



Sanghar Sugar Mills Limited

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that Extra Ordinary General Meeting (the Meeting) of the Shareholders of the Sanghar Sugar Mills Limited (the Company) will be held on Tuesday October 31, 2017 at 11:00 a.m. at Haji Abdullah Haroon Muslim Gymkhana - Old Lobby (Muslim Gymkhana), Near Shaheen Complex, Aiwan-e-Saddar Road, Saddar Town, Karachi to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of 31st Annual General Meeting of the Company held on January 31, 2017.
2. To elect Seven (7) Directors of the Company, as fixed by the Board of Directors, in accordance with the provisions of the Companies Act, 2017 for a period of three years commencing from November 04, 2017. The names of the retiring Directors are as follows:
 1. Mr. Ghulam Dastagir Rajar
 2. Haji Khuda Bux Rajar
 3. Mr. Ghulam Hyder
 4. Mr. Mohammad Aslam
 5. Mr. Qazi Shamsuddin
 6. Mr. Rahim Bux and
 7. Mr. Shahid Aziz (NIT Nominee).
3. To transact any other ordinary business with the permission of the Chair.

By Order of the Board

Muhammad Mubeen Alam
Company Secretary

Karachi: October 06, 2017

NOTES:

1. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from 23-10-2017 to 31-10-2017 (both days inclusive). Physical Transfers/CDS Transactions IDs received in order in all respects at the close of the Business on 21-10-2017 at the Company's Share Registrar M/s Hameed Majeed Associates (Pvt) Limited, Karachi Chamber, Hasrat Mohani Road, Karachi will be considered for attending and voting at Extra Ordinary General Meeting.

2. Contest for Election of Directors:

Any member who seeks to contest the election of directors, shall file with the Company at its Registered Office, not later than Fourteen Days (14 days) before the day of above said meeting, his/her intention to offer himself/herself for election of directors in terms of Section 159(3) of the Companies Act, 2017, together with the following:

- a. Consent to act as Director in Form 28, duly completed, as required under section 167(1) of the Companies Act, 2017;
- b. A declaration to the effect that he/she is aware of duties and powers of directors under the Companies Act, 2017, the Memorandum and Articles of Association of the Company and the Listing Regulations of the Pakistan Stock Exchange and has read the relevant provisions contained therein;
- c. Detailed profile along-with the address; and
- d. A declaration in respect of being compliant with the requirements of the Code of Corporate Governance and eligibility criteria as set out in the Companies Act, 2017 to act as director of the listed company.

3. Participation in the Extra Ordinary General Meeting:

A member entitled to attend and vote at this meeting may appoint another member as proxy to attend and vote on his/her behalf. Forms of Proxy to be valid must be properly filled in/executed and received at the Registered Office of the Company at C-27, Plot No. F-24, Block-9, Clifton, Karachi-75600, at least 48 hours before the time of this meeting. A Form of Proxy is attached herewith. CDC Account Holders will further have to follow the under mentioned guideline as laid down in circular dated January 26, 2000 issued by SECP.

4. Submission of copy of CNIC (Mandatory):

- a. The Securities and Exchange Commission of Pakistan (the SECP) vide their S.R.O. 779 (i) 2011 dated August 18, 2011 has directed the Company to print your Computerized National Identity Card (CNIC) number on your dividend warrants and if your CNIC number is not available in our records, your dividend warrant will not be issued/dispatched to you. In order to comply with these regulatory requirements, you are requested to kindly send photocopy of your CNIC to your Participant/Investor Account Services or in case of Physical Shareholding, immediately to Company's Share Registrar.
- b. The Company's Shareholders who are holding its Share in Physical Form are hereby informed and notified in their own interest who have not yet provided copy of their valid Computerized National Identity Card (CNIC) mentioning their Folio Numbers are hereby reminded again through this Notice to send urgently valid copy of their CNIC as mentioned above to the Company or its Share Registrar M/s Hameed Majeed Associates (Pvt) Limited, Karachi Chambers, Hasrat Mohani Road, Karachi (Phone No. 021-32424826) in order to comply with the mandatory requirements of Securities and Exchange Commission of Pakistan (the Commission) issued vide SRO 83(1)/2012 dated July 05, 2012 and SRO 19(1) of 2014 dated January 10, 2014.

A List of such Shareholders along with their Folio numbers, Names, Address and No. of the Company's shares held in Physical Form is available on the Company's Website www.sangharsugarmills.com for reference who have not yet submitted the valid copy of their CNIC to the Company.

It is further informed that the Members of the Company were previously requested/reminded through Notices of Annual and Extra Ordinary General Meetings held in previous years which were appeared in their respective Annual Reports of the Company as well as published in the news papers Business Recorder and Khabrain of Karachi and Lahore on several dates. They are once again reminded that in case of non-receipt of the copy of their valid CNIC along-with Folio No., the Company would be unable to comply with the mandatory requirement of the Commission as mentioned above.

5. Attendance at the Meeting:

A Member holding Physical Shares must bring his/her original Computerized National Identity Card (CNIC) and should mention his/her CNIC and Folio No. and sign on the Attendance Sheet while personally attending this Meeting. Also Member having deposited his/her shares into Central Depository Company of Pakistan Limited must bring his/her Participant's ID No. and Account/Sub-account No. along-with original CNIC and mention his/her CNIC and CDC Account No. and sign on the Attendance Sheet while personally attending this Meeting. Representatives of corporate Members should bring the usual documents required for such purpose as prescribed by the S.E.C.P.

6. Change of Address:

Members are advised to promptly notify change in their postal address, if any, to the Company's Share Registrar. Members having shares in CDC accounts are required to have their address updated with respective participants.

7. Video Conference Facility:

Members can also avail video conference facility. In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the Meeting.

If the Company receives consent from members in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.

The Company will intimate Members regarding venue of video conference facility at least 5 days before the date of the Meeting along with complete information necessary to enable them to access such facility.

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

Signature of Member(s)

8. Unclaimed Dividend:

Members are advised to immediately write us in detail for any outstanding / unclaimed cash dividend issued to you by the Company in past years. Please give complete details duly signed either to the Share Registrar or the Secretary of the Company.

9. Dividend Payments through Electronic Mode:

In accordance with the provisions and under section 242 of the Companies Act, 2017, shareholders are entitled to receive their dividends by way of direct credit to their bank account instead of receiving them through dividend warrants.

Therefore, to receive your future dividends directly in your bank account, please give us complete details and inform us in writing duly signed along with a copy of your CNIC / NTN to the Share Registrar of the Company and in case Shares held in CDC then please inform concerned Participant / CDC investor Account Services. The form is also available on our Company's website and the specimen is given below.

S P E C I M E N F O R M

I hereby communicate my desire to receive my future dividends directly in my bank account as detailed below:

Name of shareholder : _____
Folio number : _____
Contact number of shareholder : _____
Name of Bank : _____
Bank Branch & mailing address : _____
Bank Account No. (Full) : _____
Title of Account : _____
CNIC No. : _____
NTN : _____
(in case of corporate entity)

It is stated that the above particulars given by me are correct to the best of my knowledge and I shall keep the Company informed in case of any changes in the said particulars in future.

Shareholder's Signature
CNIC / NTN No. _____
(copy attached)

10. For any query/problem/information, members may contact to the Company or our Share Registrar at the following address:

Registered Office :

C-27, Plot No. F-24, Block - 9, Clifton, Karachi 75600, Phone: 021 35371441 to 43 (3 lines)
Fax: 021 35371444, Website: www.sangharsugarmills.com, E-mail: info@sangharsugarmills.com

Share Registrar:

Hameed Majeed Associates (Pvt) Limited
Karachi Chambers, Hasrat Mohani Road, Karachi
Phone: 021 32424826, Fax: 021 32424835.