



**SHAHZAD TEXTILE MILLS LIMITED**  
MANUFACTURERS AND EXPORTERS OF YARN



Certificate SG05/00526

THROUGH T.C.S.  
TEL: (021)111-001-122

**FORM-17**

**THE GENERAL MANAGER**  
Pakistan Stock Exchange Limited  
Stock Exchange Building,  
Stock Exchange Road,  
KARACHI.

Date: 04-03-2016

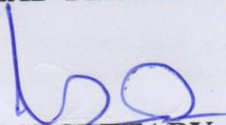
SUBJECT: **NOTICE OF EXTRA-ORDINARY GENERAL MEETING.**

Dear Sir,

Pleased, find enclosed a copy of Notice of Extra-ordinary General Meeting to be held on Thursday, 31<sup>st</sup> March 2016 for circulation amongst the TRE Certificate Holders of the Exchange.

Thanking you,

Yours Sincerely,  
For **SHAHZAD TEXTILE MILLS LIMITED**

  
**COMPANY SECRETARY**

Encl: As above.

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-ordinary General Meeting of the Shareholders of **Shahzad Textile Mills Limited** will be held on Thursday, 31<sup>st</sup> March, 2016 at 12.30 p.m. at Registered Office, 19-A, Off: Zafar Ali Road, Gulberg-V, Lahore to transact the following business:

### **ORDINARY BUSINESS**

To elect seven (7) directors of the Company as fixed by the Board of Directors in accordance with the provisions of Section-178 (1) of The Companies Ordinance 1984 for a term of three (3) years commencing from 1<sup>st</sup>. April, 2016 in place of the following retiring directors who are eligible for re-election.

- |    |                   |    |                   |
|----|-------------------|----|-------------------|
| 1. | Mian Parvez Aslam | 2. | Mr. Imran Aslam   |
| 3. | Mr. Irfan Aslam   | 4. | Mrs. Nazish Imran |
| 5. | Mrs. Sara Irfan   | 6. | Mr. Naveed Sheikh |
| 7. | Mr. Humayun Bakht |    |                   |

Statement under Section 160 (1) (b) of the Companies Ordinance, 1984 is annexed to the notice of meeting sent to the members.

BY ORDER OF THE BOARD,

Lahore;  
Dated March 03, 2016

**(HASSAN-UD-DIN ANSARI)**  
Company Secretary

### **NOTES:**

1. The Share Transfer Books of the Company will remain closed from March 22, 2016 to March 31, 2016 (both days inclusive) to determine the names of the members entitled to attend the meeting and vote. Transfer received in order at the office of our Share Registrar, M/s Hameed Majeed Associates (Pvt) Limited, H.M. House, 7-Bank Square, Lahore, by the close of business (5:00 PM) on March 21 2016 will be considered in time for the purpose of attending and voting at the meeting. Members are requested to timely notify any change in their addresses, if any.
2. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend, speak and vote for him/her behalf. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarized 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 holding the meeting and must be signed, stamped and witnessed.
3. Members who have deposited their shares in the Central Depository System of the Central Depository Company of Pakistan Limited will have to follow the under mentioned guidelines as laid down by Securities and Exchange Commission of Pakistan:

#### **A. For Attending the Meeting**

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport alongwith Participant ID number and the Account Number at the time of attending the Meeting.
- b. In case of corporate entity, the Board's resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

#### **B. For Appointing Proxies**

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC Numbers shall be mentioned on the form.
- c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
- d. The proxy shall produce his original CNIC or original passport at the time of the Meeting.
- e. In case of corporate entity, the Board's resolution/power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

**4. Notice to members who have not provided their CNIC:** The directive of the Securities and Exchange Commission of Pakistan contained in S.R.O. 831(I) / 2012 dated 05 July 2012 provides that the dividend warrants should bear the Computerized National Identity Card (CNIC) Numbers of the registered members or the authorized person except in the case of minor(s) and corporate members. CNIC number of the members are, therefore, mandatory for the issuance of future dividend warrants and in the absence of such information, payment of dividend may be withheld. Therefore, the members who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs (if not already provided) directly to Independent Share Registrar at the address given above without any further delay:

**5. E-dividend mandate:** In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged by SECP where shareholders can get amount of the dividend credited into their respective bank accounts electronically. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 05, 2013 has advised all listed companies to adopt e-dividend mechanism due to the benefits it entails for their members. In view of the above, you are hereby encouraged to provide a dividend mandate in favour of e-dividend by providing dividend mandate form duly filled in and signed.

**STATEMENTS UNDER SECTION 160(1)(b) OF THE COMPANIES ORDINANCE, 1984**

**Election of Directors**

The term of office of the present Directors of the Company will expire on March 31, 2016. In terms of Section 178 (1) of the Companies Ordinance, 1984, the directors have fixed the number of elected directors at seven (7) to be elected in the extraordinary general meeting for the next term 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 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 not later than fourteen days before the day 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 178(3) of the Companies Ordinance, 1984;
- c) Consent to act as director on Form 28 under section 184 of the Companies Ordinance, 1984.
- d) A detailed profile along with his/her office address as required under SECP's SRO 634(1)2015 dated July 10, 2014.
- e) An attested copy of Computerized National Identity Card (CNIC);
- f) 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 Exchanges).
  - 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 nor his/her spouse is engaged in the business of brokerage or is a sponsor director or officer of a corporate brokerage house.
  - He/she is aware of his/her duties and powers under the relevant laws, Memorandum & Articles of Association of Company and listing regulations of stock exchanges;