

212, Cotton Exchange Building,  
I.I.Chundrigar Road, Karachi (Pakistan)  
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## Sapphire Textile Mills Limited

7-A/K, Main Boulevard, Gulberg-II,  
Lahore (Pakistan)  
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### **SAPPHIRE TEXTILE MILLS LIMITED** **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that the Extraordinary General Meeting of the Shareholders of Sapphire Textile Mills Limited (The "Company") will be held on Monday, April 21, 2014 at the Trading Hall, Cotton Exchange Building, I.I. Chundrigar Road, Karachi at 02:30 p.m. to transact the following business:

#### **1. Ordinary Business:**

To confirm the minutes of last Extraordinary General Meeting held on February 17, 2014.

**1.1** To elect eight Directors as fixed by the Board under section 178(1) of the Companies Ordinance, 1984 for three years. The retiring Directors are:

1. Mr. Mohammad Abdullah,
2. Mr. Shahid Abdullah
3. Mr. Nadeem Abdullah
4. Mr. Amer Abdullah,
5. Mr. Yousuf Abdullah,
6. Mr. Shayan Abdullah,
7. Mr. Nabeel Abdullah.
8. Mr. Mohammad Younus

#### **2. Special Business:**

To consider and, if thought fit, pass, with or without modification, the following resolutions, under Section 208 of the Companies Ordinance, 1984, as a special resolutions:

**2.1 Resolved** that the Company be and is hereby authorized to provide such Security / Collateral as may be required by the Issuing Bank in order for the same to issue a Standby Letter of Credit (SBLC) of USD 1,732,500 in favour of National Transmission and Despatch Company Limited (through its Central Power Purchasing Agency) on behalf of ex-WAPDA Distribution Companies (NTDC) in order to secure certain obligations of Sapphire Wind Power Company Limited (SWPCL) under its Energy Purchase Agreement with NTDC.

**2.2 Further Resolved** That the Company be and is hereby authorized to invest in Sapphire Power Generation Limited by subscribing 1,100,500 Right Shares Entitlement at the rate of 71% to be issued at Rs. 35/- each (including premium of Rs. 25/- per share) offered to the Company by way of right shares through the Letter of Rights dated 27<sup>th</sup> March, 2014, issued by Sapphire Power Generation Limited.

**2.3 Further Resolved** That the Company be and is hereby authorized to invest in Sapphire Power Generation Limited by subscribing to any unsubscribed and /or renounced Right issue of upto 1,584,000 shares to be issued at Rs. 35/- each (including premium of Rs. 25/- per share) as offered to the Company by the Directors of Sapphire Power Generation Limited.

**2.4 Further Resolved** That the Chief Financial Officer and/or Company Secretary be and are hereby authorized to take any and all actions necessary to give effect to the above Resolutions and /or to complete any or all necessary corporate and legal formalities for the purpose of the completion of the subject transactions.

#### **3. Other business**

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