

## **NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra Ordinary General Meeting of the Shareholders of M/s. Sana Industries Limited will be held on Tuesday, the 3rd day of December, 2019 at 11.00 A.M at the office of the Company, situated at 33-D-2, Block 6, P.E.C.H.S., Shakra-e-Faisal, Karachi to transact the following business:

### **ORDINARY BUSINESS:**

(1) To confirm Minutes of the 34th Annual General Meeting of the Shareholders of the Company held on 25th October, 2019.

(2) To elect Seven (7) Directors in accordance with the provisions of Section 159 of the Companies Act, 2017 for a term of 3 years commencing from 3rd December, 2019, in place of the following retiring Directors:

- |                               |                                |
|-------------------------------|--------------------------------|
| (1) Mr. Mohammed Younus Nawab | (2) Mr. Mohammed Irfan Nawab   |
| (3) Mr. Ibrahim Younus        | (4) Mr. Ismail Younus          |
| (5) Mr. Muhammad Faizanullah  | (6) Mr. Mohammed Khalid Yousuf |
| (7) Mr. Muhammad Ashfaq       |                                |

The retiring Directors are eligible to offer themselves for re-election.

The Existing Board through a resolution passed in the meeting of the Board of Directors held on 25<sup>th</sup> October, 2019 have fixed the number of Directors to be elected for the coming term, at 7 (Seven), as per requirements of Section 159(1) and 2(a) of the Companies Act, 2017.

### **SPECIAL BUSINESS:**

(3) To discuss and approve the amendments in Article No.86 of the Articles of Association pertaining to Directors' fee for attending Board Meeting.

### **OTHER BUSINESS:**

(4) Any other business with the permission of Chair.

By order of the Board

Karachi: 9th November, 2019

(Abdul Hussain Antaria)  
CFO & Company Secretary

NOTES:

- (1) Every candidate for election as a Director, shall file with the Company not later than 14 (fourteen) days before the date of Extra Ordinary General Meeting, a notice of his intention to offer himself/herself for election as a director along with consent to serve as a director in the prescribed Form 28, a detailed profile along with his/her relevant declarations as required under the Code of Corporate Governance to his appointment as a Director of the Company. He/She should also confirm that:
  - a) He/she is aware of duties and powers under the relevant laws, Memorandum & Articles of Association of Company and listing regulations of stock exchanges.
  - b) He/she is not ineligible to become a director of the listed company under any provisions of the Act and Listed Companies (Code of Corporate Governance) Regulations, 2017, any other applicable law, rules and regulations.
  - c) He/She is not serving as a director in more than five listed companies.
  - d) 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.
- (2) The share transfer books of the Company shall remain closed from 27-Nov-2019 to 3-Dec-2019 (both days inclusive) and no transfer will be accepted for registration during this period.
- (3) A member entitled to attend and vote at the meeting may appoint a proxy in writing to attend the meeting and vote on the member's behalf. A Proxy need not be a member of the Company.
- (4) Duly completed forms of proxy must be deposited with the Company Secretary at the Office of the Company, situated at 33-D-2, Block 6, P.E.C.H.S., Shakra-e-Faisal, Karachi (Phone No.34322556 - 9) not later than 48 hours before the time of meeting.
- (5) CDC account holders will further have to follow the guidelines as laid down in Circular 1 dated 28th January, 2000, issued by the Securities and Exchange Commission of Pakistan.
- (6) Members are requested to notify immediately any change in their addresses to our share Registrar, M/s.CDC Share Registrar Services Limited, CDC House, 99-B, S.M.C.H.S., Karachi.
- (7) E-Voting: Members can exercise their right of vote under applicable clauses of Companies (Postal Ballot) Regulations, 2018.