



SINDH ABADGAR SUGAR MILLS LIMITED



SINDH ABADGAR'S SUGAR MILLS LTD
NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that an Extraordinary General Meeting of the Shareholders of Sindh Abadgar's Sugar Mills Ltd. will be held on Tuesday, 18th August, 2020 at 3 P.M. at the registered office suite # 209, 2nd Floor, Progressive Plaza, Beaumont Road, Karachi-75530, to transact the following business.

1. To confirm the minutes of the Annual General Meeting held on Friday January 10th, 2020.
2. To elect ten (10) directors of the Company as fixed by the Board of Directors in their meeting held on Wednesday March, 25th, 2020 for a period of three years in accordance with the section 159(1) of the Companies Act, 2017. The names of retiring Directors who are eligible for re-election as under:

1) Mr. Deoo Mal Essarani	2) Dr. Tara Chand
3) Mr. Dileep Kumar	4) Mr. Pehlaj Rai
5) Mr. Mohan Lal	6) Dr. Besham Kumar
7) Mr. Mahesh Kumar	8) Dr. Shafaqat Ali Shah
3. To transact any other business as may be placed before the meeting with the permission of the Chairman.

BY ORDER OF THE BOARD

Karachi, 27th July, 2020

Aziz Ahmed
Company Secretary

NOTES

1. The Share transfer books of the Company will remain closed from 12th August, 2020 to 18th August, 2020 (both days inclusive). Transfers received in order at the office of our Share Registrar M/s. JWAFS Registrar Services (Pvt.) Ltd, Suite # 407-408, 4th Floor, Al-Ameer Centre, Shahra-e-Iraq, Saddar, Karachi at the close of the Business on Tuesday, 11th August, 2020 will be treated in time to determine the right to attend the Extraordinary General Meeting.
2. A member of the company entitled to attend and speak and vote at this meeting may appoint any other member as his/her proxy to attend, speak and vote in his/her behalf. Proxies, in order must be received at the Company's Share Registrar office not later than 48 hours prior to the meeting. CDC Account holders will further have to follow the guidelines as laid down in Circular No. 1 of 2000 dated 26th January, 2000 issued by S.E.C.P.



3. Members are requested to notify any change in their addresses and their contact numbers immediately to our Share Registrar. M/s Jwaffs Registrar Services (Pvt.) Ltd.
4. Members may exercise their right to vote by means of Postal Ballots i.e. by post or through electronic mode subject to requirements of section 143-145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018.

**Statement of Material Facts U/s. 166(3) of the Companies Act,
2017 in respect of Election of Directors**

Any member who seeks to contest the election of directors, shall file with the company at its Registered Office at suite # 209, 2nd Floor Progressive Plaza, Beaumont Road, Karachi not later than fourteen (14) days before the date of above said meeting;

- i. 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 together with Consent on Form -28 as prescribed by the Act.
- ii. Signed declaration to the effect that he/she aware of duties and powers of directors under the relevant laws, the Memorandum and Articles of Association of the Company and the Rule Book of the Pakistan Stock Exchange that he/she meets the requirement of appointment as Director under the Code of Corporate Governance, 2019.
- iii. Signed declaration in respect of being compliant with the requirements of the Code of Corporate Governance, 2019 and eligibility as set out in the Companies Act, 2017 to act as director of the listed company.
- iv. Detailed profile along with office address for placement of the Company's website seven (7) days prior to the date of election in terms of SRO # 634(1) 2014 of July 10, 2014.
- v. An attested valid copy of Computerized National Identity Card.
- vi. Independent Directors will be elected through the process of Election of Directors in terms of Section 159 of the Companies Act, 2017 and they will meet the criteria laid down under Section 166(2) of the Companies Act, 2017.



Consent for Video Conference Facility

Members can also avail video conference facility. In this regard please fill the following and submit to the Registered Office of the Company seven (7) days before holding of the Extra-Ordinary General Meeting. If the Company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least seven (7) days prior to the date of meeting, the Company will arrange video conference facility in the city subject to availability of such facility in that city.

I/We _____ of _____ being a member of Sindh Abadgar's Sugar Mills Limited holder of _____ ordinary share(s) as per Register Folio /CDC Account No. _____ hereby opt for video conference facility at _____.

Signature of Members

Meeting through zoom cloud

The shareholders however, shall be requested to attend the meeting through video-link / Zoom Cloud meetings for the wellbeing of shareholders in light of Circular No. 5 of 2020 dated 17th March, 2020 of Security & Exchange Commission of Pakistan and the threat posed by the evolving COVID-19 situation.

The entitled shareholders whose name appears in the Books of the Company by the close of business on Tuesday, 11th August, 2020 who are interested to attend EOGM through online are hereby requested to get themselves registered with the Company Secretary Office by providing the following details at the earliest but not later than 48 hours before the time of EOGM at sasm@unitedgroup.org.pk

Name of Shareholders	CNIC No.	Folio No. / CDS No.	Cell Number	E-mail address

Upon receipt of the above information from interested shareholders, the company will send the login details at their email addresses. The Company will convene the meeting through "Zoom Cloud Meetings" which can be downloaded from Google Play or Apple App store. Our shareholders are therefore requested to download the application ahead of the meeting. On the EOGM day, shareholders will be able to login and participate in the EOGM proceedings through their smart phones or computer devices from any convenient location.

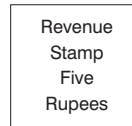
The login facility will be opened 30 minutes before the meeting time to enable the participants to join the meeting after identification and verification process.



**Sindh Abadgar's Sugar Mills Limited
PROXY FORM**

I/We, _____ of _____
being a member of **Sindh Abadgar's Sugar Mills Ltd.**, and a holder of _____
Ordinary Shares as per Share Register Folio Number _____ and
or CDC Account and participant's I.D. Numbers _____
hereby appoint _____ Folio No./CDC I.D. _____ of _____
or failing him/her _____ Folio No./ CDC I.D. _____ of _____
another member of Sindh Abadgar's Sugar Mills Ltd., 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 18th August, 2020 and at any
adjournment thereof.

As witness my/our hand this _____ Day of _____ 2020.



Signature of Member(s)

(The Signature of the Shareholder should agree with the specimen signature registered with the Company
or as per CNIC / Passport in case the share(s) is / are registered in CDC account).

Witnesses:

1. Signature _____	2. Signature _____
Name _____	Name _____
Address _____	Address _____
CNIC/Passport No. _____	CNIC/Passport No. _____

- i) A member entitled to attend the Extra Ordinary General Meeting is entitled to appoint a Proxy to attend, speak and vote instead of him/her. No person shall act as Proxy (except for cooperation) unless he/she is entitled to be present and vote his/her own right.
- ii) CDC account holder or sub-account holder appointing a Proxy should furnish attested copies of his/her own as well as the Proxy's CNIC/Passport with the proxy form. The Proxy shall also produce his/her original CNIC or Passport at the time of the meeting. In case of Corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature shall be submitted along with proxy form.
- iii) The instrument appointing a Proxy should be signed by the member or by his/her attorney duly authorized in writing. If the member is a corporation, its common seal (if any) should be affixed to the instrument.
- iv) The proxy forms, together with the power of attorney (if any), under which it is signed or a notarially certified copy thereof, shall be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.

BOOK POST

UNDER POSTAL CERTIFICATE

If undelivered, please return to:



SINDH ABADGAR SUGAR MILLS LIMITED

209, 2nd Floor, Progressive Plaza, Beaumont Road, Karachi.

Tel : 35638212-13 Fax : (92-21) 35638219

E-mail: sasm@unitedgroup.org.pk