

SHAKARGANJ LIMITED

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting ("EOGM") of the shareholders of SHAKARGANJ LIMITED (the "Company") will be held on Monday, 01 June 2020 at 11:30 a.m. virtually via video link from Registered Office, E-Floor, IT Tower, 73/E/1, Hali Road, Gulberg III, 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 01 June 2020. Following are the names of retiring Directors who are eligible for re-election:

- | | |
|------------------------------|---------------------------|
| 1. Mrs. Hajerah Ahsan Saleem | 5. Mr. Muhammad Arshad |
| 2. Mr. Ali Altaf Saleem | 6. Mr. Shaikh Asim Rafiq |
| 3. Mr. Khalid Bashir | 7. Mr. Khawaja Jalaluddin |
| 4. Mr. Muhammad Anwar | |

A statement of material facts under Section 166(3) of the Companies Act 2017 relating to the election of Directors is annexed with this Notice of EOGM circulated to the shareholders.

By order of the Board

Lahore: 8 May 2020

Asif Ali
Company Secretary

NOTES

1. In view of the instructions of the Government / SECP and the locked down situation in light of escalating number of Coronavirus cases, the meeting will be conducted virtually via video link for safety and well-being of the shareholders of the Company. The general meeting can be attended using smart phones/tablets/computers. To attend the meeting through video link, members are requested to register themselves by providing the following information through email at asif.malik@shakarganj.com.pk on or before 29 May 2020.

Name of member	CNIC No.	CDC Account No/Folio No.	Cell Number.	Email address

2. The members who are registered after the necessary verification shall be provided a video link by the Company on the same email address that they email with the Company with. The Login facility will remain open from start of the meeting till its proceedings are concluded.
3. The shareholders who wish to send their comments/ suggestions on the agenda of the EOGM can email the Company at email: asif.malik@shakarganj.com.pk or WhatsApp at 03000801554. The Company shall ensure that comments/

- suggestions of the shareholders will be read out at the meeting and the responses will be made part of the minutes of the meeting.
4. Any person who seeks to contest the election of directors shall, whether he is a retiring director or otherwise, file with the Company the following documents and information at its registered office, E-Floor, IT Tower, 73/E/1, Hali Road, Gulberg-III, Lahore not later than fourteen days before the date of the above said meeting;
 - a) His/her Folio No./CDC Investors Account No./CDC Participant No./Sub-Account No.
 - b) Notice of his/her intention to offer himself/herself for the election of directors in terms of Section 159(3) of the Companies Act, 2017.
 - c) Consent to act as director on Form 28 under section 167 of the Companies Act, 2017.
 - d) A detailed profile along with office address for placement Company's website in term of SRO 1196(1) 2019 dated 03 October 2019;
 - e) He/she has not been declared by a court of competent jurisdiction as defaulter in repayment of loan to a financial institution.
 - f) The requirements for election of Independent Directors will be complied in accordance with Section 166 of the Companies Act, 2017 as amended vide the Companies (Amendment) Ordinance, 2020. Person contesting as Independent Director shall also submit a declaration that he/she qualifies the criteria of eligibility and Independence notified under the Companies Act, 2017 and rules and regulations issued thereunder.
 - g) An attested copy of Computerized National Identity Card (CNIC) and National Tax Number;
 - h) A declaration that:
 - He/she is not ineligible to become a director of the Company under any applicable laws and regulations (including listing regulations of Stock Exchange).
 - He/she is not serving as a director of more than seven listed companies. Provided that this limit shall not include the directorship in the listed subsidiaries of a listed holding company.
 - Neither he/she is engaged in the business of brokerage pertaining to securities market as defined in the Securities Act, 2015 or future market as defined in the Future Market Act, 2016 nor he/she is a spouse of such person or is a sponsor, director or officer of such brokerage house.
 - He/she is aware of his/her duties and powers under the relevant laws, Code, Memorandum & Articles of Association of Company and listing regulations of stock exchange;
 5. Pursuant to the Companies (Postal Ballot) Regulations 2018 ('Regulations') , for the purpose of election of directors, subject to the requirements of Section 143 and 144 of the Companies Act, 2017, shareholders will be allowed to exercise their right of vote through postal ballot, that is voting by post, in accordance with the requirements and procedure contained in the aforesaid Regulations.
 6. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote. The Instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested copy of the power of attorney must be deposited at the registered office of the Company at least 48 hours before the time of the meeting.
 7. Members are requested to timely notify any change in their addresses.

Book Closure:

The Register of Members of the Company will remain closed from 25 May 2020 to 01 June 2020 (both days inclusive). Transfers received in order at the office of the Company's Independent Share Registrar, M/s. CorpTec Associates (Pvt.) Limited, 503-E, Johar Town, Lahore by the close of business (5:00 PM) on Saturday, 23 May 2020 will be considered in time to be eligible for the purpose of attending and voting at the Extraordinary General Meeting.

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

Section 166 of the Companies Act 2017 as amended vide the Companies (Amendment) Ordinance, 2020 provides that the statement of material facts annexed to the notice of the general meeting called for election of directors shall indicate the justification for selecting the individual as a candidate for election as independent director. The Company is required to have two independent directors on its Board in accordance with the Listed Companies (Code of Corporate Governance) Regulations, 2019. Accordingly, it will be ensured that the independent directors to be elected will meet the criteria set out for independence under Section 166 of the Companies Act, 2017 and regulations issued thereunder and their names are listed on the data bank of independent directors maintained by Pakistan Institute of Corporate Governance duly authorized by SECP. Further, their selection will be made due to their respective competencies, skill, knowledge and experience.

The Directors are not interested, directly or indirectly, in the above business other than as shareholders of the Company and that they are eligible to contest the election for directorship.

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 - Mrs. Hajerah Ahsan Saleem
 - Mr. Ali Altaf Saleem
 - Mr. Khalid Bashir
 - Mr. Muhammad Anwar
 - Mr. Muhammad Arshad
 - Mr. Shaikh Asim Rafiq
 - Mr. Khawaja Jalaluddin

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By order of the Board

Asif Ali

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Lahore: 8 May 2020

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 - Neither he/she nor his/her spouse is engaged in the business of brokerage pertaining to securities market as defined in the Securities Act, 2015 or future market as defined in the Future Market Act, 2016 nor he/she is a spouse or of such person or is a sponsor, director or officer of a corporatesuch brokerage house.
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شکر گنج لمیٹڈ

اطلاع غیر معمولی اجلاس عام

بذریعہ نوٹس ہذا مطلع کیا جاتا ہے کہ شکر گنج لمیٹڈ (کمپنی) کا غیر معمولی اجلاس عام رجسٹرڈ دفتر، E فلور، آئی ٹی ٹاور، 73/E/1، ہالی روڈ، گلبرگ III، لاہور پر سے ووٹ پولنگ کے ذریعے درج ذیل امور کی انجام دہی کیلئے منعقد ہوگا۔

عام امور:

1- یکم جون 2020ء سے شروع تین (3) سالوں کی مدت کے لئے کمپنیز ایکٹ 2017 کی دفعہ (1) 159 کے تحت بورڈ کی طرف سے مقررہ کمپنی کے سات (7) ڈائریکٹرز کا انتخاب کرنا۔ سیکڈوش ہونے والے ڈائریکٹرز کے نام مندرجہ ذیل ہیں جو دوبارہ انتخاب کے اہل ہیں:

- 1- محترمہ ہاجرہ احسان سلیم
- 2- جناب علی الطاف سلیم
- 3- جناب خالد بشیر
- 4- جناب محمد انور
- 5- جناب محمد راشد
- 6- جناب شیخ عاصم رفیق
- 7- جناب خواجہ جلال الدین

ڈائریکٹرز کے انتخاب سے متعلقہ کمپنیز ایکٹ 2017 کی دفعہ (3) 166 کے تحت مادی حقائق کا بیان EOGM نوٹس ہذا کے ہمراہ منسلک حصص داران کو ارسال کیا گیا ہے۔

بحکم بورڈ
آصف علی

کمپنی سیکرٹری

لاہور: 08 مئی 2020ء

نوٹ:

1- حکومت SECPI کی ہدایات اور رورڈ نائٹس کے کمپنی کے تعداد بڑھنے کی روشنی میں لاگ ڈاؤن کی صورت حال کے مدنظر، اجلاس کمپنی کے حصص داران کی حفاظت اور بہتری کے لئے ووٹ پولنگ کے ذریعے درج ذیل امور منعقد ہوگا۔ سمارٹ فونز، ایمیلنگ سروسز اور دیگر آلات استعمال کرتے ہوئے عام اجلاس میں شرکت کی جاسکتی ہے۔ ووٹ پولنگ کے ذریعے اجلاس میں شرکت کے لئے، ارکان سے درخواست ہے کہ 29 مئی 2020ء کو یا قبل asif.malik@shakarganj.com.pk پر ای میل کے ذریعے مندرجہ ذیل معلومات فراہم کر کے اپنے آپ کو رجسٹر کروائیں۔

نام رکن	CNIC نمبر	سی ڈی سی اکاؤنٹ نمبر / فوٹیو نمبر	موبائل نمبر	ای میل ایڈریس
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2- ضروری تصدیق کے بعد رجسٹرڈ ارکان کو کمپنی کے ہاں دستیاب ان کے ای میل ایڈریس پر کمپنی کی طرف سے ووٹ پولنگ فراہم کیا جائے گا۔ لاگ ان سہولت اجلاس کے آغاز سے کارروائی کے اختتام تک کھلی رہے گی۔

3- حصص داران جو EOGM کے ایجنڈا پر اپنی آراء / تجاویز ارسال کرنا چاہتے ہوں کمپنی کو asif.malik@shakarganj.com.pk پر ای میل یا 03000801554 پر فون ایپ کر سکتے ہیں۔ کمپنی یقینی بنائے گی کہ حصص داران کی آراء / تجاویز اجلاس میں سنائی جائیں گی اور جو بات اجلاس کے امور کا حصہ بنائے جائیں گے۔

4- کوئی ممبر جو ڈائریکٹرز کے انتخابی مقابلہ میں حصہ لینا چاہتا ہو، آیا کہ وہ سیکڈوش ہونے والا ڈائریکٹرز ہو یا کوئی دیگر کمپنی کے ہاں درج ذیل دستاویزات اور معلومات اس کے رجسٹرڈ دفتر، E فلور، آئی ٹی ٹاور، 73/E/1، ہالی روڈ، گلبرگ III، لاہور پر اجلاس کی تاریخ سے کم از کم 14 یوم قبل لازماً جمع کرانی چاہئیں۔

- (a) اس کا فوٹیو نمبر / سی ڈی سی اکاؤنٹ نمبر / سی ڈی سی پارٹیشن نمبر / سب اکاؤنٹ نمبر۔
- (b) کمپنیز ایکٹ 2017ء کی دفعہ (3) 159 کی شرائط میں ڈائریکٹرز کے انتخاب کیلئے اپنے آپ کو پیش کرنے کا اظہار نوٹس۔
- (c) کمپنیز ایکٹ 2017ء کی دفعہ 167 کے تحت فارم 28 میں بطور ڈائریکٹر کام کرنے کی رضامندی۔
- (d) SRO 1196(1) 2019 مورخہ 03 اکتوبر 2019ء کی شرائط میں کمپنی کی ویب سائٹ پر پبلک سٹٹ کیلئے تفصیلی پروفاکس معہ دفتر کا پتہ۔
- (e) مالیاتی ادارہ کو قرض کی واپس ادائیگی میں نادمہ کے طور پر کسی حجاز عدالت کی طرف سے نادمہ قرار نہیں دیا گیا ہے۔
- (f) آزاد ڈائریکٹرز کے انتخاب کے تقاضوں کی جیسا کہ کمپنیز (ترمیم) آرڈیننس 2020 کی رڈ سے ترمیم شدہ کمپنیز ایکٹ 2017 کی دفعہ 166 کے مطابق تیس کی جائے گی۔ بطور آزاد ڈائریکٹرز کے انتخاب میں حصہ لینے والا فرد یہ وضاحت بھی جمع کرانے کا کہ وہ کمپنیز ایکٹ 2017ء اور اس کے تحت جاری شدہ قواعد و ضوابط کے تحت نوٹیفائیڈ اہلیت اور آزادانہ معیار کو کو ایضاً مانتا ہے۔

(g) کارآمد کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) اور منسلک ٹیکس نمبر کی تصدیق۔

(h) اعلامیہ کہ:

- وہ کسی قابل اطلاق قواعد و ضوابط (بشمول شکاک ایپلنگ کے سلسلے قواعد) کے تحت کمپنی کا ڈائریکٹر بننے کا رکنی نااہل نہیں ہے۔
- وہ سات سے زیادہ سلف کمپنیوں میں بطور ڈائریکٹر خدمات سرانجام نہیں دے رہا رہی ہے۔ مہیا شدہ کہ اس حد میں سلف کمپنی کی سلف ڈی بی کمپنیوں میں ڈائریکٹر شپ شامل نہیں ہوگی۔
- ندرہ سیکورٹیز ایکٹ 2015 میں بیان کردہ سیکورٹیز ریکارڈ یا فوجی مارکیٹ ایکٹ 2016 میں بیان کردہ فوجی مارکیٹ پر مشتمل بروکر کے کاروبار میں مصروف اور نہ ہی وہ ایسے فرد کی زوج یا پانسر ڈائریکٹر یا بروکر کے ہاؤس کا آفیسر نہیں ہے۔
- وہ متعلقہ قوانین، کوڈز، کمپنی کے میورنٹزم اینڈ آرٹیکل آف ایسوسی ایشن اور شکاک ایپلنگ کے فہرستی قواعد کے تحت اپنے فرائض اور اختیارات سے آگاہ ہے۔
- 5- کمپنیز ایکٹ 2017ء کی دفعہ 143 اور 144 کے تقاضوں کے حوالہ سے، ڈائریکٹرز کے انتخاب کے مقصد کے لئے کمپنیز (پوشل بیلٹ) ریگولیشنز 2018ء (ریگولیشنز) کی بیرونی میں حصص داران کو اپنے ووٹ کا حق پوشل بیلٹ کے ذریعے استعمال کرنے کی اجازت ہوگی، جو کہ مذکورہ بالا ریگولیشنز میں شامل ضروریات اور طریقہ کار کے مطابق بذریعہ ڈاک ووٹنگ ہے۔
- 6- اجلاس ہذا میں شرکت اور ووٹ دینے کا اہل ممبر اجلاس میں شرکت اور ووٹ دینے کیلئے دیگر ممبر کو اپنا پورا کسی مقرر کر سکتا ہے۔ پراسی تقرری کے آلات اور مختار نامہ یا دیگر اختیاری جس کے تحت یہ دیکھا جاتا ہے یا مختار نامہ کی نوٹریٹیبل مصدقہ کاپی کمپنی کے رجسٹرڈ دفتر پر اجلاس کے وقت سے کم از کم 48 گھنٹے قبل لازماً جمع کرانی جانی چاہیے۔
- 7- ممبران سے التماس ہے کہ اپنے ووٹوں میں کسی تبدیلی کے بارے بروقت مطلع کریں۔

کتابوں کی بندش

کمپنی کی حصص منتقلی کتابیں 25 مئی 2020ء تا یکم جون 2020ء (بشمول ہر دو ایام) بند ہیں گی۔ کمپنی کے آزاد شیئر رجسٹر کے دفتر میسرز کارپ ایک ایسوسی ایشن (پرائیویٹ) لمیٹڈ E-503 جو ہر ٹاؤن لاہور پر مہنت 23 مئی 2020ء کو کاروبار کے اختتام (5:00 PM) تک موصولہ منتقلی غیر معمولی اجلاس عام میں شرکت اور ووٹ دینے کے مقصد کیلئے بروقت تصور ہوگی۔