



MIRPURKHAS SUGAR MILLS LIMITED

Head Office : Modern Motors House, Beaumont Road,
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Ghulam Faruque
Group

MSM/AAV/10
October 05, 2017

The General Manager
Pakistan Stock Exchange Ltd.
Stock Exchange Building
Stock Exchange Road
Off: I. I. Chundrigar Road
Karachi.

Dear Sir,

NOTICE OF EXTRAORDINARY GENERAL MEETING

Please refer to your letter no. PSX/C-122-6452 dated October 4, 2017.

We are enclosing copy of the notice of Extraordinary General Meeting to be held on October 31, 2017, along with the statement under section 134 of the Companies Act, 2017 for your information and record.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Yours sincerely,
For **Mirpurkhas Sugar Mills Limited.**

Abid Vazir
Executive Director & Company Secretary

Encl: As stated above

MIRPURKHAS SUGAR MILLS LIMITED
NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the Company will be held on Tuesday, October 31, 2017 at 2:00 p.m. at the Registered Office of the Company at factory premises, Sub Post Office Sugar Mill Jamarao, Umerkot Road, Mirpurkhas, Sindh to transact the following business:

SPECIAL BUSINESS

1. To consider and approve an increase in the authorized share capital of the company, and in this connection it is, therefore, proposed that the following resolution be passed as and by way of a Special Resolution:

“Resolved that the authorized share capital of the company be and is hereby increased from Rs. 500 million to Rs. 1,500 million by creation of 100 million shares of Rs. 10/- each; that the new shares shall be rank pari passu in all respects with the existing ordinary shares in the capital of the Company”.

“Resolved further that the Memorandum and Articles of Association of the Company be and is hereby amended by substituting “500,000,000” with “1,500,000,000” in Clause no. V of the Memorandum of Association and “500,000,000” with “1,500,000,000” in Clause no. 3 of the Articles of Association of the company”.

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

By Order of the Board of Directors

Abid Vazir

Executive Director & Company Secretary

Karachi: October 6, 2017

NOTES:

1. The register of members of the Company will be closed from Wednesday, October 25, 2017 to Tuesday, October 31, 2017 (both days inclusive) and no transfers will be registered during that time. Shares received in order at the Office of the Registrar of the Company, M/s. Central Depository Company of Pakistan Limited (CDC), CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 at the close of business on Tuesday, October 24, 2017 will be treated in time for the purpose of Extraordinary General Meeting.
2. A member of the Company eligible to attend and vote at the Extraordinary General Meeting may appoint another member as his/her proxy to attend and vote in his/her stead. Proxies to be effective must be in writing and must be received by the Company's Head Office 48 hours before the Meeting.
3. Shareholders of the Company whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to bring original Computerized National Identity Card along with their account number in CDS and participant's ID number for verification. In case of appointment of proxy by such account holders and sub-account holders, the guidelines as contained in the SECP's circular of 26th January 2000 are to be followed.
4. Shareholders of the Company are requested to immediately notify any change in their addresses to the Share Registrar of the Company.
5. Shareholders who have not yet submitted photocopy of their valid Computerized National Identity Card (CNIC) are requested to send the same to the Share Registrar of the Company.

STATEMENT UNDER SECTION 134 OF THE COMPANIES ACT, 2017

The statement sets out material facts concerning "Special Business" to be transacted at the Extraordinary General Meeting of the Company to be held on Tuesday, October 31, 2017. The approval of the Members of the Company will be sought for:

Item no. 1: Increase in authorized share capital

The company presently has an authorized share capital of Rs. 500,000,000 divided into 50,000,000 ordinary shares of Rs. 10/- each.

In order to facilitate future increase in the paid up capital, the Board of Directors has recommended that the authorized share capital of the Company be raised to Rs. 1,500,000,000 divided into 150,000,000 ordinary shares of Rs. 10/- each by creation of 100,000,000 ordinary shares of Rs. 10/- each. For this purpose, the Board of Directors has also recommended that the resolution be passed as a Special Resolution. The resolution increases the authorized share capital of the Company in the manner stated above and makes the required consequential changes in the Memorandum and Articles of Association of the Company.