



SUNRAYS TEXTILE MILLS LIMITED

NOTICE OF THE EXTRA ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra Ordinary General Meeting of the shareholders of **Sunrays Textile Mills Limited**. (The company) will be held on **Friday, March 16, 2018 at 4:30 p.m. at Indus Dyeing & Mfg Co. Ltd. Plot # 3 & 7, Sector-25, Industrial Area, Korangi, Karachi**, to transact the following business:

ORDINARY BUSINESS:

- To read and confirm the minutes of Annual General Meeting held on October 31, 2017.
- To elect Eleven (11) Directors of the company as fixed by the Board under section 159(1) of the Companies Act, 2017 for a period of three (3) years commencing from 16th March, 2018.

The names of retiring Directors are as under:-

- | | |
|----------------------------|------------------------|
| 1. Mr. Riaz Ahmed | 2. Mian Shahzad Ahmed |
| 3. Mr. Kashif Riaz | 4. Mian Mohammad Ahmed |
| 5. Mr. Irfan Ahmed | 6. Mr. Naveed Ahmed |
| 7. Mr. Shahwaiz Ahmed | 8. Mr. Shafqat Masood |
| 9. Mr. Sheikh Nishat Ahmed | |

The term of office of directors is expiring on 16/03/2018 and the retiring directors except Mian Mohammad Ahmed have offered themselves for re-election. Mian Imran Ahmed, Mr. Masud Ahmad and Mr. Faisal Hanif are new candidate for election as a Directors.

- To consider any other business with the permission of the Chair.

Karachi:

February 22, 2018

For & On behalf of Board of Directors

Ahmed Faheem Niazi
Company Secretary

NOTES:

- 1) The share transfer books of the Company shall remain closed from 09-03-2018 to 16-03-2018. (both days inclusive).
Every candidate for the election as Director, whether he/she is retiring
- 2) Director or otherwise, shall file with the Company not later than fourteen (14) clear days before the date of Extra Ordinary General Meeting a notice of his/her intention to offer himself/herself for election as a Director along with the consent to serve as a Director in the prescribed Form-28 under section 167(1) of the Companies Act 2017, a detailed profile along with his/her relevant declarations as required under the Code of Corporate Governance, 2017 to his/her appointment as director of the Company. Such notice must reach to registered office of the Company at 5th Floor 508 Beaumont Plaza Beaumont Road Civil Lines Quarters Karachi on or before 2nd March 2018. He / She should also conform that:
 - a) He / She is not ineligible to become Director of the Company under any applicable laws and regulations (including listing regulation of the Pakistan Stock Exchange).
 - b) He / She is not serving as Director in more than five listed Companies.
 - c) Neither he / she nor his / her spouse engaged in the business of brokerage or is a sponsor directors or officer of the corporate brokerage house.
- 3) A member eligible to attend and vote at this meeting is entitled to appoint another member as his/her proxy to attend and vote instead of him/her:
 - a) A proxy must be a member of the Company. Proxies in order to be effective must be received at the registered office of the Company not later than forty eight (48) hours before the time fixed for the meeting.
 - b) The proxy shall produce his/her original CINC or Passport at the time of meeting.
 - c) Proxy shall be witnessed by the two persons whose name, CNIC NO and address shall be mentioned on the proxy form.
- 4) CDC account holders are required to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan:
 - a) In case of individuals, the account holder or sub-account holder shall authenticate his/her identity by showing his/her original CINC card or original passport at the time of attending the meeting.
 - b) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting.
- 5) Shareholders are requested to immediately notify change in address, if any, to the Company's Share Registrar Jwaff's Registrar Services (private) Limited, 407-408, Al-Ameera Centre, Shahrah-e-Iraq, Saddar, Karachi.
Pursuant to the provisions of the Companies Act, 2017, the members residing in a city and holding at least 10% of the total paid up capital may demand the
- 6) Company to provide them facility of video link for participating in the meeting. The demand for video-link facility shall be received by the Share Registrar at the address mentioned above, at least 10 days prior to the date of the meeting.