



**FEROZE1888 MILLS LIMITED**  
**NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra-Ordinary General Meeting of the Members of the Feroze1888 Mills Limited will be held at B-4/A, SITE, Karachi, on Saturday, December 15, 2018 at 10:00 a.m. to transact the following businesses:

**ORDINARY BUSINESS**

1. To elect eight (8) Directors of the Company as fixed by the Board of Directors in their meeting in accordance with the provisions of section 159 of the Companies Act, 2017 (The Act) for the next term of three years commencing December 23, 2018.

The following are the retiring Directors:

- |                           |                     |
|---------------------------|---------------------|
| 1. Mr. Khaleequr Rahman   | 5. Mr. Perwaz Ahmed |
| 2. Mr. Shabbir Ahmed      | 6. Mr. Nasim Hyder  |
| 3. Mr. Abdul Rahman Yaqub | 7. Mr. Anas Rahman  |
| 4. Mr. Jonathan R. Simon  |                     |

The retiring Directors are eligible for re-election.

2. To transact any other business with the permission of the Chair.

A statement u/s 134(3) of the Companies Act, 2017 is being sent to the members through courier.

By Order of the Board  
**(Muhammad Faheem)**  
Company Secretary

Karachi  
November 23, 2018

**Notes:**

1. Share Transfer Books of the Company will remain closed from Saturday, December 08, 2018 to Saturday, December 15, 2018 (both days inclusive). Transfer received at the office of Share Registrar at the close of business on Friday, December 07, 2018 will be considered in time to attend and vote at the meeting and for the purpose of above entitlement to the transferees:

- Any person who seeks to contest the election of directors shall file with the Company at its registered office not later than fourteen days before the day of the above said meeting at which elections will be held, the following documents:
  - Notice of his/her intention to offer himself/herself for the election of directors in terms of section 159(3) of the Companies Act, 2017 together with
  - Consent to act as Director under section 167(1) of the Companies Act, 2017 on a duly filed and signed Form 28.
  - Detailed Profile alongwith and complete office address for placement onto the Company's website.
  - Details of holding of other offices and directorships in other companies with date.
  - Details of family members (spouse, lineal ascendants and descendants and siblings including stepfather, stepmother, stepson, stepdaughter, stepbrother or stepsister, if any).
  - Declaration in respect of being compliant with requirements of Listed Companies (Code of Corporate Governance) Regulations, 2017 (CCG 2017) awareness of duties, powers and responsibilities under Companies Act, 2017, Rule Book of Pakistan Stock Exchange Limited, Securities Act, 2015, Memorandum and Articles of Association of the Company and other relevant laws and regulations.
  - Declaration in respect of eligibility criteria as set out in Companies Act, 2017 to act as Director of a Listed Companies.
  - Declaration of Independence in terms of the requirements of section 166 (2) of the Companies Act, 2017, and also to comply with requirements of clause 2 of CCG 2017 (applicable for person filing consent to act as Independent Director of the Company).

3. A member of the Company entitled to attend and vote at this meeting may appoint a proxy to attend, speak and vote instead of him/her. A proxy must be a member of the company. An instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of attorney authority must be valid and received at the Registered Office of the Company or at the Office of the Share Registrar not later than forty eight hours before the time appointed for the Meeting. A member shall not be entitled to appoint more than one proxy. If a Member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the Company, all such instruments shall be rendered invalid. The proxy shall produce his/her Original National Identity Card or Passport to prove his/her identity.

4. Members are requested to submit copies of their CNICs and promptly notify any change in their address by writing to the office of the registrar.

5. Members should quote their Folio/CDC number in all correspondence and at the time of attending the Meeting.

6. Members can also exercise their right of e-Voting subject to the requirements of Section 143 and 144 of the Companies Act, 2017 and the applicable clause of the Companies (Postal Ballot) Regulations, 2018.

**7. GUIDELINES FOR CDC ACCOUNT HOLDERS ISSUED BY SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN**

**for personal attendance:**

(i) In case of individual, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original National Identity Card at the time of attending the meeting.

(ii) In case of 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.

**for appointing proxy**

(i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.

(ii) The proxy must be witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) number shall be mentioned on the form.

(iii) Attested copies of CNIC or the passport of the beneficial owners and of the proxy shall be furnished with the proxy form.

(iv) The proxy shall produce his/her Original CNIC or Original Passport at the time of the meeting.

(v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.

**Registered Office:**  
Feroze1888 Mills Limited  
H-23/4A, Scheme # 3  
Landhi Industrial Area,  
Karachi.

**Share Registrar:**  
FAMCO Associates (Pvt.) Ltd  
8-F, Next to Hotel Faran, Nursery,  
Block-6, PECHS, Shakra-e-Faisal,  
Karachi.

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