



HASEEB WAQAS SUGAR MILLS LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 13th Annual General Meeting (AGM) of the members of **Haseeb Waqas Sugar Mills Limited** will be held at its Registered Office, namely, 103-B/1, M.M. Alam Road, Gulberg-III, Lahore, on Monday, 31st day of January, 2005 at 9:00 a.m. to transact the following business:-

ORDINARY BUSINESS

1. To confirm the minutes of the 12th Annual General Meeting held on January 30th, 2004.
2. To receive, consider and adopt the Annual Audited Accounts of the Company for the year ended September 30, 2004 together with Directors' and Auditors' Report thereon.
3. To elect 08 (eight) directors of the Company as fixed by the Board of Directors in accordance with the provisions of Section 178 of the Companies Ordinance, 1984, for a term of next three years in place of the resigning directors, namely:-
 1. Mian Muhammad Ilyas Mehraj
 2. Mian Waqas Riaz
 3. Mrs. Shahzadi Ilyas
 4. Mrs. Bano Mehraj
 5. Mrs. Zainab Waqas
 6. Mst. Maiza Riaz
 7. Hafiz Muhammad Irfan Hussain Butt
4. To appoint the Auditors of the Company for the year ending September 30, 2005 and to fix their remuneration. The retiring auditors M/S M. Yousuf Adil Saleem & Company, Chartered Accountants, Lahore, being eligible, have offered themselves for re-appointment.

SPECIAL BUSINESS

Placement of Quarterly Accounts on Website:

5. To consider and, if thought fit, to pass the following resolution as Special Resolution approving the transmission of Quarterly Accounts through website in compliance with the provisions of Section 245 of the Companies Ordinance, 1984 and Securities & Exchange Commission of Pakistan (SECP) Circular No. 19 of 2004, dated April 14, 2004, provided it meets all other conditions.

Resolved that "the consent be and is hereby granted to place the Quarterly Accounts of the Company on the website of the Company, pursuant to the SECP Circular No. 19 of 2004, dated April 14, 2004."

Further Resolved that "the Chief Executive/ Company Secretary be and is hereby authorized to complete all procedural formalities for placement of Quarterly Accounts on Company's website."

6. To transact such other business which may be placed before the meeting with the permission of the Chairman.

On behalf of the Board

PLACE: **Lahore**
DATED: January 10, 2005

(MUHAMMAD IMRAN)
Company Secretary



NOTES:

1. The Share Transfer Books of the Company will remain closed from January 17, 2005 to January 31, 2005 (both days inclusive).
2. A member entitled to attend and vote at this meeting may appoint another member as a proxy to attend and vote on his/her behalf. Proxies in order to be effective must be received at the Registered Office of the Company, alongwith the attested copies of National Identity Card (NIC) or Passport, not less than 48 hours before the meeting and must be duly stamped, signed and witnessed by two persons.
3. Any member who seeks to contest election to the office of Directors shall, whether he/she is a resigning Director or otherwise, file with the Company, not later than 14 days before the date of the meeting at which elections are to be held, a notice of his/her intention to offer himself for election as a Director. The declaration in accordance with the Listing Regulations alongwith consent to act as Director under Section 184 of the Companies Ordinance, 1984 is also to be filed.
4. The members are requested to notify the change of address, if any, immediately and to furnish an attested copy of their new computerized NIC to the Company at their earliest which is required in compliance of SECP Circular No. 13 of 2004, CLD 602 (180) RCP/2000, dated March 05, 2004.

CDC Account Holders will further have to follow the undermentioned guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the SECP.

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 identify by showing his original NIC or 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 (unless it has been provided earlier) at the time of the 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 person whose names, address and NIC numbers shall be mentioned on the form.
- iii. Attested copies of NIC or Passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his original NIC or 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 (unless it has been provided earlier) along with proxy form to the Company.



Statement Under Section 160(1) (b) of the Companies Ordinance, 1984:

This statement sets out the material facts concerning the Special Businesses, given in Agenda No. 5 of the said notice to be transacted at the 13th Annual General Meeting of the Company.

Placement of Quarterly Accounts on Website

The SECP Circular No. 19 of 2004 has allowed the listed companies to place the quarterly accounts on their website instead of sending the same by post to the shareholders. This would ensure prompt disclosure of information to the shareholders, besides saving of costs associated with printing and dispatch of the accounts by post.

The Company is maintaining its website www.hwgc.com.pk and the latest accounts are already being placed there for information. Prior permission of the SECP would be sought for transmitting the quarterly accounts through Company's website after the approval of the shareholders. The Company, however, will supply the printed copies of accounts to the shareholders on demand at their registered address free of cost.

The Directors of the Company have no interest in the above special resolution, save to the extent of their shareholding in the Company.