



## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the members of Shezan International Limited ("the Company") will be held at Avari Hotel, 87-Shahra-e-Quaid-e-Azam, Lahore, on Friday, June 27, 2014 at 10:30 a.m. to transact the following business: -

A. **ORDINARY BUSINESS**

1. To confirm the minutes of the Annual General Meeting held on October 29, 2013.
2. To elect Eight (8) Directors of the Company, as fixed by the Board of Directors, for the next term of three years, in accordance with the provisions of section 178 of the Companies Ordinance, 1984. The names of the retiring Directors are as follows:

- |                          |                        |
|--------------------------|------------------------|
| 1. Mr. Muneer Nawaz      | 5. Ms. Nazish Khalid   |
| 2. Mr. Mahmood Nawaz     | 6. Mr. Muhammad Khalid |
| 3. Mrs. Amtul Hai Khalid | 7. Mr. Saleem Zamindar |
| 4. Mr. M. Naeem          | 8. Mr. Firasat Ali     |

B. **SPECIAL BUSINESS**

3. To consider, and if thought fit, to approve remuneration payable to the full time working Directors and Chief Executive of the Company.
4. Any other item with the permission of the Chair.

A statement under section 160 of the Companies Ordinance, 1984 pertaining to Special Business is being sent to the shareholders along with this notice.

**By Order of the Board**

**Lahore:  
June 05, 2014.**

**Faisal Ahmad Nisar, FCA  
Company Secretary**

**NOTES:**

1. Any person who seeks to contest the election of directors shall file with the Company at its Registered Office not later than fourteen (14) days before the day of the above said meeting his/her intention to offer himself/herself for the election of directors in terms of section 178(3) of the Companies Ordinance, 1984 together with (a) consent in form 28, (b) a declaration with consent to act as director in the prescribed form under clause (ii) of the Code of Corporate Governance to the effect that he/she is aware of duties and powers of directors under the Companies Ordinance, 1984, the Memorandum and Articles of Association of the Company and the listing regulations of the Karachi, Lahore Stock Exchanges and has read the relevant provisions contained therein, (c) a declaration in terms of clause (iii) and (iv) of the Code of Corporate Governance to the effect that he/she is not serving as a director of more than seven (7) other listed companies, that his/her name is borne on the register of national tax payers (except where he/she is a non-resident), that he/she has not been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a banking company, a development financial institution or a non-banking financial institution.
2. The share transfer books of the Company will remain closed from June 20, 2014 to June 27, 2014 (both days inclusive).
3. A member of the Company entitled to attend and vote at the extraordinary general meeting may appoint another member as a proxy to attend, speak and vote instead of him/her. Proxies must be deposited at the Company's registered office not less than 48 hours before the time of holding the meeting. The proxy shall produce his/her original CNIC or passport to prove his/her identity.
4. The beneficial owner of the shares of the Company in the Central Depository System of the CDC or his/her proxy entitled to attend and vote at this meeting shall produce his/her original CNIC or passport to prove his/her identity.
5. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be submitted with the proxy form to the Company, and the same shall be produced in original at the time of the meeting to authenticate the identity.
6. Shareholders are requested to immediately notify the Company of any change in their address to our share registrar M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore.
7. Members who have not yet submitted photocopy of their computerized NIC to the Company are requested to send the same at the earliest.

**25 cm x 3 cols.**