

BABA FARID SUGAR MILLS LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Eighth Annual General Meeting of the members of Baba Farid Sugar Mills Limited will be held on Tuesday, 31st January, 2017 at 9:30 A.M. at 42-G, Gulberg-III, Near Firdous Market, Lahore to transact the following business :-

ORDINARY BUSINESS

1. To confirm the minutes of 37th Annual General Meeting held on 29th January 2016.
2. To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended September 30, 2016 together with the Chairman's, Directors' and Auditors' Report thereon.
3. To appoint Auditors for the year ending September 30, 2017 and fix their remuneration. The retiring auditors, Hasnain Ali & Company, Chartered Accountants, Lahore, being eligible, have offered themselves for re-appointment.
4. Any other business with the permission of the chair.

SPECIAL BUSINESS

5. To consider and if deemed fit, to pass the following resolutions as special resolutions for alteration of Articles of Association of the Company, with or without modification, addition(s) or deduction (s), as recommended by the Board of Director.

Resolved that pursuant to Section 28 and other applicable provisions, if any, of the Companies Ordinance, 1984 and any other law(s), the Articles of Association of Baba Farid Sugar Mills Limited (the Company) be and are hereby altered/ amended as follow:

- a) by adding a new Article 100 (a) after existing Article 100:

"The provisions and requirements for e-voting as prescribed by the SECP from time to time shall be deemed to be incorporated in these Articles of Association, irrespective of the other provision of these Articles and notwithstanding anything contradictory therein."

- b) by altering/re-wording of existing Article 101 (a):

"An instrument appointing a proxy shall be in the form specified in Regulation 39 of the Table 'A' in the First Schedule to the Ordinance or Schedule II of the Companies (E-Voting) Regulations, 2016 or in any other form which the directors may approve."

Resolved Further that the Chief Executive Officer and Company Secretary of the Company shall be singly authorized to take all actions and to do all things, to complete any or all steps and actions necessary, incidental and ancillary as may be required for the purpose of amendment/ alteration in Articles of Association of the Company.

6. To consider and if deemed fit pass the following ordinary resolution for getting shareholders' approval for circulation of Annual Report through CD/DVD/USB:

"Resolved that approval be and is hereby granted to allow the Company (Baba Farid Sugar Mills Limited) to transmit the Annual Balance Sheet, Profit and Loss Account, Auditors' Report and Directors' Report etc. (Audited Financial Statements) along with notice of annual general meeting (Notice) to its members through CD/DVD/USB instead of hard copy at their registered addresses."

7. To consider and if deemed fit, to pass the following ordinary resolution for getting shareholders' approval for circulation of Annual Report through e-mail:

"Resolved that approval be and is hereby granted to allow the Company (Baba Farid Sugar Mills Limited) to transmit the Annual Balance Sheet, Profit and Loss Account, Auditors Reports and Directors Report etc. (Audited Financial Statements) along with notice of annual general meeting (Notice) to its members' e-mail though instead of hard copies at their registered address."

BY ORDER OF THE BOARD

Qaissar Abbas Naqvi
Director

January 05, 2017

NOTES

- (1) The Share Transfer Books of the Company will remain closed from January 25, 2017 to January 31, 2017 (both days inclusive). Transfer received at the office of Share Registrar of the Company, i.e. M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial Model Town, Lahore, at the close of business on January 24, 2017 will be considered in time for entitlement to attend the Meeting.
- (2) All members should bring their original Computerized National Identity Card at the time of meeting.
- (3) All members of the Company are entitled to attend the Meeting and vote thereat in person or through Proxy. A proxy, duly appointed, shall have such rights as respects speaking and voting at the meeting as are available to a member. The proxies shall produce their original CNICs or original Passports at the time of the Meeting.
- (4) A member of the Company may appoint another member as his/her Proxy to attend and vote instead of him/her. A Corporation being a member may appoint any person, whether or not a member of the Company, as its Proxy. In the case of corporate entities, the Board of Directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity, unless provided earlier, shall be submitted to the Company along with the Proxy Form.
- (5) Proxy Forms, duly filled and signed, must be received at the Registered Office of the Company, not less than forty eight (48) hours before the Meeting. A blank Proxy Form is annexed with the report.
- (6) All those shareholders who have not yet submitted their valid copies of CNIC/National Tax Number are requested to send the copies of the same along with Folio Number at the earliest to the Share Registrar of the Company.