



NOTICE OF  
EXTRA-ORDINARY  
GENERAL MEETING

SHADAB TEXTILE MILLS LIMITED

**SHADAB TEXTILE MILLS LIMITED**  
**NOTICE OF EXTRA ORDINARY GENERAL MEETING**

NOTICE is hereby given to all the shareholders of **SHADAB TEXTILE MILLS LIMITED** (the "Company") that an Extra-Ordinary 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

Dated: 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.

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 25(1)/2012 dated 16 January 2012;
- (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 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.
- 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**

##### **Election of Directors**

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.

## SHADAB TEXTILE MILLS LIMITED

Folio No./CDC Participant ID  
and Account No. \_\_\_\_\_  
CNIC No. \_\_\_\_\_

### FORM OF PROXY

I / We \_\_\_\_\_  
Son / Daughter / Wife of \_\_\_\_\_  
being a member of SHADAB TEXTILE MILLS LIMITED and holder of \_\_\_\_\_  
(Number of Shares)  
Ordinary Shares as per Registered Folio No./ CDC/ Participant ID No. and Account No. \_\_\_\_\_  
hererby appoint Mr. \_\_\_\_\_ of \_\_\_\_\_  
of failing him Mr. \_\_\_\_\_ of \_\_\_\_\_  
who is also a member of SHADAB TEXTILE MILLS LIMITED, Vide Registered Folio No./ CDC/ Participant  
ID No. and Account No. \_\_\_\_\_  
as my / our proxy to vote for me / us and on my / our behalf at the Extra-ordinary General Meeting of the  
Company to be held on Thursday, March 28, 2019 at 11.00 a.m. and at any adjournment thereof.

As witness my / our hand (s) this \_\_\_\_\_ day of \_\_\_\_\_ 2019

1. Witness:

Signature \_\_\_\_\_

Name \_\_\_\_\_

Address \_\_\_\_\_

CNIC No. \_\_\_\_\_

2. Witness:

Signature \_\_\_\_\_

Name \_\_\_\_\_

Address \_\_\_\_\_

CNIC No. \_\_\_\_\_

Affix  
Revenue  
Stamps of  
Rs. 5/-

\_\_\_\_\_  
Signature of Shareholder

NOTE:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint an other member as his / her proxy to attend and vote on his/her behalf. Proxies in order to be valid must be received at the Registered Office of the Company 48 hours before the time of the meeting. A proxy must be a member of the Company.
2. Any individual Beneficial Owner of CDC, entitled to attend and vote at this meeting, must bring his/her original CNIC or Passport to prove his/her identity and in case of proxy must enclose an attested copy of his/her CNIC or Passport. Representative of corporate members should bring the usual documents required for such purposes.
3. Signature should agree with specimen signature registered with the company.

فولیو نمبر / سی ڈی سی پارٹی پیمنٹ (شرکت) ID

اور کھاتا نمبر:

کمپیوٹرائزڈ شناختی کارڈ نمبر:

## پراکسی فارم

میں / ہم

بیٹا / بیٹی / زوجہ

شاداب بیگم ٹیکسٹائل ملز لمیٹڈ اور حامل

(تعداد و حصص)

سی ڈی سی پارٹی پیمنٹ (شرکت) آئی ڈی اور اکاؤنٹ (کھاتا) نمبر:

محترم

کا / کے

یا عدم موجودگی کی صورت میں، محترم

کا / کے بھی جو کہ شاداب بیگم ٹیکسٹائل ملز لمیٹڈ کے رکن ملاحظہ رجسٹرڈ فولیو نمبر / سی ڈی سی پارٹی پیمنٹ

(شرکت) آئی ڈی اور اکاؤنٹ (کھاتا) نمبر: کو اپنے / ہمارے ایما پر مورخہ 28 مارچ 2019 بروز جمعرات

صبح 11:00 بجے منعقد ہونے والے کینی کے ایکسٹرا آرڈینری جنرل میٹنگ میں حق رائے دہی استعمال کرنے یا کسی بھی اتھواری صورت میں اپنا / ہمارا پراکسی مقرر کرتا ہوں / کرتے ہیں۔

آج بروز \_\_\_\_\_ بتاریخ \_\_\_\_\_ 2019 بطور گواہ دستخط کئے گئے۔

(1) گواہ:

دستخط:

نام:

پتہ:

کمپیوٹرائزڈ شناختی کارڈ نمبر:

پانچ روپے مالیت کی رسیدی  
ٹکٹ چسپال کریں

(2) گواہ:

دستخط:

نام:

پتہ:

کمپیوٹرائزڈ شناختی کارڈ نمبر:

ممبر کے دستخط

نوٹ:

1- کوئی بھی رکن (ممبر) جو سالانہ اجلاس میں شرکت کرنے اور ووٹ دینے کا 1 کی مقدار ہے وہ اجلاس میں شرکت کرنے اور ووٹ دینے کے لیے کسی دوسرے رکن (ممبر) کو اپنا پراکسی مقرر کر سکتا / سکتی ہے۔ پراکسیاں موثر ہونے کے لیے اجلاس کے انعقاد سے 48 گھنٹے قبل کینی کے رجسٹرڈ آفس میں موصول ہو جانی چاہئیں۔ پراکسی کارکن (ممبر) ہونا لازمی ہے۔

2- سی ڈی سی کے انفرادی مالک جو اس اجلاس میں شرکت کے اہل ہیں اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ اپنی شناخت کے لیے ہمراہ لائیں۔ پراکسی کی صورت میں اپنے قومی شناختی کارڈ یا پاسپورٹ کی مصدقہ نقل منسلک کریں۔ کارپوریٹ ممبرز کے نمائندگان شناخت کے لیے اس موقع پر درکار معمول کی دستاویزات ہمراہ لے کر آئیں۔

3- دستخط کینی کے رجسٹرڈ نمونہ دستخط سے مماثل ہونے چاہئیں۔

BOOK POST  
UNDER POSTAL CERTIFICATE

if undelivered please return to:  
Shadab Textile Mills Limited  
A-601/A, City Towers,  
6-K Main Boulevard, Gulberg-II,  
Lahore.  
Ph: # 042-35788714-16