



# Sindh Abadgar's Sugar Mills Limited

Dated  
4<sup>th</sup> April, 2023

REF: SASM/CS/MI/1930/2023

The General Manager  
Trading & Members Affairs Department  
**Pakistan Stock Exchange Limited,**  
Stock Exchange Building,  
Stock Exchange Road,  
**Karachi**

Dear Sir,

**SUB: NOTICE OF EXTRA ORDINARY GENERAL MEETING**

We inform you that the Extra Ordinary General Meeting of Sindh Abadgar's Sugar Mills Limited will be held on Tuesday, 02<sup>nd</sup> May, 2023 at 04:00 P.M. at the Exchange Hall/Auditorium of Pakistan Stock Exchange building, Pakistan Stock Exchange road, Karachi-74000. Notice of the meeting is enclosed;

You may please inform the TRE certificate holders of the exchange accordingly.

Yours faithfully  
For, **SINDH ABADGAR'S SUGAR MILLS LTD**

*Aziz Ahmed*  
**Aziz Ahmed**  
**(Company Secretary)**

## **Sindh Abadgar's Sugar Mills Limited**

### **NOTICE OF EXTRA ORDINARY GENERAL MEETING**

**NOTICE** is hereby given that the Extra Ordinary General Meeting of the Shareholders of Sindh Abadgar's Sugar Mills Ltd. will be held on Tuesday, 2<sup>nd</sup> May, 2023 at 4.00 P.M. at the Exchange Hall/Auditorium of Pakistan Stock Exchange Building, Pakistan Stock Exchange Road, Karachi-74000. To transact the following business:

1. To confirm the minutes of the Annual General Meeting held on Friday January 20<sup>th</sup>, 2023.
2. To elect ten (10) directors of the Company as fixed by the Board of Directors for a period of three years in accordance with the section 159(1) of the Companies Act, 2017. The names of retiring Directors who are eligible for re-election are as under:

- |                          |                      |                           |
|--------------------------|----------------------|---------------------------|
| 1. Mr. Deoo Mal Essarani | 2. Dr. Tara Chand    | 3. Mr. Dileep Kumar       |
| 4. Mr. Pehlaj Rai        | 5. Mr. Mohan Lal     | 6. Dr. Besham Kumar       |
| 7. Mr. Mahesh Kumar      | 8. M. Siddiq Khokhar | 9. Mr. Zafar Ahmed Ghouri |
| 10. Ms. Maheshwari Oasha |                      |                           |

3. To transact any other business as may be placed before the meeting with the permission of the Chairman.

**BY ORDER OF THE BOARD**

**Aziz Ahmed**  
**Company Secretary**

Karachi, 7<sup>th</sup> April, 2023

#### **NOTES**

1. The Share transfer books of the Company will remain closed from 26<sup>th</sup> April, 2023 to 2<sup>nd</sup> May, 2023 (both days inclusive). Transfers received in order at the office of our Share Registrar M/s. JWAFFS Registrar Services (Pvt.) Ltd, Suite # 407-408, 4<sup>th</sup> Floor, Al-Ameer Centre, Shakra-e-Iraq, Saddar, Karachi at the close of the Business on Tuesday, 25<sup>th</sup> April, 2023 will be treated in time to determine the right to attend the Extra Ordinary General Meeting.
2. A member of the company entitled to attend and speak and vote at this meeting may appoint any other member as his/her proxy to attend, speak and vote in his/her behalf. Proxies, in order must be received at the Company's Share Registrar office not later than 48 hours prior to the meeting. CDC Account holders will further have to follow the guidelines as laid down in Circular no. 1 of 2000 dated 26<sup>th</sup> January, 2000 issued by S.E.C.P.
3. Members are requested to notify any change in their addresses and their contact numbers immediately to our Share Registrar. M/s Jwaffs Registrar Services (Pvt.) Ltd.

4. Members may exercise their right to vote by means of Postal Ballots i.e. by post or through electronic mode subject to requirements of section 143-145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018.

#### **ELECTIONS OF DIRECTORS:**

Any member who seeks to contest the elections of directors, shall file with the company at its registered office at suite #209, 2<sup>nd</sup> Floor Progressive Plaza, Beaumont Road, Karachi - 75530 not later than fourteen (14) days before the date of above said meeting;

- I. Notice of his/her intention to offer himself/herself for the election of directors in term of section 159(3) of the Companies Act, 2017 together with the consent on form-28 as prescribed by the Act.
- II. Signed declaration to the effect that he/she is aware of duties and powers of directors under the relevant laws, the Memorandum and Articles of Association of the Company and the Rule book of the Pakistan Stock Exchange. That he/she meets the requirements of appointment as Director under the Code of Corporate Governance, 2019.
- III. Signed declaration in respect of being compliant with the requirements of the Code of Corporate Governance, 2019 and eligibility as set out in the Companies Act, 2017 to act as director of the listed company.
- IV. Detailed profile alongwith office address for placement on the company's website seven (7) days prior to the date of election in terms of SRO # 1196(1) 2019 dated: 03<sup>rd</sup> October, 2019.
- V. An attested valid copy of Computerized National Identity Card.
- VI. Independent Directors will be elected through the process of Election of Directors in terms of Section 159 of the Companies Act, 2017 and they will meet the criteria laid down under section 166(2) of the Companies Act, 2017.

#### **Consent for Video Conference Facility**

Members can also avail video conference facility. In this regard please fill the following and submit to the registered office of the Company seven (7) days before holding of the Extra-Ordinary General Meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least seven (7) days prior to the date of meeting, the Company will arrange video conference facility in the city subject to availability of such facility in that city.

I/We \_\_\_\_\_ of \_\_\_\_\_ being a member of Sindh Abadgar's Sugar Mills Limited holder of \_\_\_\_\_ ordinary share(s) as per Register Folio /CDC Account No. \_\_\_\_\_ hereby opt for video conference facility at \_\_\_\_\_.

*Signature of Members*

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

1. The independent directors will be elected through the process of election of directors in terms of Section 159 of the companies act and the company will exercise due diligence before selecting that they will meet the criteria laid down under section 166(2) of the companies act, 2017.
2. The present directors are interested to the extent that they are eligible for re-election as directors of the company subject to eligibility criteria.

For any query / clarification / information, the shareholder may contact the company. And/or the Share Registrar at the following addresses:

**Company Address:**

**Sindh Abadgar's Sugar Mills Limited.**  
Suite no. 209, 2<sup>nd</sup> Floor, Progressive Plaza,  
Beaumont Road, Karachi - 75530.

**Share Registrar Address:**

**M/s JWAFFS Registrar Services (Pvt)Ltd**  
Suite # 407-408, 4<sup>th</sup> Floor, Al-Ameer,  
Centre, Shakra-e-Iraq, Saddar, Karachi.