



## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that the Extra Ordinary General Meeting of **FEROZSONS LABORATORIES LIMITED** will be held on Monday, July 03, 2017 at 12:30 P.M. at the Company's Registered Office, 197-A, The Mall, Rawalpindi to transact the following business:

### **Ordinary business**

1. To confirm the Minutes of the Annual General Meeting held on October 20, 2016.
2. To elect seven (7) Directors as fixed by the Board of Directors in their meeting held on April 27, 2017, for a term of three years commencing from July 7, 2017 in accordance with the provision section 178(1) and (2)(a) of the Companies Ordinance, 1984.

The names of the retiring Directors are as follows:

1. Mrs. Akhter Khalid Waheed
2. Mr. Osman Khalid Waheed
3. Mrs. Amna Piracha Khan
4. Mrs. Munize Azhar Peracha
5. Mr. Farooq Mazhar
6. Mr. Nihal F Cassim
7. Mr. Shahid Anwar

### **Special business**

3. To obtain consent of the shareholders in terms of S.R.O 470 (1)/2016 dated May 31,2016 issued by Securities and Exchange Commission of Pakistan (SECP), for the transmission of annual audited financial statements, auditor's report and directors' report etc. (annual audited accounts) to members through CD/DVD/USB at their registered addresses.

To consider and, if thought fit, pass with or without modification the following Resolution:

**RESOLVED** "That pursuant to compliance of S.R.O 470(1)/2016 dated May 31,2016 the Company may circulate the annual audited financial statements, auditor's report and directors' report etc. (annual audited accounts) to its members through CD/DVD/USB at their registered addresses."

4. To transact any other business with the permission of the Chair.

By Order of the Board

Rawalpindi  
June 12, 2017

**Syed Ghausuddin Saif**  
Company Secretary

## **Notes:**

### ***1. Closure of share transfer books:***

Share Transfer Books will remain closed from June 24, 2017 to July 03, 2017 (both days inclusive).

### ***2. Participation in the extra ordinary general meeting:***

A Member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote on his/her behalf. The proxy must be a member of the Company.

Duly completed instruments of proxy, and the other authority under which it is signed, thereof, must be lodged with the secretary of the company at the company's registered office 197-A, The Mall, Rawalpindi at least 48 hours before the time of the meeting.

### ***3. Consent to act as director:***

Any person who seeks to contest the election to the office of Director shall, whether he/she is a retiring Director or otherwise, file with the Company at its Registered Office, not later than fourteen days before the date of Meeting a notice of his/her intention to offer himself/herself for election as a Director in terms of Section 178(3) of the Companies Ordinance, 1984. The consent should accompany the relevant declaration as required under the "Code of Corporate Governance".

### ***4. Change of address:***

Any change of address of Members should be immediately notified to the company's share registrars, CorpTec Associates (Pvt.) Limited, 503-E, Johar Town, Lahore.

### ***5. The CDC/sub 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 and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her 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 Meeting.

#### ***B) For appointing Proxies:***

- i. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
- ii. The proxy form shall be witnessed by two persons whose names, addresses 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/her 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.

## **Statement under section 160(1)(b) of the Companies Ordinance, 1984**

This statement is annexed to the notice of the extra ordinary general meeting of Ferozsons Laboratories Limited to be held on July 3, 2017 at which certain special business is to be transacted. The purpose of this statement is to set forth the material fact concerning such special business.

### **Item No.3 of the Agenda**

To give effect to the S.R.O 470(1)/2016 dated May 31, 2016 issued by Securities and Exchange Commission of Pakistan (SECP), shareholders' approval is being sought to allow the company to circulate the annual audited financial statements, auditor's report and directors' report etc. (annual audited accounts) to its members through CD/DVD/USB at their registered addresses. The Company however, shall place on its website i.e. [www.ferozsons-labs.com](http://www.ferozsons-labs.com), a standard request Form to enable those members requiring a hard copy of the annual audited accounts instead of through CD/DVD/USB, to intimate the company of their requirement. The Company shall dispatch free of cost hard copy of the annual audited accounts to such members at their registered address, within one week of receipt of request.

The directors are not interested in this business except as shareholders of the Company.