



Shadab Textile Mills Limited

Manufacturer, Importer & Exporter

Registered Office: A-601/A, City Towers, 6-K, Main Boulevard, Gulberg-II, Lahore.
Ph: (042) 35788714-16 Fax: (042) 35788718 E-mail: shadstm@brain.net.pk N.T.N.: 0657824-1

STM/PSX/19
March 04, 2019

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Subject: **Notice of Extraordinary General Meeting**

Dear Sir,

Enclosed please find a copy of the Notice of Extraordinary General Meeting to be held on March 28, 2019 for circulation amongst the TRE Certificate Holders of the Exchange.

Tours Sincerely,
For SHADAB TEXTILE MILLS LIMITED

Company Secretary

Encl: As above.



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NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given to all the shareholders of **SHADAB TEXTILE MILLS LIMITED** (the "Company") that an Extraordinary General Meeting of the Company will be held on Thursday, March 28, 2019 at 11:00 a.m. at A-601/A, City Towers, 6-K Main Boulevard, Gulberg-II, Lahore to transact the following business:

ORDINARY BUSINESS:

1) To elect seven (7) Directors of the Company as fixed by the Board under Section 159(1) of the Companies Act, 2017 for a period of three (3) years commencing from March 28, 2019. Following are the name of retiring Directors who are eligible for re-election.

- | | |
|------------------------|----------------------|
| 1. Mian Aamir Naseem | 5. Mr. Hamza Naseem |
| 2. Mian Farrukh Naseem | 6. Mrs. Fatima Aamir |
| 3. Mian Shahzad Aslam | 7. Mrs. Hina Farrukh |
| 4. Mr. Yasir Naseem | |

ANY OTHER BUSINESS:

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

BY ORDER OF THE BOARD

(Mazhar Hussain)
Company Secretary

Lahore: 26 February, 2019

Notes:

1. The Members Register will remain closed from 22-03-2019 to 28-03-2019 (both days inclusive). Transfers received at Corplink (Pvt.) Limited, Wings Arcade, I-K, Commercial, Model Town, Lahore, the Independent Share Registrar of the Company by the close of business on 21-03-2019 will be treated in time.
2. A member eligible to attend and vote at this Meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies in order to be effective must be received by the Company at Registered Office not later than 48 hours before the time for holding the Meeting.

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CDC account holders will further have to follow the guidelines as laid down in circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

3. Any individual beneficial owner of CDC entitled to attend and vote at this meeting must bring his/her CNIC or Passport to prove his/her identity, and in case of Corporate Members, the Board's resolution or power of attorney with specimen signatures of the nominee shall require to be produced (unless provided earlier) at the time of meeting.
4. Any person, who seeks to contest an election to the office of Directors, shall whether he is retiring Director or otherwise file with the Company at its registered office not later than fourteen days before the date of the meeting, the following documents:
 - (a) Notice of his /her intention to offer himself/herself for election as a Director in terms of Section 159(3) of the Companies Act, 2017.
 - (b) Consent to act as a director in Form 28 duly completed and signed under Section 167(1) of the Companies Act, 2017.
 - (c) Detailed profile along with office address as required under SECP's SRO 634(1)/2014 dated 10 July, 2014;
 - (d) Valid copy of CNIC/Passport and NTN.
 - (e) A declaration confirming that:
 - i) He/she is not ineligible to become a director of the Company under the Companies Act, 2017 and Listed Companies (Code of Corporate Governance) Regulations, 2017 to be appointed Director/Independent Director of the listed Company.
 - ii) He / she is aware of his/her duties and powers under the relevant laws, Memorandum & Articles of Association of the Company, Rule Book of Pakistan Stock Exchange and Listed Companies (Code of Corporate Governance) Regulations, 2017.
5. **E-Voting:** Members can exercise their right of vote under applicable clauses of Companies (Postal Ballot) Regulations, 2018.
6. **Submission of Copies of Valid CNICs:** Shareholders are requested to submit copy of their valid CNIC mentioning company name & Folio Number at our Share Registrar's address for compliance of SECP SRO No. 831(1)/2012.

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7. **Change of Address:** Shareholders are requested to immediately notify the change of address, if any to Share Registrar of the Company.
8. **Request of Video Conference Facility:** Members can also avail Video Conference facility in (name of cities where facility can be provided keeping in view geographical dispersal of members). In this regard please fill the following and submit to the registered address of the company within ten (10) days before holding of general meeting.

I/We. _____ of _____ being a member of SHADAB TEXTILE MILLS LIMITED, holder of _____ Ordinary Shares as per Registered Folio No./CDC A/C No. _____ hereby opt for Video conference Facility at _____.

Signature of members

STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017

The term of office of the present Directors of the Company will expire on March 28, 2019. In terms of Section 159(1) of the Companies Act, 2017 ("Act"), the directors have fixed the number of elected directors at seven (7) to be elected in the extraordinary general meeting for a period of three years.

The present Directors are interested to the extent that they are eligible for re-election as Directors of the Company.

Any person who is eligible under Section 153 and meet the criteria under section 166(2) of the Companies Act, 2017, may submit nomination to be elected as independent director. However, it is noteworthy to mention here that independent director shall be elected in the same manner as other directors are elected in terms of section 159 of the Companies Act, 2017.