FEROZE1888 MILLS LIMITED

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-Ordinary General Meeting (the "E Thursday, July 20, 2023 at 09:30 a.m. at the institute of Chartered Ar Karachi / video link to transact the following businesses:

ORDINARY BUSINESS:

1. To confirm the minutes of Annual General Meeting of the Company held on 26 October 2022.

2. To elect ten (10) Directors of the Company as fixed by the Board of Directors in their meeting in accordance with the provisions of Section 159 of the Companies Act. 2017 for the next term of three (3) years commencing July 20, 2023.

The names of retiring Directors are as follows:

 Mr. Khaleequr Rahman
 Mr. Anas Rahman
 Ms. Aminah Zahid Zaheer Mr. Jonathan R. Simon
 Mr. Perwez Ahmed
 Ms. Huma Pasha

 Mr. Shabbir Ahmed
 Mr. Zain Ashraf Mukaty Mr. Abdul Rehman Yaqub
 Mr. Nasim Hyder

Any person who seeks to contest the election of Directors must file 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, not later than fourteen (14) days before the date of the EOGM.

PECIAL BUSINESS:

To approve the circulation of Annual Report (including the Audited Financial Statements, Auditor's Report, Directors' Report, Chairman's Review Report) to the Members of the Company through QR enabled code and weblink, in accordance with Section 223(6) of the Companies Act, 2017 read with S.R.O. 389(I)/2023 dated March 21, 2023.

"RESOLVED THAT Feroze1888 Mills Limited (the "Company") be and is hereby authorized to circulate its Annual Report including Annual A Financial Statements, Auditor's Report, Directors' Report, Ch Company through QR enabled code and weblink." sirman's Review Report and other reports contained therein to the Members of the

Company strough Curk enabled code and websitin.

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

The Statement of Material Facts is hereby annexed with the Extraordinary General Meeting notice.

By Order of the Board (Mudassir Moten) Company Secretary

Karachi: June 23, 2023

- Notes:

 Share Transfer Books of the Company will remain closed from Friday, July 14, 2023 to Thursday, July 20, 2023 (both days inclusive). Transfer received at the office of Share Registrar at the close of business on Thursday, July 13, 2023 will be considered in time for the purpose of attending and voting at the EOGM.

 A member of the Company entitled to attend and vote at this meeting may appoint a proxy to attend, speak and vote instead of him/her. A proxy must be a member of the company. An instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially certified copy of such power of authority to be valid must be received at the Registerar of Office of the Company or at the Office of the Share Registrar not later than forty eight hours before the time for the Meeting. A member shall not be entitled to appoint more than one proxy, if a member appoints more than one proxy and more than one instrument of proxy are deposited by a member with the Company, all such instruments shall be rendered invalid. The proxy shall produce his/her Original National Identify Card or Passport to prove his/her identity.

 Members are requested to submit copies of their CNICs and promptly notify any change in their address by writing to the office of the registrar.

 Members should quote their PolioCDC number in all correspondence and at the time of attending the Meeting.

 Any person (including a retiring director) who seeks to contest the election of Directors shall file with the Company at its registered office H-23/4A, Scheme No. 3 Landhi Industrial Area, Karachi not later than fourteen (14) days before the date of EOGM:

 Notice of his/her intention to offer himself/herself for the election of Directors in terms of section 159(3) of the Companies Act, 2017;

 Consent to act as Director under section 167(1) of the Companies Act, 2017 is additional and signed Form 28;

- Consent to act as Director under section 167(1) of the Companies Act, 2017 on a duly filled and signed Form 28;

 Detailed profile along with office address to be placed on the Company's website seven days prior to the date of election in term of SECP's SRO 1196(1)/2019 of dated 3rd October 2019.
- Details of directorships in other companies with date;
- Details or directorships in other companies with date;
 A signed declaration confirming that:

 a. He/She is aware of his/her duties and powers under the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019, the Rule Book of Pakistan Stock Exchange Limited, Memorandum and Articles of Association of the Company and other relevant laws and regulations;
 b. He/She is not ineligible to become a Directors of a Listed Company under the provisions of the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and other applicable laws/regulations.
 Copy of valid CNIC or Passport (in case of a foreign national) alongwith NTN and Folio Number/ CDC Account or Sub Account number.

 Additional Documents for Candidates Intending to Contest the Election as an Independent Director.

Additional Documents for Candidates Intending to Contest the Election as an Independent Director Independent Director(s) will be elected in terms of section 159 of the Companies Act 2017 and they shall neet the criteria laid down in section 166(2) of the Companies Act. 2017 and the Companies (Manner and Selection of Independent Director) Regulations, 2018.

Declaration of Independence under Regulation 6(3) of the Listed companies (Code of Corporate Governance) Regulations, 2019;
Undertaking on non-judicial stamp paper that he / she meets the requirements Regulation 4(1) of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

The final list of contesting directors will be circulated not later than seven (7) Days before the date of EOGM in terms of Section 159(4) of the Companies Act, 2017. Further, the website of the Company will also be updated with the required information.

6. The shareholders interested in attending the General Meeting through video link facility ("Zoom" whichcan be downloaded from Google Play or Apple App Store) are requested to get themselves registered with the Company Secretary office at least two working days before the holding of the time of the EOGM at secretary (@frozer 1888.ccm or through share registrar of the company Mis. FAMCO Associates (Pvt.) Ltd. 8-F, Next to Hotel Faran, Nursery Block-6, PECHS, Shahrah-e-Faisal, Karachi by providing the following details:

Name of Shareholders

CNIC No. Folio/CDC Cell No. Email Address

- Upon receipt of the above information from interested shareholders, the Company will send the login details at their email addresses. On the EOGM day, the shareholders will be able to login and participate in the EOGM proceedings through their smart phone or computer devices from any convenient location.

 The login facility will be opened twenty (20) minutes before the meeting time to enable the participants to join the meeting after identification and verification process.
- Pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Section 143 and 144 of the Companies Act, 2017, Members will be to exercise their right to vote through postal ballot that is voting by post or electronic mode, in accordance with the requirements and contained in the aforesaid Regulations.
- 8. Members are requested to have their updated email and cell number incorporated in their physical folio with the Share Registrar of the Company and
- Members are requested to nave their updated email and cell number incorporated in their physical folio with the Participant or Broker / CDC Investor Account Services for shares held in electronic form.
 The notice of EOGM has also been posted on the Company's website.
 Section 72 of the Companies Act 2017 requires all companies to replace shares issued in physical form to book-entry form within four years of the promulgation. The shareholders having physical shares are encouraged to convert their shares into book-entry form at the earliest. The shareholders of the Company may contact the Share Registrar, namely M/s. Famco Associates (Pvt.) Ltd for the conversion of physical shares into book-entry form.
 GUIDELINES FORCDC ACCOUNT HOLDERS ISSUED BY SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN

- PAKISTAN
 for personal attendance:
 (i) In case of individual, 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 National identity Card 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 (unless it has been provided earlier) at the time of the meeting.

- (unless it has been provided earner) as the large of 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 must be witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) number shall be mentioned on the form.

 (iii) Attested copies of CNIC or the passport of the beneficial owners and of 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 Soard of Directors resolution/power of attorney with specimen signature shall be submitted (unless is has been provided earlier) alongwith proxy form to the Company.

 Share Registrar

Share Registrar FAMCO Associates (Pvt.) Ltd 8-F, Next to Hotel Faran, Nursery Block-6 PECHS, Shahrah-e-Faisal, Karachi.

STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017

Agenda No. 2:

The Term of office of the current directors of the Company will expire on July 19, 2023. In accordance with Section 159(1) of the Companies Act, 2017, the Board of Directors have fixed the numbers of Directors to be elected at the EOGM at ten (10), to hold the office of Director for a period of three (3) years

The Term of office of the current directors of the company with expire on vary.

Board of Directors have fixed the numbers of Directors to be elected at the EOGM at ten (10), to hold the office of Director for a period or three (3) years commencing July 20, 2023.

Section 166 of the Companies Act, 2017 requires that a statement of material facts is annexed to the notice of the general meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent director.

Accordingly, it will be ensured that the independent directors to be elected will meet the criteria set out for independence under provisions of the Companies Act, 2017, the Listed Companies (Code of Corporate Governance) Regulations, 2019 and Companies (Manner and Selection of Independent Directors) Regulations, 2018 and their names are listed on the data bank of independent directors maintained by Pakistan institute of Corporate Governance duly authorized by SECP. Appropriate competency, diversity, skill set knowledge and experience of the contestants shall also be assessed during the finalization of independent directors.

No directors have direct or indirect interest in the above said business, except as shareholders and that they may consent for election of directors accordingly.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

Aranda No. 3:

Circulation of Annual Audited Financial Statements through QR enabled code and weblink
The Securities and Exchange Commission of Pakistan (SECP) through its Notification No. S.R.O. 389(1)/2023 dated 21 March 2023 has allowed the
companies to circulate the Annual Audited Financial Statements to its Members/Shareholders through CD/DVD/USB. The notice of meeting shall be dispatched to Members as per requirements of the Companies Act, 2017 on their
registered address, containing the QR code and the weblink address to view and download the Annual Audited Financial Statements together with the
Reports and documents required to be annexed thereto under the Companies Act 2017.
Considering the optimum use of advancements in technology and in order to fulfil the Company's corporate social responsibility to the environment and
sustainability, Members approval is sought for the circulation of the Annual Report (including Annual Audited Financial Statements and other reports
contained therein) to the Members of the Company through QR enabled code and weblink in accordance with S.R.O. 389(I)/2023 dated March 21, 2023.



CONTENT FOR JUNE 26, 2023 IS NOT

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Roznama Dunya (Urdu) Dated 26-06-2023





ر بید بهٔ امطاق کیاجات بے که فیروز 1888 فرلنوند کے قبر ان کا فیر معمولی اجلاس عام (EOGM) پروز بھرات مو کل معدود کی امورکی انجام دی کیلیا متعقد کیاجا چاہ رونه 20 جوالاً 2023 كو يوت مي النيزيوت آف جارزة اكا دكتس آف باكتان (ICAP) آذيزر كم، جارزة اكا دلكتس اج غير بكنفن مراجي بإستعقد كما جايكا اور بذريعه وليرا

لا شاملاپ عام کی کاروائی کی قر فیل۔

ا مسترجوه همن آرسانشن

2-جائيلق ارض 3-جاب شيرام روباب رين 7- جناب زين الثرف مكاتى 10 محترمة منذا بالمحيو 6. چاپ انس دحان 9. حرّ مدحایات

کرنی محل هم دادار کیفرز کا اقتاب از میابتا ب محینیزا یک 2017 کے تیشن کا 15/2 کے معابق جورادار کیفرز اقتاب کے لیاب نیا کہا تھی کرنے کے داور کے معابق جورادار کیفرز کا اور کی سے معابق جوراد کی است کے معابق میں معابق جوراد کی اور کی معابق میں معابق کے معابق کی معابق کے معابق کے معابق کی معابق کے معابق کے معابق کے معابق کی معابق کے معابق کی معابق کی معابق کی معابق کے معابق کے معابق کی معابق کے معابق کی معابق کے معابق کے معابق کے معابق کے معابق کے معابق کے معابق کی معابق کے معابق کے معابق کی معابق کے معابق کے معابق کے معابق کے معابق کے معابق کے معابق کی معابق کے معابق کے

- ر کینزا کمک 223،4 2017 کے پیکش (6) 223،4 کر پڑھیر کی سر کولیشن کی منظوری، بنا۔
 - - ۔ چیزین کی اجازت ہے دیگرامور کی انجام دی مادى هنا كنّ كاييان أولس فيرسموني اجلاس عام ك جمراها

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- (مەژمۇن) كېنى تىكرزى ره زميد 14 جمالاً 2023 منا جعرات 20 جمالاً 2023 منك (منتمول هذك ايام) بندرين كي ميروند 13 جمالاً 2023 ديره زجموات كالارباد كه احتيام بكشيخ رجنواركياً فسي يرموصول وونيه والاستثنايات EOGM شاعرات روقت تسوري جائي گي .
- - د مجران ساسترما بي كراي داري في كراوي الدين المراوية على كوم كاتبد في كوموت على وجراك كافي كور المراوية المراق الم
 - ه. ۱۹۶۱ می عراضی کارگرف کارون به دادگاری بین کارون به دادگاری به
 - كويزد يك 2017 كيكن (3)(15)(2) كوين والريكزو كالقواس كياب أب كويل كرا كران كالوالي:
 - کیٹرا کے 2017 کے گئی (1671 کے تھے گا طریعے ہے اور دھا شدہ بھاری اور کار کار پر کام کرنے کار مناصری : 801 کار کارون کے بھاری (8017 میروز ان کور 201 کے تھے گئی کار دیا ہے ۔ ان پیکا گئی کار دید مان میر کئے کے لئے فرک سے کسارہ کیسلول موال
 - - ويُركمينون عن ذارً يمرشب كاتعيدات مدتاريُّ ا
 - کید احواظ ماها میدان با کی تصویح کاره جود کار ۵. منتخاه کید 2017 در کارات کار ایریت که شن که کیلینور 2019 دیا کتاب انگلا لیندی در ایس کی مجدوم بار دگارات این میان انداز این در مواد با ساقت با در است انتقاب می است کار می کارد از این میدان از این می از در این می از این این می از این این می از این این می از این می از این می از این می از این می
 - كارة د CNIC إيا سيورث كي كافي (فير كل شرى كامورت عن) مد NTN اورفي ليرقبر / CDC اكاؤت إسب اكاؤن فبر

ایک آزاد الزیمر کے طور پرایکش از نے کااراد ور کھنے والے امید واروں کے لیے اضافی وستاویزات

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- لدو كين (كوة أف كاري ريت كونس)ر يكيفو ،2019 ك شابط (3) ك تحت أزاد في كالمان: فیربعدائق اشام پیچ میران ملقی که و کمینیز (آزاد از کیشرز کاطریشاه را تقاب) رنگولیشنو (2018 کے شابط (1) که کویو اگرتا ہے۔
- ميدوران دائز يكن تري مين كي فيرست كينز و يك 2017 كينين (4 15% كي مناق آن EOGM كي نارق سيكم الأمهات (7) دان پيلم جادى كي جاست كي معزيد بران مجنى كي دير بدرات مجنى كي دير بدرات مجنى المورات ميساندن ميساندن المورات ميساندن المورات ميساندن المورات الميسان المورات الميسان المورات الميسان المورات الميسان المورات الميسان المورات الميسان الميسان المورات الميسان المورات الميسان المورات الميسان المي

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 - خواجشند شيخ جواندرز = ندكوره بالانتصابات كي وصولي كي بعد كميني الأك ان انتصابات ان كه اي مثل الدرس في رسال كروب كي -

 - ۔ مجران ے دخاست بے کداپ ای فواد شمال بنا او سمل اوسل فر کھنی کے شیخر دہنراہ کے ہاں اور الکٹر ویک الل من صحور کے کی صورت میں اپنے پار شیعیت دیرہ کرا ای اف ایم مزم و کے ہاں اپ ایت کریں۔
- EOGM كافن كمنى كاديب مائك يا كاد كاديا كيا ب
 - سكور فيزايد المجي مين آف إكتان كى جاب عبارى كرده جايات برائي واي اكاؤن بولارز
 - - ii. كارو برى دور سكى مورت يى بورة أف اوركي قر درود يورة ق مع وخرف ك التوكون ويادى كرم تع يوثي ري كري بول كري بول المريان ويكوري.
 - برائے پرائمی کی آفزری: ۱- انفرادی صورت میں
 - بهالذرسب اكاؤنت برافدرادراياجن كاستكور فيزكروب اكاؤنث بشرموجود بول ادران كارجزيش كالقيدات در يكيشوكها بالن ابداؤ كاجا بكابول أيس فكرد والاخروديات كالحقت براكس فادم الم
 - ii. پراکس دوافرادی کوای پر ششل دو جن کے تام، ہے اور کیسیز انز اقرقی شاختی کا دافیر روازم پرورٹ ہول۔
 - iii د عود ما كان كى يا سيورت يا شاختى كارة كى تقد يق شدوكا في يراكى كرما لدين كرافى بول كى ..
 - iv د اجلاس ك موقع بريراكى كابقاصل CNIC ياصل بإسيورث ويش كرنابوكاء v. کاروباری ادارے کی صورت میں پروز آف ڈائز یکٹرز کی قرار دادایا درآف تارٹی میں متحظ کا کمورت برانکی کا متحق کو کا کا مسلخ ایم ذرکیا ہو)

. 16 يعرف (1000 م) 1000 **رجسشرة آفس:** فيرة 1888 فولين 14 123 ما 10 ما كام لا تذكر الغرز في الإياركوني شینر رجسترار: FAMCO اليوق الحي (جائج بيث) لميلانه 8-4 قاران يوكل كماني ويعد فرموى وإلاك، PECHs والإيلاني المراقي

كېنيوں كا يك ،2017 كىكىش (3)166 كى قىت يان

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ائز یکز ز کارے طازمت 19 جوانی 2023 کونٹر ہو جائے گلیکٹرزا کیک 2017 کے سیٹش (1991 کے مطابق بریرا آف ڈائز کیکڑر نے 202 ہوائی 2023 سے ٹروٹ ہونے دائے تین (3) مبال کاروٹ کے لیے 16 کیکٹرز کا مجدور کئے کے لیے EOGM میں تھی ہونے دا ار کمرزی تعدادوس (10) فی ہے۔

پیزا یک ، 2017 کے تعدید کے بار کیٹر کے انتہا کے بات کے اہاں مام کے ٹس کے ماتھ ہای تھا تی کا بیان منسک ہے جوفروی داد کیئر کے طور پر تقرری کے اپنے تری کا تھا ہے کہ اور کا تھا ہے کہ

کی گا دائر یکنز کی خارد دامور میں برادراست إلم العاد الجی تیس ب سوائیٹیز بولڈرز کا دردواس کے مطابق دائر یکنز نے کا تاب کے لیا فی رضاعت کی در سے تک میں۔

كَوْيْرًا يَكِ ، 2017 كَيْلِينَ (3) 134 كَوْت ادى هَا كُنْ كايان

QB فعال كوذا اورويب لنك كـ زييع سالانة أنت شده مالياتي كوشوارون كي ترتيل

رہیں۔ گئے اوری میں وشرف کے زیادہ ہے نے اور استعمال کے نقر کتا ہو ہے اور بادولیات اور پائیراری کے لیے کئی کار بوریت مائی و سرادی کو بورا کرنے کے لیے ادا کان کو ساان پر بورٹ (شمال ساان آ اف شدو مالیاتی کھٹاروں اور اس میں موجود دیگر ر بورٹ) کی ترتیل کے لیے S.R. 0389(1)2023 كرون (QR كالموال كالدويب لك كروب كالمحال الموال بال بال بال بال بال المواد (1)202