

Notice of the Annual General Meeting

Notice is hereby given that 38th Annual General Meeting (AGM) of the Shareholders of the Sanghar Sugar Mills Limited (the Company) will be held on Saturday January 27, 2024 at 11:00 a.m. at 3rd Floor, PSX Auditorium, Pakistan Stock Exchange Building (Administration Block), Stock Exchange Road, Karachi and also through video link facility to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of Extra Ordinary General Meeting of the Company held on November 02, 2023.
2. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended September 30, 2023 together with Directors' and Auditors' Reports thereon.

Availability & Circulation of Annual Audited Financial Statements on Company's Website & through QR Enabled Code

In compliance of Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023, the Company is hereby also circulate the "**Annual Audited Financial Statements together with all relevant and or related Reports and documents**" of the Company for the year ended September 30, 2023 to the members of the Company, through weblink and QR enabled code, to view and download the annual audited financial statements together with the reports and documents annexed thereto. The Members may view and or download through the following links and code:

Weblink: www.sangharsugarmills.com / Investor Information / Annual Reports

QR Code:



3. To appoint Auditors for the year 2023-2024 and fix their remuneration. The present Auditors M/s Kreston Hyder Bhimji & Co. Chartered Accountants, retire and being eligible, have offered themselves for re-appointment.
4. To transact any other ordinary business with the permission of the Chair.

By Order of the Board

Muhammad Mubeen Alam
Company Secretary

Karachi: January 05, 2024

NOTES :

1. Transmission of Audited Financial Statements:

The Audited Financial Statements of the Company for the year ended September 30, 2023 have been made available on the Company's website www.sangharsugarmills.com in addition to Annual and Quarterly Financial Statements for the prior year's / period's respectively.

Further, in compliance of Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023 and with the provisions of the Electronic Transaction Ordinance, 2002 that the Annual Audited Financial Statements together with the relevant notices / reports and or documents of the Company for the year ended September 30, 2023 has been e-mailed by the Company to the respective shareholders who have provided their valid email IDs to the Share Registrar and or concerned Participant / CDC Investor Account Services.

Furthermore, in compliance of Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023 and with the provisions of the Electronic Transaction Ordinance, 2002 that the Notice of Annual General Meeting has been dispatched to members as per requirements of the Companies Act, 2017, on their registered address, containing the QR code and the weblink address to view and download the annual audited financial statements together with the reports and documents required to be annexed thereto under the Companies Act, 2017.

2. Closure of Share Transfer Books:

The Share Transfer Books of the Company will remain closed from 20-01-2024 to 27-01-2024 (both days inclusive). Physical Transfers/CDS Transactions IDS received in order, in all respects, at the close of the Business on 19-01-2024 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 Annual General Meeting.

3. Online Participation in AGM:

The Securities & Exchange Commission of Pakistan through its Circular No. 4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in General Meeting through electronic means as a regular feature in addition to holding physical meetings. Therefore, the Members will also be able to participate in the AGM proceedings after completing all the formalities required for the verification and identification of the Members for online login participation.

For this purpose, Members are requested to get their particulars registered with the Company by sending email on "info@sangharsugarmills.com" mention in the subject that "AGM January 2024" and can also be registered by sending the following details through courier / post at the registered Office of the Company, addressed to Company Secretary. Following details are required:

Member Name	CNIC No.	Folio / CDS No.	Email ID	Cell No.

Video-link and login credentials and time will be shared with only those shareholders / proxies (must submit proxy form) whose details as stated above, must received by us at least 48 hours before the time of this meeting. Incomplete, suspicious and details received after the expiry of time period will not be entertained.

Members are also required to attach the copy of their CNIC and where applicable, copy of CNIC of member(s) of whom they hold proxy(ies) while sending the information. Without the copy of CNIC, such member(s) shall not be registered for the video-link facility.

4. Comments / Suggestions for the Agenda Items:

Members can also participate in the meeting through their comments / suggestions for the agenda items via our WhatsApp number and or through our email (kindly mention subject "AGM January 2024"). Details are given below:

WhatsApp No. +92 300 2742176

Email ID: info@sangharsugarmills.com

It is our responsibility that the comments / suggestions of the Members of the Company will be discussed in the meeting and will become part of the minutes of the meeting.

5. Voting (Electronic / Postal Ballot):

In order to comply with the requirements of the S.R.O. 906(1)/2023 dated July 07, 2023, S.R.O. 2192(1)/2022 dated December 05, 2022 and the Companies Act, 2017 (the Act), the Companies (Postal Ballot) Regulations, 2018 (the Regulations) and the Listed Companies (Code of Corporate Governance) Regulations, 2019 the responsibility of the Company is to provide the right of vote through electronic voting facility and vote through postal ballot to every member of the Company, subject to the requirements of sections 143 and 144 of the Act.

6. Participation in the AGM through Proxy:

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 Office No. 204, 2nd Floor, Clifton Centre, Block-5, Clifton, Karachi, at least 48 hours before the time of this meeting. A Form of Proxy is attached herewith and the same is also available on the Company's website. CDC Account Holders will further have to follow the guidelines as laid down in circular dated January 26, 2000 issued by SECP.

7. Submission of copy of CNIC (Mandatory):

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 and are hereby reminded again through this Notice and previously requested through Notices of Annual and Extra Ordinary General Meetings held in previous years, which were appeared in respective Annual Reports of the Company as well as published in the news papers of Karachi and Lahore editions and also published through specific notices on several dates, to send urgently valid copy of their CNIC as mentioned above, to the Company or its Share Registrar in order to comply with the mandatory requirements of Securities and Exchange Commission of Pakistan 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 and Address whose shares are 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.

8. 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 SECP.

9. 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.

10. 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 said meeting through video conference at least 10 (ten) 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 to 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)

11. 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.

12. 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 annexed herewith.

13. Consent to receive Hard Copy of Audited Financial Statements:

In supersession / partial modification of notification No. 470(I) dated May 31, 2016 and notification No. 787(I)/2014 dated September 08, 2014, the SECP has issued latest S.R.O. 389(I)/2023 dated March 21, 2023 read with Section 223(6) and 223 (7) of the Companies Act, 2017 which states that the Members of the Company who wish to receive the hard copy of Audited Financial Statements and Reports of the Company instead of sending the same through email, are requested to provide a "Standard Request Form", duly filled and signed in all respects, to communicate the need of hard copy, to the Company Secretary / Share Registrar. The Standard Request Form is available on the Company's website and also annexed herewith.

The Company will send the complete audited financial statements with relevant documents in hard copy to the member, at their registered addresses, free of cost, within one week, if a request has been made by the member on the standard request form.

14. Deposit of Physical Shares in to CDC Account:

As per Section 72 of the Companies Act, 2017 every existing listed company shall be required to replace its physical shares with book-entry form. Therefore, the Shareholders having physical shareholding are encouraged to open CDC sub-account with any of the brokers or investor account directly with CDC to place their physical shares into scrip less form, this will facilitate you in many ways, including save custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per the existing regulations of the authorities.

For any query and or information, members may contact to the Company or our Share Registrar at the following address:

Registered Office of the Company:

Office No. 204, 2nd Floor, Clifton Centre,
Block - 5, Clifton, Karachi.
Phone: 021 35371441 to 43 (3 lines)
Fax: 021 35371444.
Website: www.sangharsugarmills.com,
E-mail: info@sangharsugarmills.com

Share Registrar of the Company:

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