

Business Recorder - 08-03-2019



FARAN SUGAR MILLS LIMITED

FARAN SUGAR MILLS LTD

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the Shareholders of Faran Sugar Mills Limited will be held on Friday, 29th March 2019 at 4:30 pm at 14-H, P.E.C.H.S. Block 6, Shahra-e-Faisal, Karachi, to transact the following business:

1. To confirm the minutes of the last Annual General Meeting held on 28th January 2019.
2. To elect Eight (8) Directors as fixed by the Board in accordance with the provision of section 159(1) of the companies act, 2017 for a term of three years commencing from 29th March 2019.
The retiring directors are as follows:

1- Mr. Muhammad Omar Amin Bawany	4- Mr. Bilal Omar Bawany	7- Mr. Ahmed Aziz Ghulam Hussain
2- Mr. Ahmed Ali Bawany	5- Mr. Muhammad Altamash Bawany	8- Mr. Sheikh Asim Rafiq (NIT)
3- Mr. Hamza Omar Bawany	6- Mr. Irfan Zakaria Bawany	

The Board of Directors has fixed the number of elected Directors as eight (8). Retiring Directors shall be eligible to offer themselves for re-election.
3. To transact any other business with the permission of the chair.

By order of the Board
Muhammad Ayub
Company Secretary

Karachi, 08th March 2019

NOTES:

1. Share Transfer Books will be closed from March 21, 2019 to March 29, 2019 (both days inclusive).
2. All Members are entitled to attend and vote at the meeting. A Member may appoint a proxy.
3. Any change of address of Members should be notified immediately to the Company's Share Registrar office.
4. A Member entitled to attend and vote at the meeting may appoint another person as his proxy to attend, vote and speak at the meeting instead of him/her. A proxy need not be a member of the Company. The instrument appointing a proxy and the power of attorney or other authority / board resolution under which it is signed or a notarially attested copy of power of attorney lodged at the Company's Registered Office or Share Registrar Office at least 48 hours before the time of the meeting. The Form of Proxy is attached with this notice.
5. Any person who seeks to contest the election of directors shall, whether he is a retiring director or otherwise, file with the Company 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 fourteen (14) days before the date of the Meeting along with the following documents:
 - i. Consent to act as director on Form 28 under section 167 of the Companies Act, 2017.
 - ii. A detailed profile along with his/her office address as required under SRO 634(1)/2014 dated 10 July 2014 issued by the Securities and Exchange Commission of Pakistan ("SECP") for placement on the Company's website.
 - iii. Declarations confirming that:
 - He/she is aware of the duties of the directors under the Companies Act, 2017, the Memorandum and Articles of Association of the Company and Listing Regulations of the Pakistan Stock Exchange.
 - He/she is compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2017 and the eligibility criteria as set out in the Companies Act, 2017.
 - He/she is not serving as Director in more than five (5) listed companies simultaneously, provided that this limit shall not include directorship in the listed subsidiaries of a listed holding company.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A. For Attending the Meeting:

- i. In case of individuals, the account holder or sub-account holder whose securities and their registration details are uploaded as per the regulations shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- ii. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

B. For Appointing Proxies:

- i. In case of individuals, the account holder or sub-account holder whose securities and their registration details are uploaded as per the regulations shall submit the proxy form as per the requirement by the Company.
- ii. The proxy form shall be witnessed by two persons whose names, address and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his original CNIC or original passport at the time of the meeting.
- v. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted along with proxy form to the Company.

C. Postal Ballot Regulations, 2018:

If the number of persons who offer themselves to be elected is more than the number of directors fixed under sub-section (1) of Section 159 of the Companies Act, 2017, then the Company shall provide its Members with the option of e-voting or voting by postal ballot in accordance with the provisions of Companies (Postal Ballot) Regulations, 2018. Shareholder who wish to participate through E-voting, kindly provide immediately or not later than 7 days from the date of Extraordinary General Meeting, through a letter duly signed by them i.e. his name, folio/CDC account no, e-mail address contact number to the share registrar of the company. (CNK) Management Pvt. Ltd. 404, Trade Tower, Abdullah Haroon Road, Near Metropole Hotel, Karachi.

