

SHADMAN COTTON MILLS LIMITED

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra Ordinary General Meeting of the Shareholders of **SHADMAN COTTON MILLS LIMITED** will be held at Company's Registered Office, 2-E, Block-G, Mushtaq Ahmed Gurmani Road, Gulberg-II, Lahore on Saturday, **March 11, 2017 at 11.30 a.m.** to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting held on November 30, 2016.
2. To elect seven (7) directors as fixed by the Board of Directors in accordance with provisions of the Companies Ordinance, 1984 for a term of three (3) years commencing from 11th March, 2017. The names of retiring directors are as under:-

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|------------------------|-------------------------|
| 1. Mr. Shahid Mazahr | 2. Mr. Ahmed Bin Shahid |
| 3. Mrs. Ghazala Shahid | 4. Mrs. Naureen Rehan |
| 5. Mr. Muhammad Akhtar | 6. Mr. Shahid Mahmud |
| 7. Mr. Nadeem Bhatti | |

3. To consider any other business with the permission of the Chair.

By Order of the Board

Lahore;
February 18, 2017

Muhammad Akhtar
Company Secretary

NOTES:

1. The Share Transfer Books of the Company will remain closed from March 04, 2017 to March 11, 2017 (both days inclusive).
2. Every candidate for the election as director, whether he/she retiring director or otherwise, shall file with the company not later than fourteen (14) clear days before the date of Extraordinary General Meeting, a notice of his/her intention to offer himself/herself for election as a directors along with the consent to serve as a director in the prescribed Form-28 under section 184 of the Companies Ordinance, 1984, a detailed profile along with his/her relevant declarations as required under the Code of Corporate Governance, 2012 to his/her appointment as director of the company. Such notice must reach to the registered office of the Company at 2-E, Block-G, Mushtaq Ahmed Gurmani Road, Gulberg-II, Lahore before 25th February, 2017. He / She should also confirm that;
 - a) He / She is not ineligible to become director of the Company under any applicable laws and regulations (including listing regulations of the Pakistan Stock Exchange).
 - b) He / She is not serving as director in more than seven listed companies.
 - c) Neither he / she nor his / her spouse in the business of brokerage or is a sponsor or officer of the corporate brokerage house.

3. A member eligible to attend and vote at this meeting is entitled to appoint another member as his/her proxy to attend and vote instead of him/her.
 - a) A proxy must be a member of the Company. Proxies in order to be effective must be received at the registered office of the company not later than forty eight (48) hours before the time fixed for the meeting.
 - b) The proxy shall produce his/her original CNIC or Passport at the time of meeting.
 - c) Proxy form shall be witnessed by the two persons whose name, CNIC No. and address shall be mention on the proxy form.
4. CDC account holders are required to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan (SECP);
 - a) In case of individuals, the account holder or sub-account holder shall authenticate his/her identity by showing his/her original CNIC Card or original passport at the time of attending the meeting.
 - b) 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 provide earlier) at the time of meeting.
5. Members are requested to immediately notify change in address, if any, to the Company's Share Registrar M/s Technology Trade (Pvt.) Limited, Dagia House, 241-C, Block-2, P.E.C.H.S., Karachi.