مسلسل اشاعت کے 83 سال

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روزنامہ نوائے وقت

بانی حمید نظامی مرحوم

معمار مجید نظامی مرحوم

ایڈیٹر رمیزہ مجید نظامی

لاہور

لاہور/کراچی/راولپنڈی/اسلام آباد/ملتان/کوئٹہ اور گوادر سے بیک وقت شائع ہوتا ہے

★★★★★★★★★ FRIDAY 5 JANUARY 2024

شمارہ	رجسٹریشن نمبر پی ایل	صفحات	جمعۃ المبارک 22 جمادی الثانی 1445ھ 5 جنوری 2024ء 24 پوہ 2080 ب	جلد
278	101	12	قیمت 30 روپے 04236302050	83

بابا فرید شوگر ملز لمیٹڈ

اطلاع سالانہ اجلاس عام

بذریعہ نوٹس ہذا مطلع کیا جاتا ہے کہ بابا فرید شوگر ملز لمیٹڈ کے حصص داران کا 45واں سالانہ اجلاس عام، بروز ہفتہ 27 جنوری 2024ء بوقت 15:00 بجے رجسٹرڈ دفتر 1-D-2، گلبرگ III لاہور میں اور انٹرنیٹ/ویڈیو لنک (زوم ایپلیکیشن) کے ذریعے درج ذیل امور کی انجام دہی کیلئے منعقد ہوگا۔

عمومی امور:

1- 27 جنوری 2023ء کو منعقدہ بابا فرید شوگر ملز لمیٹڈ کے 45ویں سالانہ اجلاس عام کی کارروائی کی توثیق کرنا جیسا کہ PSX کو مہیا کی گئی۔

2- 30 ستمبر 2023ء کو ختم ہونے والے مالی سال کیلئے کمپنی کے سالانہ آڈٹ شدہ مالی گوشوارے ... وصول، غور و خوض اور منظور کرنا۔

3- اگلے مالی سال 30 ستمبر 2024ء کیلئے کمپنی کے آڈیٹرز کا تقرر ... [illegible]

خصوصی امور:

4- [illegible]

a- قرار پایا کہ 30 ستمبر 2023ء کو ختم ہونے والی مدت کے لئے متعلقہ پارٹیوں کے ساتھ کاروبار کے عام معمول میں لین دین کمپنی کی طرف سے کیا گیا اور بذریعہ ہذا توثیق، منظور اور تصدیق کی جاتی ہے۔

نام	لین دین کی نوعیت	رقم (پاکستانی روپے)
نوبہار بوٹلنگ کمپنی (پرائیویٹ) لمیٹڈ	شوگر کی فروخت ادا شدہ/موصول ایڈجسٹمنٹ (خالص)	324,000,000 324,000,000
فل اسٹریز کارپوریشن لمیٹڈ	سٹور/اشیاء کی فروخت خریداری - سٹور/اشیاء ادا شدہ/موصول ایڈجسٹمنٹ (خالص)	7,371,000 2,451,200 4,919,800
المعز انڈسٹریز لمیٹڈ	اسکریپ کی فروخت ادا شدہ/موصول ایڈجسٹمنٹ (خالص) خریداری - سٹور/اشیاء خریداری - دیگر اشیاء	35,989,446 1,659,242 34,129,377 200,827

b- [illegible]

5- [illegible]

https://bit.ly/bfsml2023

(a) [illegible]

(b) [illegible]

6- [illegible]

بحکم بورڈ

لاہور

(محمد عمران) کمپنی سیکرٹری

26 دسمبر 2023ء

نوٹس:

1- [illegible] corplink786@gmail.com [illegible]

2- [illegible]

3- [illegible] AGM [illegible] SECP [illegible]

(a) [illegible]

(b) BFSML [illegible] info@bfsml.com [illegible] 26-01-2024 (05:00 p.m) [illegible] +924235771066-71 [illegible]

ای میل ایڈریس	موبائل فون/سیل نمبر	CNIC نمبر	رابطہ/فولیو نمبر	حصص کی تعداد	شیئر ہولڈر کا نام

(c) [illegible] info@masgroup.org [illegible] 26-01-2024 [illegible]

4- [illegible]

(a) [illegible]

(b) [illegible]

5- [illegible] NICOP/CNIC [illegible] IBAN [illegible]

6- [illegible]

7- [illegible] www.bfsml.com [illegible] PSX [illegible] PUCARS [illegible]

8- [illegible] Weblink [illegible] QR [illegible]

9- [illegible] 2018 [illegible] AGM [illegible]

(a) [illegible] SMS [illegible] 22 جنوری 2024ء [illegible] 25 جنوری 2024ء (17:00) [illegible]

(b) [illegible] CNIC [illegible] 24 جنوری 2024ء [illegible]

10- [illegible] 2017 [illegible] (SECP) [illegible] CSD/ED/Misc./2016-639-640 [illegible] BFSML [illegible]

11- [illegible] 2017 [illegible] (IBAN) [illegible]

12- لازمی معلومات - (ای میل، CNIC، IBAN اور زکوٰۃ ڈیکلریشن)

کمپنیز ایکٹ 2017 کے سیکشن 119 اور کمپنیز (جنرل پروویژنز اینڈ فارمز) ریگولیشنز 2018 کے ... CNIC ... IBAN ... [illegible]

... CDC ... (CZ-50) ... 1980 ... 2.5% ... [illegible]

کمپنیز ایکٹ 2017 کی دفعہ (3)134 کے تحت مادی حقائق کا بیان

بیان ہذا بروز ہفتہ 27 جنوری 2024ء بوقت 15:00 بجے رجسٹرڈ دفتر 1-D-2، گلبرگ III، لاہور میں اور انٹرنیٹ/ویڈیو لنک (زوم ایپلیکیشن) کے ذریعے منعقد ہونے والے بابا فرید شوگر ملز لمیٹڈ کے 45ویں سالانہ اجلاس عام میں سرانجام دیے جانے والے خصوصی امور ... [illegible]

کمپنیز ایکٹ، 2017 کی دفعہ (3)134 کے تحت بیان

[illegible]

(a) AGM نوٹس کا ایجنڈا آئٹم نمبر 5: متعلقہ پارٹی (شریک کمپنیز) لین دین کی توثیق اور منظوری

کمپنی نوبہار بوٹلنگ کمپنی (پرائیویٹ) لمیٹڈ، فل اسٹریز کارپوریشن لمیٹڈ اور المعز انڈسٹریز لمیٹڈ کے ساتھ یکم اکتوبر 2022 سے شروع 30 ستمبر 2023 کو ختم ہونے والی مدت تک ... [illegible]

نام	لین دین کی نوعیت	رقم (پاکستانی روپے)
نوبہار بوٹلنگ کمپنی (پرائیویٹ) لمیٹڈ	شوگر کی فروخت ادا شدہ/موصول ایڈجسٹمنٹ (خالص)	324,000,000 324,000,000
فل اسٹریز کارپوریشن لمیٹڈ	سٹور/اشیاء کی فروخت خریداری - سٹور/اشیاء ادا شدہ/موصول ایڈجسٹمنٹ (خالص)	7,371,000 2,451,200 4,919,800
المعز انڈسٹریز لمیٹڈ	اسکریپ کی فروخت ادا شدہ/موصول ایڈجسٹمنٹ (خالص) خریداری - سٹور/اشیاء خریداری - دیگر اشیاء	35,989,446 1,659,242 34,129,377 200,827

[illegible]

(b) [illegible] 30 ستمبر 2023 [illegible]

(a) AGM نوٹس کا ایجنڈا آئٹم نمبر 6: ... Weblink ... [illegible]

... S.R.O No.389(1)2023 ... 2023 ... QR ... USB/DVD/CD ... www.bfsml.com ... [illegible]

(b) کمپنی کی سالانہ رپورٹ کی ترسیل سے متعلق تمام متعلقہ کام سرانجام دینے کی اجازت

[illegible]

Reg. Off: 2D/1, Gulberg III, Lahore
Tel: 042-35771066-71 Fax: 35756687
Mills 5 KM Faisalabad Road Okara
Tel: 044-2522878, 2524279 Fax:044-2522978

Share Registrar:
M/s. Corplink (Pvt.) Limited, Wings Arcade,
1-K, Commercial Model Town, Lahore.
Tel:042-5839182, 35887262 Fax:35869037

بیلٹ پیپر

مورخہ 27 جنوری 2024 کو 15:00 بجے رجسٹرڈ دفتر 1-D-2، گلبرگ III لاہور میں منعقد ہونے والے سالانہ اجلاس عام میں ڈاک کے ذریعے ووٹنگ کے لئے بیلٹ پیپر۔

بابا فرید شوگر ملز لمیٹڈ

رجسٹرڈ دفتر 1-D-2، گلبرگ III، لاہور (www.bfsml.com)

چیئرمین کا مقرر ای میل ایڈریس جس پر مکمل طریقے سے پُر شدہ بیلٹ پیپر بھیجے جا سکتے ہیں: qaiser.shamim@nbcpepsi.com

شیئر ہولڈر/جوائنٹ شیئر ہولڈر کا نام	
رجسٹرڈ ایڈریس	
ملکیتی حصص کی تعداد اور فولیو نمبر	
CNIC نمبر (کاپی منسلک ہونی چاہیے)	
اضافی معلومات اور منسلکات (بصورت باڈی کارپوریٹ، کارپوریشن اور وفاقی حکومت کے نمائندگان)	

[illegible]

نمبر شمار	قرارداد کی نوعیت اور تفصیل	عام حصص کی تعداد جن کے لئے ووٹ کاسٹ کئے جائیں گے	میں/ہم قرارداد پر رضامند ہیں (FOR)	میں/ہم قرارداد کے خلاف ہیں (AGAINST)
1	**AGM نوٹس کے ایجنڈا آئٹم نمبر 4 کے تحت خصوصی قرارداد:** قرار پایا کہ 30 ستمبر 2023 کو ختم ہونے والی مدت کے لئے متعلقہ پارٹیوں کے ساتھ کاروبار کے عام معمول میں لین دین کمپنی کی طرف سے کیا گیا اور بذریعہ ہذا توثیق، منظور اور تصدیق کی جاتی ہے۔ (جدول نیچے) [illegible]			
2	**AGM نوٹس کے ایجنڈا آئٹم نمبر 5 کے تحت خصوصی قرارداد:** ... QR ... USB/DVD/CD ... [illegible]			

قرارداد 1 میں شامل جدول:

نام	لین دین کی نوعیت	رقم (پاکستانی روپے)
نوبہار بوٹلنگ کمپنی (پرائیویٹ) لمیٹڈ	شوگر کی فروخت ادا شدہ/موصول ایڈجسٹمنٹ (خالص)	324,000,000 324,000,000
فل اسٹریز کارپوریشن لمیٹڈ	سٹور/اشیاء کی فروخت خریداری - سٹور/اشیاء ادا شدہ/موصول ایڈجسٹمنٹ (خالص)	7,371,000 2,451,200 4,919,800
المعز انڈسٹریز لمیٹڈ	اسکریپ کی فروخت ادا شدہ/موصول ایڈجسٹمنٹ (خالص) خریداری - سٹور/اشیاء خریداری - دیگر اشیاء	35,989,446 1,659,242 34,129,377 200,827

شیئر ہولڈر کے دستخط ——— مقام ——— تاریخ ———

نوٹس:

1- صحیح طریقے سے پُر شدہ پوسٹل بیلٹ BFSML کی چیئرمین محترم قیصر شمیم خان کو 1-D-2، گلبرگ III، لاہور 54000 (ای میل: qaiser.shamim@nbcpepsi.com) پر بھیجا جانا چاہیے۔

2- CNIC کی کاپی پوسٹل بیلٹ فارم کے ساتھ منسلک ہونی چاہیے۔

3- پوسٹل بیلٹ فارم 25 جنوری 2024 کو یا قبل صدر اجلاس تک پہنچ جانے چاہئیں۔ اس تاریخ کے بعد موصول ہونے والا کوئی بھی پوسٹل بیلٹ ووٹنگ کے لیے قبول نہیں کیا جائے گا۔

4- بیلٹ پیپر پر دستخط CNIC کے دستخط سے مماثل ہونا چاہیے۔

5- نامکمل، بغیر دستخط شدہ ... بیلٹ پیپر مسترد کر دیا جائے گا۔

LATE CITY
LAHORE | ISLAMABAD | KARACHI | GWADAR

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Vol. XXXVII No. 263 | Rs 30

The Nation

Jumada al-Thani 22, 1445
FRIDAY,
January 05, 2024

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BABA FARID SUGAR MILLS LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 45th Annual General Meeting of the Shareholders of the **Baba Farid Sugar Mills Limited** will be held on **Saturday, January 27, 2024 at 15:00 Hours** at Registered Office, 2-D-1, Gulberg III, Lahore and via video link/Zoom application, to transact following businesses:

ORDINARY BUSINESS:

1. To Confirm minutes of the 44th Annual General Meeting of the Baba Farid Sugar Mills Limited held on 27-01-2023 as submitted to PSX.
2. To receive, consider and adopt Annual Audited Financial Statements of the Company for the financial year ended 30th September 2023 together with Auditor's and Board of Directors' reports thereon.
3. To appoint Auditors of the Company for the next financial year 30th September, 2024 and to fix their remuneration. Present Auditors M/s. BDO Ebrahim & Co. Chartered Accountants, Lahore, retired and being eligible, have offered themselves for reappointment as Auditors of the Company.

SPECIAL BUSINESS:

4. To consider and approve the transactions carried out with related parties in normal course of business and if appropriate to pass the following resolutions as special resolutions with or without modification:
   a) **"RESOLVED that** transactions carried out by the Company in the normal course of business with related parties for the period ended September 30, 2023 be and are hereby ratified, approved and confirmed"

Names(s)	Nature of Transactions	Transactions during the period Amount (PKR)
Naubahar Bottling Company (Pvt.) Limited	Sale of Sugar Paid/received/adjustment (net)	324,000,000 324,000,000
The Thal Industries Corporation Limited	Sale Store Items Purchases- Store items Paid/ received/adjustment (net)	7,371,000 2,451,200 4,919,800
Almoiz Industries Limited	Sale of scrap Paid/received/adjustment (net) Purchase store items Purchase other items	35,989,446 1,659,242 34,129,377 200,827

   b) **"FURTHER RESOLVED that** the Chief Executive Officer of the Company or his nominee be and is hereby authorized to approve all the transactions to be carried out in the normal course of business with related parties till the next Annual General Meeting of the Company and in this connection the Chief Executive Officer of the Company or his nominee be and is hereby authorized to take any and all necessary actions and sign/execute any and all such documents/indentures as may be required in this regards on behalf of the Company"
5. To consider, and if appropriate to pass following resolution, with or without modifications, as ordinary resolution regarding transmission of annual reports of the Company to all the shareholders of the Company through QR Enabled Code and Weblink as allowed by the SECP via S.R.O No. 389(1)/2023 dated March 21, 2023.

   https://bit.ly/bfsml2023

   (a) **"Resolved that** transmission / circulation of annual Balance Sheet and Profit and Loss Accounts, Auditor's Report, Director's Report and Chairman's Review etc. (Annual Audited Accounts /Annual Report of the company, along with any and all other prescribed / notified / and required reports/information/notes etc., to all the shareholders of the Company through QR Enabled Code and Weblink be and is hereby approved and discontinuation of the mode of transmission / circulation of any or all aforesaid information / documents to the shareholders of the Company through CD/DVD/USB & etc be and is hereby approved."
   (b) **"Further resolved that** Chief Executive of the company or his nominee be and is hereby authorized and empowered singly and severally to complete and ratify all legal, regulatory, prescribed and notified formalities and requirements for the purpose of giving effect to above resolution and spirit and to do or cause to be done any and all acts, deeds, matters and things as may be necessary incidental, ancillary and expedient for abovementioned purposes and intents."
6. To transact any other business with the permission of the Chair.

BY ORDER OF THE BOARD

MUHAMMAD IMRAN
Company Secretary

Lahore
Dated: 26th December, 2023

NOTES:

1. **Closure of Shares Transfer Books:**
   Share Transfer Books of the Company will remain closed from 20-01-2024 to 27-01-2024 (both days inclusive). No transfer of shares will be accepted for registration during the closed period. However, transfer received at the office of the Company's Share Registrar Office at M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore, Telephone No. 042-35916719, Email address corplink786@gmail.com by the close of business hours on 19th January, 2024 will be treated in time for the entitlement of payout of cash dividend (if any).
2. **Appointment of Proxy:**
   A member entitled to attend and vote at the AGM is entitled to appoint another member as proxy to attend and vote instead of him/her. The instrument appointing a proxy must be received at the Registered Office of the Company not less than 48 hours before the time fixed for AGM.
3. **Online Arrangements for AGM:**
   In view of Directives / Instructions / Guidelines of SECP and other Government Dept. / Institutions as issued from time to time, listed companies are required to arrange for online along with physical participation in general meetings. Accordingly, the Company has made both arrangements while also ensuring compliance with quorum and other legal / regulatory requirements of general meetings. Shareholders of the Company are encouraged to participate in AGM electronically through video link /Zoom Application and further encouraged to consolidate their attendance through proxies.
   (a) Online Participation in AGM vis Zoom application:
   The shareholders may login and participate in the proceedings of AGM through their own smart phones/computers from their own convenient locations after completing all formalities as required for verification and identification of shareholders to attend the AGM electronically, the Login facility will be opened about half hour before start of AGM.
   (b) The shareholders of BFSML, who wish to attend the AGM electronically through video link, are requested to register their following particulars by sending an e-mail at **info@thalindustries.com** by or before the close of business hours **(05:00 p.m) on 26-01-2024.**

Folio /CDC account No	No. of Shares held	Name of Shareholder	Father's/Husband's Name	CNIC No.	Cell Phone No. with WhatsApp	Active email address

   The video link and/or login credentials will be shared with the shareholders whose e-mail, containing all the requested particulars, are received at the given e-mail address by or before the date/time specified above. For any query regarding procedure/requirements of online participation in AGM, the members may please contact on the above cited e-mail address or at +92 42 35771065-71 during business hours.
   (c) Online Submission of Comments / Suggestions: The shareholders are also encouraged to send their comments / suggestions in writing, related to the proposed agenda items of the AGM by sending an email at info@masgroup.org by the close of business hours (5:00 p.m.) on 26-01-2024.
4. **Verification and Identification of Participants at AGM:**
   Each online participant shall authenticate his/her identity at AGM by enabling clear camera of his/her computer device / mobile etc. for verification and identification purposes.
   (a) For Attending the Meeting: (i) in case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by submitting online scan/photo of his/her original CNIC/Passport along with Participant ID & Account number at the time of login to the video link/Zoom application for attending online AGM. (ii) in case of corporate entity, scan/photo of the Board's resolution / power of attorney with specimen signature of the nominee shall be submitted online (unless it has been provided earlier) at the time of login to the video link/Zoom application for attending online AGM.
   (b) For Appointing Proxies (i) In case of individuals, the account holder and/or sub-account holder, whose registration details are uploaded as per the CDC Regulations, shall submit scan/photo of the proxy form as per above requirements. (ii) The proxy form shall be (i) duly stamped with adhesive revenue tickets of PKR 50/- and (ii) witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the proxy form. (iii) Attested copies of CNIC or the Passport of beneficial owners and of the proxy shall be furnished with the proxy form. (iv) The proxy shall submit scan/photo of his original CNIC or Passport at the time of login to the video link/Zoom application for attending online AGM. (v) In case of corporate entity, scan/photo of the Board's resolution / power of attorney with specimen signature thereon shall be submitted online (unless it has been provided earlier) along with proxy form to the Company at the time of login to the video link/Zoom application for attending online AGM.
5. **Correspondence by Shareholders**:
   The shareholders must identify themselves by quoting their respective Folio/ CDS Account numbers in all correspondence with the Company and/or with Share Registrar of the Company for any purpose including but not limited to the Online Participation in AGM, Comments & Suggestions on proposed agenda items in AGM / Transfers & Transmissions of shares, and Changes/Updates in CNIC/NICOP/Passport # IBAN/ Correspondence Address / Email Address / Mobile Phone # etc.
6. **Video Conferencing Facility:**
   If the Company receives consent from members holding aggregate 10% or more shareholding, residing in geographical location to participate in the meeting through video conference at least 7 days prior to the date of AGM, the Company will arrange video conference facility in that city subject to availability of such facility in that city.
   In this regard, please fill the following and submit to registered address of the company at least 7 days prior to the date of AGM.
   "I/We, _____ of _____ being a member of the Thal Industries Corporation Limited, holder of _____ ordinary share(s) as per Registered Folio/CDC Account/Sub Account No. _____ hereby opt for video conference facility at_____.
7. **Placement of Notice & Proxy Forms and Financial Statements on the Company's Website**
   The Company has placed the Notice of AGM along with Form of Proxy in English & Urdu languages and the Audited Financial Statements for last completed financial year ended September 30 along with Auditor's and Directors' Reports thereon on the Company's website: www.bfsml.com and at PUCARS website of PSX.
8. **Transmission of Audited Financial Statements & Notices of General Meetings**:
   Audited financial statements of the Company are being sent to shareholders through printing of QR Enabled Code and Weblink on the printed notice of AGM which is being sent/dispatched to all shareholders through post/courier. Soft copies of any or all the documents and information of the Company including audited financial statements and notices of general meeting are also being sent electronically through emails to shareholders whose email addresses are available with the Company, however, the Company shall provide hard copies of Audited Financial Statements and notices of general meetings to its shareholders, on their written request, free of cost, within seven days of receipt of such request.
9. **Voting on Special Businesses**:
   In accordance with the Companies (Postal Ballot) Regulations, 2018, as amended, entitled shareholders of the Company are being allowed to exercise their right to Vote through Electronic Voting and Voting by Post on Special Businesses of the notice of AGM, in the manner and subject to the conditions contained in the aforesaid regulations;
   (a) Procedure for Electronic Voting:
   M/s. Corplink (Pvt) Limited/Share Registrar of the Company/E-Voting Service Provider for the Company) has been appointed as e-voting Service Provider of the Company for Special Businesses to be conducted in AGM. (i) Details of electronic voting (including website address, Login and Password) shall be provided to entitled shareholders of the Company through their email addresses as available with the Company whereas security codes will be communicated to the shareholders through SMS on their mobile phone numbers as available with the Company from the web portal of Corplink; (ii) Identities of shareholders shall be authenticated through electronic signatures/authentication for login; (iii) E-voting lines will open at 9:00 hours on January 23, 2024 and close at 17:00 hours on January 26, 2024. No subsequent change will be allowed once the vote is cast during this period.
   (b) Procedure for Voting by Post: Shareholders may complete and sign the Ballot Paper and send the same along with the copy of valid and legible copy of Computerized National Identity Card (CNIC) either through scan & email or via courier/post to the address as mentioned on the Ballot Paper till January 24, 2024. The signature on the ballot paper must match with signature on CNIC.
10. **Conversion of Physical Share Certificates into Book Entry Form**
    As per Section 72 of the Companies Act, 2017 all existing companies are required to convert their physical shares into book-entry form within a period not exceeding four years from the date of commencement of the Companies Act, 2017. The Securities Exchange Commission of Pakistan (SECP) through its circular No. 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.
    We hereby requested all such members of BFSML who are holding shares in physical form to convert their shares into book-entry form at the earliest. They are also suggested to contact the Central Depository Company of Pakistan Limited or any active member/stockbroker of the Pakistan Stock Exchange to open an account in the CDC to facilitate the conversion of physical shares into book-entry form.
    Shareholders may contact Share Registrar of the Company (M/s. Corplink (Pvt.) Limited) to understand the process of conversion of physical shares into the book entry form and benefits of holding book entry shares.
11. **Payment of Dividend Electronically**
    As per Section 242 of the Companies Act, 2017, any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. Further, rule 3 of the Companies (Distribution of Dividends) Regulations, 2017 provides that the company should make payment of cash dividend within a period of fifteen (15) working days from the date of its declaration. Therefore, the registered shareholders of the Company are requested to provide bank account details to our Share Registrar M/s. Corplink (Pvt.) Limited, in order to credit their cash dividends directly to their international bank account number (IBAN), if declared.
12. **MANDATORY INFORMAION (EMAIL, CNIC, IBAN AND ZAKAT DICLARATION)**
    In compliance with Section 119 of the Companies Act, 2017 and Regulation 19 Companies (General Provisions and Forms) Regulations, 2018 members are requested to immediately provide their mandatory information such as CNIC number, updated mailing address, email, contact mobile/telephone number and International Banking Account Number (IBAN) together with a copy of their CNIC to update our records and to avoid any non-compliance of the law, otherwise all dividends will be withheld in terms of Regulation 6 of the Companies (Distribution of Dividends) Regulations, 2017.
    Member are requested to submit a declaration (CZ-50) as per Zakat & Ushr Ordinance 1980 for zakat exemption shall be submitted to Broker/CDC (in case of CDS shareholder) and to the Company's Share Registrar (in case of physical shareholder), then his/her zakat status in the dividend entitlement register may be found as Muslim Zakat Payable, and the Company will be constrained to make compulsory deductions of Zakat @ 2.5% of face value of each share from the gross amounts of his/her cash dividends.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134 (3) OF THE COMPANIES ACT 2017

This statement sets out the material facts pertaining to the elections of directors and the special businesses to be transacted at the 45th Annual General Meeting (AGM) of **Baba Farid Sugar Mills Limited** to be held on Saturday January 27, 2023 at 15:00 Hours at Registered office at 2-D-1, Gulberg III, Lahore, and through electronically video link/Zoom application.

STATEMENT U/S 134(3) OF THE COMPANIES ACT, 2017

The transactions with associated company were carried out during the year, therefore, these transactions have been placed before the shareholders of the Company for their approval.

a) Agenda Item No. 5 of Notice of AGM: Ratification and Approval of Related Party Transactions: (Associated Companies)

The Company is and shall be conducting transactions of sales and purchase of goods with Naubahar Bottling Company (Pvt.) Limited, The Thal Industries Corporation Limited and Almoiz Industries Limited for the period commencing from October 1st, 2022 to period ends September 30, 2023 in the normal course of business. The prices, terms and conditions agreed between the companies are based on Arm Length Basis under Related Party Transactions Policy of the Company. The directors of the company have no interest whatsoever both directly or indirectly except for common directorship. Record consisting of details of all the transactions along with all supporting documents is maintained as per legal requirements and available in the registered office of the company.

Nature and amount of transactions along with applicable pricing policy are detailed below:

Names(s)	Nature of Transactions	Transactions during the period Amount (PKR)
Naubahar Bottling Company (Pvt.) Limited	Sale of Sugar Paid/received/adjustment (net)	324,000,000 324,000,000
The Thal Industries Corporation Limited	Sale Store Items Purchases- Store items Paid/ received/adjustment (net)	7,371,000 2,451,200 4,919,800
Almoiz Industries Limited	Sale of scrap Paid/received/adjustment (net) Purchase store items Purchase other items	35,989,446 1,659,242 34,129,377 200,827

The Directors are interested in the resolution to the extent of their common directorship in the Associated undertakings. The following were the common directors in Baba Farid Sugar Mills Ltd with the Almoiz Industries Ltd, The Thal Industries Corporation Ltd and Naubahar Bottling Company (Pvt.) Ltd and respectively.

(i) Mr. Muhammad Shamim Khan (ii) Mrs. Qaiser Shamim Khan (iii) Mr. Adnan Ahmed Khan
(iv) Mr. Nauman Ahmed Khan (v) Mrs. Sarah Hajra Khan

The Company shall continue to carry out transactions with the related parties in the ordinary course of business till next the Annual General Meeting. The nature and scop of such related party transactions are explained above in the statement of relevant agenda item. Therefore, such transactions with related parties have to be approved by the shareholders. The shareholders may authorize the Chief Executive or his nominee to approve such transactions till the next Annual General Meeting.

b) Authorization for the Board of Directors to approval related party transactions during the financial year ended Sep. 30, 2023

The Company is and shall be conducting transactions of sale and purchase of goods with NBC, TICL & AIL during the financial year ending Sep. 30, 2023 and subsequently, in the ordinary course of business and at Arm's Length Basis as per the approved policy with respect to transactions with related parties in the normal course of business, and therefore, all the future transactions with NBC, TICL & AIL shall be approved by the Board of Directors on quarterly basis. Considering the interests/concerns of five out of seven Directors due to their common directorship and /or relationship with Directors of NBC, TICL & AIL, the related parties' transactions of the fiscal year 2023 are suggested to be placed before the shareholders.

The Company shall continue to carry out transactions with the related parties in the ordinary course of business till next the Annual General Meeting. The nature and scope of such related party transactions are explained above in the statement of relevant agenda item. Therefore, such transactions with related parties have to be approved by the shareholders. The shareholders may authorize the Chief Executive or his nominee to approve such transactions till the next Annual General Meeting for their formal approval/rectification.

a) Agenda Item No. 6 of Notice of AGM: Transmission of Annual Audited Accounts through QR Code and Weblink.

The Securities and Exchange Commission of Pakistan has allowed listed Companies, through its S.R.O No.389(1)/2023 dated March 21,2023 to circulate the Annual Audited Financial Statements to their Members through QR enabled code and weblink instead of transmitting the Annual Audited Financial Statements through CD/DVD/USB. The Company shall circulate Annual Audited Financial Statements through email address in case it has been provided by the member to the Company, and upon demand, supply hard copies of the Annual Audited Financial Statements to the shareholders free of cost upon receipt of a duly completed Request Form, which may be obtained from the Company's website i.e. Www.bfsml.com.

b) Authorization to perform all related acts regarding dissemination of Annual Report of the Company.

The Company is and shall be transmitting/circulating/dissemination Annual Accounts/Annual Report of the company through QR Enabled Code and Weblink and through available email addresses of the Shareholders in compliance to the under relaxations of relevant and applicable provisions of laws, regulations, notifications and therefore, all the processes and procedures should be entrusted to the responsible officers of the company, hence, approvals of shareholders are being sought to authorize the Chief Executive Officer or his nominee and severally to complete all legal, regulatory, prescribed and notified formalities and requirements for the purpose of giving effect to above resolutions in letter and spirit which actions shall be deemed to be approved by Shareholders. The nature and scope of special business is explained above in the statement of relevant agenda item.

There is no specific interest of the directors in these special resolutions, except that mentioned above.

Reg. Off: 2D1, Gulberg III, Lahore
Tel: 042-35771066-71 Fax: 35756687
Mills 5 KM Faisalabad Road Okara
Tel: 044-2522878, 2524279 Fax:044-2522978

Share Registrar:
M/s. Corplink (Pvt.) Limited, Wings Arcade,
1-K, Commercial Model Town, Lahore.
Tel:042-5839182, 35887262 Fax:35869037

BALLOT PAPER

Ballot paper for voting through post for poll to be held at Annual General Meeting on 15:00 hours January 27, 2024 at Registered office 2-D-1, Gulberg III, Lahore.

BABA FARID SUGAR MILLS LIMITED

Registered office, 2-D-1, Gulberg III, Lahore. (www.bfsml.com)

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: qaiser.shamim@nbcpepsi.com

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio number	
CNIC/Number (copy to be attached)	
Additional information and enclosures (In case of representative of body corporate, Corporation and Federal Government.)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (√) mark in the appropriate box below (delete as appropriate):

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Re solutions (AGAINST)
1.	**Special Resolution under Agenda No.4 of Notice of AGM** **"RESOLVED that** transactions carried out by the Company in the normal course of business with related parties for the period ended September 30, 2023 be and are hereby ratified, approved and confirmed"			

Names(s)	Nature of Transactions	Transactions during the period Amount (PKR)
Naubahar Bottling Company (Pvt.) Limited	Sale of Sugar Paid/received/adjustment (net)	324,000,000 324,000,000
The Thal Industries Corporation Limited	Sale Store Items Purchases- Store items Paid/ received/ adjustment (net)	7,371,000 2,451,200 4,919,800
Almoiz Industries Limited	Sale of scrap Paid/received/ adjustment (net) Purchase store items Purchase other items	35,989,446 1,659,242 34,129,377 200,827

2.	***FURTHER RESOLVED that** the Chief Executive Officer of the Company or his nominee be and is hereby authorized to approve all the transactions to be carried out in the normal course of business with related parties till the next Annual General Meeting of the Company and in this connection the Chief Executive Officer of the Company or his nominee be and is hereby authorized to take any and all necessary actions and sign/execute any and all such documents/indentures as may be required in this regards on behalf of the Company" **Special Resolution under Agenda No.4 of Notice of AGM** ***Resolved that** transmission / circulation of annual Balance Sheet and Profit and Loss Accounts, Auditor's Report, Director's Report and Chairman's Review etc. (Annual Audited Accounts /Annual Report of the company, along with any and all other prescribed / notified / and required reports/information/notes etc., to all the shareholders of the Company through QR Enabled Code and Weblink be and is hereby approved and discontinuation of the mode of transmission / circulation of any or all aforesaid information / documents to the shareholders of the Company through CD/DVD/USB be and is hereby approved." ***Further resolved that** Chief Executive of the company or his nominee be and is hereby authorized and empowered singly and severally to complete and ratify all legal, regulatory, prescribed and notified formalities and requirements for the purpose of giving effect to above resolution and spirit and to do or cause to be done any and all acts, deeds, matters and things as may be necessary incidental, ancillary and expedient for abovementioned purposes and intents."			

Signature of shareholder(s)_____ Place: _____ Date: _____

NOTES:

1. Dully filled postal ballot should be sent to chairperson of BFSML Mrs. Qaiser Shamim Khan, 2-D-1, Gulberg III, Lahore, 54000, Pakistan (email: qaiser.shamim@nbcpepsi.com)
2. Copy of CNIC should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before January 26, 2024. 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.