

TEL : (051) 2650805-7

FAX : (051) 2651285-6



THE PREMIER SUGAR MILLS & DISTILLERY CO. LTD.

King's Arcade, 20-A, Markaz F-7, P.O. Box 1529, Islamabad

Ref: PSM/SECP/752/2024

February 06, 2024

The Director Enforcement

Securities and Exchange Commission of Pakistan

NIC Building, Jinnah Avenue – Blue Area

Islamabad.

**SUBJECT: ADVERTISEMENT FOR THE NOTICE OF AGM
PUBLISHED IN NEWSPAPERS**

Dear Sir,

We hereby submit that we have published the Notice for the Company's Annual General Meeting to be held on February 26, 2024 in the following Newspapers:

1. "The Daily Observer" Islamabad and Karachi - English
Dated **February 03, 2024**
2. "The Daily Assas" Rawalpindi and Karachi - Urdu
Dated **February 03, 2024**

We also enclose herewith Notice of the Meeting in accordance with the instructions contained in your Circular No. 2 of 2001 dated 22 February, 2001.

Original Notice along with photocopies of the Newspapers cuttings are enclosed herewith for your kind information and record please.

Thanking you

Yours truly


(Mujahid Bashir)
Company Secretary

Encl: as above



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King's Arcade, 20-A, Markaz F-7, P.O. Box 1529, Islamabad

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT 78th Annual General Meeting of the shareholders of **The Premier Sugar Mills & Distillery Company Limited** will be held on February 26, 2024 at 11:30 AM at the Registered Office of the Company at Nowshera Road, Mardan, for transacting the following business:-

Ordinary Business:

1. To confirm the minutes of the Extra Ordinary General Meeting held on July 05, 2023.
2. To receive, consider and adopt the Audited Financial Statements of the Company together with the Directors' and Auditors' reports for the year ended September 30, 2023.
3. To appoint the Auditors of the Company and to fix their remuneration for the financial year ending September 30, 2024. The present auditors' M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants retire and being eligible offer themselves for re-appointment.
4. To transact any other business of the Company as may be permitted by the Chair.

Special Business:

5. To consider and if thought fit to pass the following resolution, with or without amendment as Special Resolution.

“**RESOLVED THAT** an increase of Rs. 2.00 million in the remuneration of an executive director w.e.f October 01, 2023 be and is hereby approved.”

The share transfer books of the Company will remain closed from February 16, 2024 to February 26, 2024 (both days inclusive).

By Order of the Board

(MUIAHID BASHIR)
Company Secretary

Mardan
February 02, 2024

N.B:

1. A member, eligible to attend and vote at this meeting, may appoint another member as his/her proxy to attend, speak and vote instead of himself/herself. Proxies in order to be effective must be valid and received by the Company not less than 48 hours before



THE PREMIER SUGAR MILLS & DISTILLERY CO. LTD.

King's Arcade, 20-A, Markaz F-7, P.O. Box 1529, Islamabad

- the time for holding of the Meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
2. Members are requested to notify the Shares Registrar of the Company of any change in their addresses immediately.
 3. CDC shareholders are requested to bring their original computerized national identity card, account, sub account number and participant's number in the Central Depository System for identification purpose for attending the Meeting.
 4. In case of a 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.
 5. The SECP vide SRO 787 (1)/2014 dated September 08, 2014 has provided an option for shareholders to receive audited financial statements along with notice of Annual General Meeting electronically through email. Hence, members who are interested in receiving the annual reports and notice of Annual General Meeting electronically in future are requested to send their email addresses on the consent form placed on the Company's website www.premiersugarmills.com to the Company's Share Registrar. The Company shall, however additionally provide hard copies of the annual report to such members, on request, free of cost.
 6. The Financial Statements of the Company for the year ended September 30, 2023 along with reports have been placed at website of the Company www.premiersugarmills.com
 7. In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility a request is to be submitted to the Company Secretary of the Company on given address:

“The Company Secretary, The Premier Sugar Mills & Distillery Company Limited, Kings Arcade 20-A, Markaz F-7, Islamabad.”
 8. The SECP vide circular no 4 of 2021 and circular 6 of 2021 has advised to provide participation of the members through electronic means. Members interested to participate in the AGM are requested to email their Name, Folio Numbers, Number of Shares held in their name. Cell Number, CNIC Number (along with valid copy of both sides of CNIC) with subject **“Registration for Participation in AGM”** at mujahid@premiergroup.pk. Video link and login credentials shall be shared with only those members whose emails, containing all the required particulars, are receive by the close of business hours (till 5:00 pm) on February 24, 2024.



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9. Section 72 (2) of the Companies Act, 2017, provides that every existing company shall be required to replace its physical shares with book-entry form, in a manner as may be specified and from the date notified by the SECP, within a period not exceeding four (4) years of the date of the promulgation of the Act. Further, SECP vide its letter dated 26 March 2022 has directed listed companies to pursue their shareholders holding securities in physical form to convert the same in the book-entry form. To ensure compliance with the aforementioned provision and to benefit by holding securities in book-entry form, including safe custody, all shareholders holding physical shareholdings are again encouraged to open CDC sub-account or Investor account and convert their shares into book-entry form, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

Statement of Material Facts under Section 134(3) of the Companies Act, 2017

This statement sets out the material facts pertaining to special business.

Material Facts:

The Board of Directors has been recommended to increase the remuneration of the one executive director w.e.f October 01, 2023 considering the experience and knowledge of the executive director, and the increase in operational volumes of the Company. Therefore, in order to compensate the executive director, equitably in accordance with his efforts, the Board of Directors in the meeting held on October 04, 2023, recommended the aforementioned increase and passed the following special resolution;

“RESOLVED THAT an increase of Rs.2.00 million in the remuneration of an executive director’ w.e.f. October 01, 2023 be and is hereby approved”

The Board of Directors have no other interest to the extent of aforesaid resolution passed, except for as mentioned above.

"The greatest glory in living lies not in never falling, but in rising every time we fall."

-Nelson Mandela

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Saturday
Rajab 22, 1445 | February 03, 2024



THE PREMIER SUGAR MILLS & DISTILLERY COMPANY LIMITED

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT 78th Annual General Meeting of the shareholders of The Premier Sugar Mills & Distillery Company Limited will be held on February 26, 2024 at 11:30 AM at the Registered Office of the Company at Nowshera Road, Mardan, for transacting the following business:-

Ordinary Business:

1. To confirm the minutes of the Extra Ordinary General Meeting held on July 05, 2023.
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3. To appoint the Auditors of the Company and to fix their remuneration for the financial year ending September 30, 2024. The present auditors M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants retire and being eligible offer themselves for re-appointment.
4. To transact any other business of the Company as may be permitted by the Chair.

Special Business:

5. To consider and if thought fit to pass the following resolution, with or without amendment as Special Resolution:
RESOLVED THAT an increase of Rs. 2.00 million in the remuneration of an executive director w.e.f October 01, 2023 be and is hereby approved.
The share transfer books of the Company will remain closed from February 16, 2024 to January 26, 2024 (both days inclusive).

By Order of the Board

(MUJAHID BASHIR)
Company Secretary

Mardan
February 02, 2024
N.B:

1. A member eligible, to attend and vote at this meeting, may appoint another member as his/her proxy to attend, speak and vote instead of himself/herself. Proxies in order to be effective must be valid and received by the Company not less than 48 hours before the time for holding of the Meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
2. Members are requested to notify the Shares Registrar of the Company of any change in their addresses immediately.
3. CDC shareholders are requested to bring their original computerized national identity card, account, sub account number and participant's number in the Central Depository System for identification purpose for attending the Meeting.
4. In case of a 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.
5. The SECP vide SRO 787 (1)/2014 dated September 08, 2014 has provided an option for shareholders to receive audited financial statements along with notice of Annual General Meeting electronically through email. Hence, members who are interested in receiving the annual reports and notice of Annual General Meeting electronically in future are requested to send their email addresses on the consent form placed on the Company's website www.premiersugarmills.com to the Company's Share Registrar. The Company shall, however additionally provide hard copies of the annual report to such members, on request, free of cost.
6. The Financial Statements of the Company for the year ended September 30, 2023 along with reports have been placed at website of the Company www.premiersugarmills.com
7. In accordance with Section 132(2) of the Companies Act, 2017 if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 7 days prior to the date of Annual General Meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility a request is to be submitted to the Company Secretary of the Company on given address:
"The Company Secretary, The Premier Sugar Mills & Distillery Company Limited, Kings Arcade 20-A, Markaz F-7, Islamabad."
8. The SECP vide circular no 4 of 2021 and circular 6 of 2021 has advised to provide participation of the members through electronic means. Members interested to participate in the AGM are requested to email their Name, Folio Numbers, Number of Shares held in their name, Cell Number, CNIC Number (along with valid copy of both sides of CNIC) with subject "Registration for Participation in AGM" at mujahid@premiergroup.pk. Video link and login credentials shall be shared with only those members whose emails, containing all the required particulars, are received by the close of business hours (till 5:00 pm) on February 24, 2024.
9. Section 72 (2) of the Companies Act, 2017, provides that every existing company shall be required to replace its physical shares with book-entry form, in a manner as may be specified and from the date notified by the SECP, within a period not exceeding four (4) years of the date of the promulgation of the Act. Further, SECP vide its letter dated 26 March 2022 has directed listed companies to pursue their shareholders holding securities in physical form to convert the same in the book-entry form. To ensure compliance with the aforementioned provision and to benefit by holding securities in book-entry form, including safe custody, all shareholders holding physical shareholdings are again encouraged to open CDC sub-account or Investor account and convert their shares into book-entry form, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

The Statement of Material Facts under Section 134(3) pertaining to the "Special Business" of the Companies Act, 2017 is annexed with the Notice being sent to the members.

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-Nelson Mandela

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Founded by: ZAHID MALIK (Sitara-i-Imtiaz)

Karachi

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(MUJAHID BASHIR)
Company Secretary

Mardan

February 02, 2024

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