member desirous to contest the election of Directors shall, whether he/she is retiring director or otherwise, file the following with the Company Secretary at its registered office, 207-210, 2nd Floor, Mashriq Centre, Gulshan-e-Iqbal, Block 14, Karachi, not later than fourteen days before the date of the above said meeting.
 - a) His/ Her Folio No. / CDC Investor Account No / CDC Participant A/C No. / Sub-Account No. He/ She must be a member of the Company at the time of filing of his/her consent for contesting election of directors.



5L-0375



5CT-0586



01-1677



ISO 9001: 2015



ISO 14001: 2015



ISO 18001: 2007



By order of the Board

Masood Anwar
Company Secretary

159(3) of the Companies Act, 2017.

- c) Consent to act as director-Form 28 duly completed and signed under Section 167(1) of the Companies Act 2017.
 - d) A copy of Computerized National Identity Card (CNIC);
 - e) A detailed profile along with his/ her office address as required under SRO 634(1)2014 dated July 10, 2014 of the Securities and Exchange Commission of Pakistan (“SECP”); and
 - f) **A declaration confirming that:**
 - ii. He/She is not serving as a director in more than seven (7) listed companies including this Company;
 - iii. He/She is not ineligible to become a director of the Company under any applicable laws and regulations (including Listing Regulations of the PakisStan Stock Exchange);
 - iv. He/She is aware of his/her duties and powers under the relevant laws, the Company’s Memorandum & Articles of Association and Listing Regulations of the Pakistan Stock Exchange; Listed Companies (Code of Corporate Governance) Regulations 2019 to be elected as director/independent director of the Company;
 - v. He/She is not engaged in the business of brokerage, or is not a spouse of such person or is not a sponsor, director or officer of a corporate brokerage house.
3. A member eligible to attend and vote at the Extraordinary General Meeting is entitled to appoint another Member as his/her proxy to attend and vote on his/her behalf.
 4. Instrument appointing proxy to be valid must be properly filled-in/executed attached with certified copies of CNIC/Passport) of the member and his proxy and shall be witnessed by two persons whose names addresses and CNIC numbers shall be mentioned on the form. For the persons representing a corporate entity, original power of attorney duly notarized mentioning (1) the Folio Number (2) CNIC of the member giving power (3) Folio Number of Attorney and his CNIC Number be deposited with Company at least 48 hours before the time of the meeting and must be duly stamped and signed. No Power of Attorney will be accepted if the signature of member giving the Power of Attorney or that of the Attorney does not tally with the record of the Company or such Power of Attorney does not comply with any of these conditions.
 5. A corporate entity, which is a member of the Company, may by resolution of its Board of Directors of Governing Body authorize a person to act as its representative at the meeting.
 6. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 of 2000 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.
 7. Members are requested to notify the Company promptly of any change in their addresses.
 8. In the absence of CNIC, the receipt of CNIC application with NADRA along-with expired CNIC will also be acceptable wherever the CNIC is required.
 9. Members are requested not to bring children along-with them, as children will not be allowed in the meeting.
 10. In accordance with the Companies (Postal Ballot) Regulations, 2018, Members may cast their votes through postal ballot as per Section 143 and 144 of the Companies Act 2017.

For Attending the Meeting:

1. In case of individuals, the account holder or sub-account holder and or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original CNIC or original valid passport at the time of attending the meeting.
2. 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.

For Appointing Proxies:

1. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the proxy form as per the above requirement.
2. Attested copies of CNIC or the valid passports of the beneficial owners shall be furnished with the proxy form.
3. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
4. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature and copy of CNIC of authorized person shall be submitted (Unless it has been provided earlier) along-with proxy form to the Company.

Statement of Material Facts under Section 166(3) of the Companies Act 2017

1. Independent Director(s) will be elected through the process of election of director in terms of section 159 of the Act and they shall meet the criteria laid down in Section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018, accordingly the following additional documents are to be submitted by candidates intending to contest election of directors as independent director:
 - a) Declaration by Independent Director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulation 2019; and
 - b) Undertaking on non-judicial stamp paper that he/she meet the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.