



Ansari Sugar Mills Ltd.

NOTICE OF ANNUAL GENERAL MEETING

This Notice of Annual General Meeting is hereby issued to notify that the 27TH Annual General Meeting of the shareholders of Ansari Sugar Mills Limited (the 'Company') will be held on Tuesday, January 31, 2017 at 12:00 pm at the registered office of the Company, situated at DehJagsiyani, Taluka Tando Ghulam Hayder, District Tando Mohammad Khan, Hyderabad, Sindh for transacting the following business.

Ordinary Business

- To confirm the minutes of the Annual General Meeting held on January 29, 2016.
- To receive, consider and adopt the audited accounts of the Company for the year ended September 30, 2016, together with the directors report and the auditors' report thereon.
- To appoint auditors and fix their remuneration for the year ending September 30, 2017. The present auditors M/s Moochhala Gangat & Co - Chartered Accountant, have been retired and become eligible and therefore have offered themselves for reappointment.

Special Business

- To consider and pass a resolution authorizing the board of directors of the Company to enter into any investment agreement with associated companies and approve amount(s) of investment to be invested in the associated companies.
- To approve and authorize Company to sell molasses to Pak ethanol (Pvt) Limited at a price agreed between both the companies.
- To enter into any other business(es) with the permission of the chair.

For ANSARI SUGAR MILLS LIMITED

Karachi

Dated: January 10, 2017

Company Secretary



Ansari Sugar Mills Ltd.

NOTES:

1. The shares transfer book of the company will remain closed from January 25, 2017 to January 31, 2017 (both days inclusive).
2. Any member entitled to attend and vote at this 27th Annual General Meeting may appoint another member on his/her behalf. Proxies, in order to be effective, must be received by the Company not less than 48 hours before the 27th Annual General Meeting.
3. The share holders of the Company are requested to notify any change in their address immediately.

Kindly quote your folio number in all correspondences with the company.



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STATEMENT U/S 160(1) (b) OF THE COMPANIES ORDINANCE, 1984 ANNEXED TO THE NOTICE OF THE ANNUAL GENERAL MEETING OF THE MEMBERS OF **ANSARI SUGAR MILLS LIMITED** (HEREINAFTER THE “**Company**”), TO BE HELD ON JAN 31ST , 2017 AND SETS OUT MATERIAL FACTS CONCERNING THE SPECIAL BUSINESS TO BE TRANSACTED IN THE SAID MEETING.

1. The Board of Directors proposed to enter into Group Investment Agreement to invest in/lend to group/associated companies for the maximum amount of Pak Rupees One Billion only whenever the cash flow of the Company may permit initially for a period of one year which can be renew by the approval of the members. Below is the material information relating to investment in associated companies.

Justification	The company will have advantage to invest any surplus cash flow upto PKR 1,000,000,000/- (Pak Rupees One Billion Only) in associated undertaking at a rate of interest equal or higher to the rate of return that the Company is paying to its lenders, further Company will have opportunity to obtain any such funds upto PKR 1,000,000,000 (Pak Rupees One Billion Only) from associated companies to overcome any funds shortage on easy terms.
Associated Companies	Bawany Sugar Mills Limited Khoski Sugar Mills Pvt Limited Chambar Sugar Mills Pvt Limited Tando Allayar Sugar Mills Pvt Limited Naudero Sugar Mills Pvt Limited New Dadu Sugar Mills Pvt Limited Larr Sugar Mills Limited New Thatta Sugar Mills Pvt Limited
Criteria	Family relationship between directors
Maximum Investment/ Lending Amount	Pak Rupees One Billion Only
Purpose, Utilization & Benefits	The Company can make safe investment at a good interest rates to generate good returns of excess funds.
Rate	The Interest rate will not be less than the highest rate of return that the Company, in each case, is paying to its lenders.
Listing	The investment is not listed.



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Nature	Loan and Advance
Existing Loan / Advance /	Nil
Average Borrowing Cost / KIBOR	Not less than Borrowing Cost paid by the Company in the preceding quarter.
Other Fee / Commission	Nil
Source of Funds	Available excess funds from operations
Security against Investment/lending	Not Applicable
Conversion Rights	Investment have no participation rights
maximum Repayment number	Four (04) (quarterly)
Maximum Repayment time	One Year
Participation	Investment have no participate rights.
Penalty in case of non payment on due date	One % addition in the applicable interest rate
Maximum Accumulation	Maximum upto one (1) year
Accrual	Maximum upto one (1) year

2. Company will sell molasses to Pak Ethanol (Pvt) Limited at an agreed price between both the parties.
3. The director(s) / chief executive(s) have an interest in their capacity as ordinary shareholder's of the Company.