



NOTICE OF ANNUALGENERAL MEETING

Notice is hereby given that the 62nd Annual General Meeting of the members of Maple Leaf Cement Factory Limited (the "Company") will be held on Thursday, October 27, 2022 at 11:00 AM at 42-Lawrence Road, Lahore, the Registered Office of the Company, to transact the following business: -

ORDINARY BUSINESS:

OCTOBER 11:00

- To receive, consider and adopt the audited accounts of the Company including consolidated financial statements for the year ended June 30, 2022 together with the Chairman's Review, Directors' and Auditors' Reports thereon.
- To appoint Auditors for the year ending June 30, 2023 and fix their remuneration.

SPECIAL BUSINESS:

- 3) To consider and, if deemed fit, pass the following resolution as a special resolution under Section 199 of the Companies Act, 2017, with or without modification, as recommended by the Directors:
 - "Resolved by way of special resolution that consent and approval of Maple Leaf Cement Factory Limited (the "Company") be and is hereby accorded under Section 199 of the Companies Act, 2017 (the "Act") for investment in the form of loans/advances from time to time to Kohinoor Textile Mills Limited, the holding company, upto an aggregate sum of Rs. 500 million (Rupees five hundred million only) for a period of one year commencing November 01, 2022 to October 31, 2023 (both days inclusive) at the mark-up rate of one percent above three months KIBOR or one percent above the average borrowing cost of the Company, whichever is higher. Vide special resolution passed in general meeting held on September 28, 2021 by the shareholders, the Company was authorized to extend a facility of similar nature to the extent of Rs. 500 million which is valid till October 31, 2022.

Resolved further that Chief Executive Officer and Secretary of the Company be and are

hereby authorized singly to take all steps necessary, ancillary and incidental, corporate and legal formalities for the completion of transactions in relation to the loans / advances to the holding company but not limited to filing of all the requisite statutory forms and all other documents with the Securities and Exchange Commission of Pakistan, executing documents all such notices, reports, letters and any other document or instrument to give effect to the above resolutions."

- 4) To ratify and approve transactions conducted with the Related Parties for the year ended June 30, 2022 by passing the following special resolution with or without modification: -
 - "Resolved that the transactions conducted with the Related Parties as disclosed in the note 45 of the unconsolidated financial statements for the year ended June 30, 2022 and specified in the Statement of Material Information under Section 134(3) be and are hereby ratified, approved and confirmed."
- 5) To authorize the Board of Directors of the Company to approve transactions with the related parties for the financial year ending on June 30, 2023 by passing the following special resolution with or without modification: -
 - **"Resolved that** the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with the Related Parties on case to case basis for the financial year ending on June 30, 2023.

Resolved further that these transactions by the Board shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval."

BY ORDER OF THE BOARD

(Muhammad Ashraf) Company Secretary

Lahore: October 06, 2022

NOTES:

- 1. The Share Transfer Books of the Company will remain closed from October 21, 2022 to October 27, 2022 (both days inclusive). Physical transfers / CDS Transaction IDs received at the Company's Share Registrar, M/s. Vision Consulting Limited, 3-C, LDA Flats, First Floor, Lawrence Road, Lahore, at the close of business on October 20. 2022 will be considered in time to determine voting rights of the shareholders for attending the meeting.
- 2. A member eligible to attend, speak and vote at this meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her. CDC beneficial owners and Proxy Holders must bring with them their Computerized National Identity Cards (CNIC)/Passports in original to prove his/her identity. In case of Proxy, CDC beneficial owners and Proxy Holders must enclose an attested copy of their CNIC/Passport with Proxy Form. Proxies in order to be effective must be received at the Company's Registered Office not later than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
- 3. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached with the proxy form or may be provided at the time of meeting.
- 4. Members holding aggregate 10% or more shareholding, residing in a city other than

Lahore, may demand the facility of video link for participation in the Annual General Meeting.

In this regard, please fill the following and submit at the Registered Office of the Company situated at 42-Lawrence Road, Lahore, at least 07 days prior to the date of Annual General Meeting.

"I/We,	of
	, being a member
of Maple Leaf Cemen	t Factory Limited, holder of
Ordinary	Share(s) as per Registered
Folio / CDC A/c #	hereby opt for
video conference faci	lity at
Signatu	re of Member(s) / Attorney"

(Please affix also company stamp, in case of corporate entity)

5. The Securities and Exchange Commission of Pakistan ("SECP") vide Circular No. 4 of 2021 dated February 15, 2021, has advised to provide participation of the members through electronic means. The members can attend the AGM via video link using smart phones / tablets. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides) / passport, attested copy of Board Resolution/power of attorney (in case of corporate shareholders) through email at muhammad.ashraf@kmlg.com by October 24, 2022: -

Name of Member/ Proxyholder	Folio No. / CDC Account No.	Cell No. / WhatsApp No.	CNIC No.	Email ID

- 6. The Members, who desire for receiving the annual audited financial statements and AGM Notice through e-mail, are requested to send their written consent on a Standard Request Form available on website www. kmlg.com in order to avail this facility. The audited financial statements for the year ended June 30, 2022 are available on website of the Company. Further, the Company has sent its Annual Report 2022 through CD/DVD/USB to the shareholders at their available Registered Addresses instead of hard copy. However, hard copy of Annual Report will be provided free of cost on written request of the shareholder.
- 7. Shareholders are requested to notify / update the following information & documents with their respective CDS participants and in case of physical shares to our Share Registrar, if not earlier notified / updated: -
- a. Change in their addresses;
- b. Pursuant to requirement of Section 242 of the Companies Act, 2017 and the Companies (Distribution of Dividends) Regulations, 2017, provide their bank details including International Bank Account Number

(IBAN) of 24 digits in order to receive unclaimed e-dividends. Further, shareholders may contact at the Registered Office of the Company to collect / enquire about their unclaimed physical dividends / physical shares, if any;

- c. Individual Members who have not yet submitted a copy of their valid Computerized Identity Card (CNIC) to the Company are once again requested to send a copy of their valid CNIC at the earliest directly to the office of Share Registrar of the Company, Vision Consulting Limited, 3-C, LDA Flats, Lawrence Road, Lahore. Corporate Members are requested to provide their National Tax Number (NTN) and folio number thereon while sending the copies to the Share Registrar of the Company. In case of non-receipt of the copy of a valid CNIC or NTN (as the case may be), the Company would be unable to comply with the requirements of the Companies Act, 2017 and SROs issued thereunder;
- d. As per Section 72 of the Companies Act, 2017,

every existing listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of this Act, i.e. May 30, 2017.

The shareholders having physical shareholding are encouraged to open CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into scrip less form, this will facilitate them in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.

e. For any query / information, the shareholders may contact with the Company Secretary at the above Registered Office and / or Mr. Abdul Ghaffar Ghaffari of Share Registrar, Vision Consulting Limited, 3-C, LDA Flats, Lawrence Road, Lahore, Ph. Nos. (042) 36283096-97.

STATEMENT UNDER SECTION

134(3) OF THE COMPANIES ACT. 2017:

This statement sets out the material facts pertaining to the special business to be transacted at the Annual General Meeting of the Company to be held on October 27, 2022.

Agenda Item No. 3 of the Notice - Investment in Kohinoor Textile Mills Limited

Kohinoor Textile Mills Limited ("KTML"), the holding company, having its Registered Office at 42-Lawrence Road, Lahore, is manufacturer of yarn and cloth, processing and stitching the cloth and trade of textile products. The spinning production facilities comprise 158,544 Ring Spindles; 2,712 Open-end Rotors and 384 MVS Spindles capable of producing a wide range of yarn counts using cotton and man-made fibers. The weaving facilities at Raiwind comprise 288 looms capable of weaving wide range of greige fabrics. The processing facilities at the Rawalpindi unit are capable of dyeing and printing fabrics for the home textile market. The stitching facilities produce a diversified range of home textiles for the export market. Both the dyeing and stitching facilities are being augmented to take advantage of greater market access.

The Board of Directors of the Company in their meeting held on September 01, 2022 has approved Rs. 500 million as loans / advances, being a reciprocal facility, to KTML on the basis of satisfactory profit trend of KTML subject to approval of the members. The Company shall extend the facility of loans / advances from time to time for working capital requirements to KTML in accordance with an agreement in writing including all relevant terms and conditions as prescribed in the Regulations.

The Directors have carried out necessary due diligence for the proposed investment and duly signed recommendations of the due diligence report / undertaking have been kept at the Registered Office of the Company for inspection and shall also be available for inspection of members in the general meeting along with the latest audited and interim financial statements of the associated company.

Information under Regulation 3(1) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 (the "Regulations").

3 (1) (a) Disclosure for all types of investments

(A) Regarding associated company or associated undertaking: -

Ref. No.	Requirement	Information		
(i)	Name of associated company or associated undertaking;	Kohinoor Textile Mills Limited (the "KTML")		
(ii)	Basis of relationship;	KTML is a holding com Cement Factory Limited (the		
(iii)	Earnings per share for the last three years;		(Rupees)	
		Year Bas		
		30.06.2020 5.1		
		30.06.2021 9.2		
		30.06.2022 15.	84 15.84	
(iv)	Break-up value per share, based on latest audited financial statements;	As on June 30, 2022 With revaluation surplus R: Without revaluation surplus		
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements;	Based on the audited financial statements for the financial year ended 30 June 2022, the financial position of KTML is as under: -		
	, and the second	Particulars	Amount Rupees (000)	
		Paid up capital	2,992,964	
		Surplus on revaluation		
		of freehold land and		
		investment properties	3,871,774	
		Total Reserves	21,306,724	
		Total Equity	24,299,688	
		Current liabilities	10,441,312	
		Current assets	13,824,764	
		Revenue	39,558,284	
		Gross Profit	10,169,257	
		Operating Profit	7,379,749	
		Net Profit	4,740,723	
		Earnings per share (Rs.)	15.84	

(B) General Disclosures: -

Ref. No.	Requirement	Information	
(i)	Maximum amount of investment to be made;	Rs. 500 mill only).	lion (Rupees five hundred million
(ii)	Purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment;	Purpose: To earn income on the loans and/o advances to be provided to KTML from time t time for working capital requirements of KTML	
			ne Company will receive mark up of one percent above three months one percent above its average ost, whichever is higher. This shall Company's cash flow by earning funds.
			period of one year from November October 31, 2023.
(iii)	Source of funds to be utilized for investment	Loan and/or advance will be given out of ow funds of the Company.	
	where the investment is intended to be made using borrowed funds, - (I) Justification for investment through borrowings; (II) Detail of collateral, guarantees provided and assets pledged for obtaining such funds; and (III) Cost benefit analysis;	N/A	
(iv)	Salient features of agreement(s), if any,	Nature	Loan / advance
(1V)	with associated company or associated undertaking with regards to the proposed investment;	Purpose	To earn mark-up / profit on loan / advance being provided to KTML which will augment the Company's cash flow
		Period Rate of	One Year
			One percent above three months KIBOR or one percent above the average borrowing cost of the Company, whichever is higher.
		Repayment	Principal plus mark-up / profit upto October 31, 2023
		Penalty charges	@ 3-months KIBOR plus one percent in addition to the outstanding amount(s).

Ref.	Requirement	Information
(v)	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	Investing Company i.e. the Company is a subsidiary company of KTML and Nine Directors including CEO are common in both the companies may be deemed to be interested to the extent of their shareholding.
		None of the Directors or their relatives or associates are interested in any of the above resolution in any way except as members of the Company.
(vi)	In case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	A similar nature of loan/advance facility of Rs. 500 million from time to time for working capital requirements has been granted by the valued shareholders of the Company vide special resolution passed in the Annual General Meeting held on September 28, 2021 which is valid till October 31, 2022. There is no impairment and/or write off against the above facility.
(vii)	Any other important details necessary for the members to understand the transaction;	N/A

3(1)(c) Investments in the form of loans / advances

Ref. No.	Requirement	Information
(i)	Category-wise amount of investment;	Short term loan for working capital requirement for a period of one year as dilated in preamble.
(ii)	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah Compliant products and rate of return for unfunded facilities, as the case may be, for the relevant period;	Average borrowing cost of the Company is 9.64% for the year ended June 30, 2022.
(iii)	Rate of interest, mark up, profit, fees or commission etc. to be charged by investing company;	Mark-up will be charged from KTML at one percent above three months KIBOR or one percent above the average borrowing cost of the Company, whichever is higher.
(iv)	Particulars of collateral or security to be obtained in relation to the proposed investment;	No collateral is considered necessary since KTML is a holding company of the Company.

Ref.	Requirement	Information
(v)	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place the time when the conversion may be exercisable; and	N/A
(vi)	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	The loan / advance would be for a period of one year from November 01, 2022 to October 31, 2023 (both days inclusive). KTML will pay interest / mark-up on quarterly basis whereas repayment of principal amount shall be on or before October 31, 2023.

Disclosure under Regulation 4(1)

Eight Directors including Sponsors of the associated company i.e. KTML are also the members of the Company and interested to the extent of their shareholding as under: -

Name	%age of Shareholding in KTML	%age of Shareholding in the Company
Mr. Tariq Sayeed Saigol	4.2395	0.0030
Mrs. Shehla Tariq Saigol (Spouse of Mr. Tariq Sayeed Saigol)	10.5379	0.0164
Mr. Taufique Sayeed Saigol	14.9110	0.0015
Mr. Sayeed Tariq Saigol	0.1286	0.0010
Mr. Waleed Tariq Saigol	0.0112	0.0010
Mr. Danial Taufique Saigol	0.0010	0.0005
Ms. Jahanara Saigol	0.0008	0.0002
Mr. Shafiq Ahmed Khan	0.0010	0.0014
Mr. Zulfikar Monnoo	0.0010	0.0003

Disclosure under Regulation 4(2):

Name of Investee Company	Kohinoor Textile Mills Limited
Total Investment Approved:	Loan / advance upto Rs.500 million was approved by members in AGM held on September 28, 2021 for a period of one (01) year.
Amount of Investment Made to date:	Investment has not been made yet to date.
Reasons for not having made complete investment so far where resolution required it to be implemented in specified time:	The Company will provide funds to KTML from time to time as per working capital requirements to KTML upon request.
Material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company:	At the time of approval of loan/advances of Rs.500 million, as per latest financial statements for the year ended June 30, 2021, the basic earnings per share was Rs. 9.21 and break-up value per share (without surplus) was Rs.54.41.
	As per latest financial statements for the year ended June 30, 2022, the basic earnings per share is Rs. 15.84 and breakup value per share (without surplus) is Rs. 68.25.

Agenda Item No. 4 of the Notice - Ratification and approval of the related party transactions

Transactions conducted with the related parties have to be approved by the Board of Directors duly recommended by the Audit Committee on quarterly basis pursuant to clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019. However, during the year since majority of the Company's Directors were interested due to their common directorships and therefore these transactions are being placed for the approval by shareholders in the Annual General Meeting. In last Annual General Meeting of the Company, in order to promote transparent business practices, the shareholders had authorized the Board of Directors to approve transactions with the related parties from time-to-time on case to case basis for the

year ended June 30, 2022 and such transactions were deemed to be approved by the shareholders. Such transactions were to be placed before the shareholders in the next annual general meeting for their formal approval/ratification. Accordingly, these transactions are being placed before the shareholders in this meeting for their formal approval/ratification.

All transactions with related parties to be ratified have been disclosed in the note 45 to the unconsolidated financial statements for the year ended June 30, 2022. Party-wise details of such related party transactions are given below: -

Nam	e of Parties	Relationship	Transactions	2022	2021
				(Rupees i	n thousand)
a) Kohinoor		Holding	Sale of goods to related party	101,341	144,968
	Textile Mills Limited	Company (55.22%	Purchase of fixed assets	-	3,533
		equity held)	Expenses paid by related party on behalf of the Company	21,666	14,050
			Expenses paid by the Company on behalf of related party	1,948	5,265
b)	Maple Leaf	Subsidiary	Coal provided to Subsidiary Company	3,819,160	2,159,321
	Power Limited	Company	Coal received from Subsidiary Company	572,642	-
			Long term loan from subsidiary	1,000,000	-
			Long term loan repaid to subsidiary	-	2,000,000
			Rent charged to subsidiary company	435	360
			Purchase of goods and services (inclusive of taxes)	6,174,121	5,043,812
			Payments made by related party on behalf of the Company	109,211	-
			Markup paid during the year to related party	93,301	237,579
			Dividend received from related party	-	3,514,000
			Expenses paid on behalf of related party.	134,307	224,544
c)	Mr. Tariq Ahmed Mir	Key management personnel	Sale proceed from sale of vehicle	1,890	-
d)	Key management personnel	Key management personnel	Remuneration and other benefits	255,683	196,694
e)	Employee bene	fits			
	Gratuity	Post- employment benefit plan	Contribution	27,577	36,550
	Provident Fund Trust	Employees benefit fund	Contribution	211,461	175,197

The Company carries out transactions as per the approved policy with respect to 'transactions with related parties' in the normal course of business. All transactions entered into with related parties require the approval of the Audit Committee of the Company, which is chaired by an Independent Director of the Company. Upon the recommendation of the Audit Committee, such transactions were placed before the Board of Directors for approval.

The nature of relationship with these related parties has been indicated above. The Directors are interested in the resolution only to the extent of their shareholding and having their common directorships in such related parties.

Agenda Item No. 5 of the Notice – Authorization for the Board of Directors to approve the related party transactions during the year ending on June 30, 2023:

The Company shall be conducting transactions with

its related parties during the year ending on June 30, 2023 as per the approved policy with respect to 'transactions with related parties' in the normal course of business. The majority of Directors are interested due to their common directorships in the subsidiary/ associated companies. In order to promote transparent business practices, the shareholders are required to authorize the Board of Directors to approve transactions with the related parties from time-to-time and on case to case basis for the year ending on June 30, 2023, which transactions shall be deemed to be approved by the Shareholders. The nature and scope of such related party transactions is explained above. These transactions shall be placed before the shareholders in the next AGM for their formal approval/ratification.

The Directors are interested in the resolution only to the extent of their shareholding and/or only their common directorships in such related parties.

MAPLE LEAF CEMENT FACTORY LIMITED 42-LAWRENCE ROAD, LAHORE

PROXY FORM

I/We						
of						
beingam	nemberof MAPLELEAFCEMEN	ITFACTORYLI	MITE	hereby appoint		
	Na	me (Folio / CD	C A/c	No., if Member)		
of						
or foiling	him/her					
or railing	N	ame (Folio / CI	DC A/	c No., if Member)		
of						
Compan 11:00 Al	ur proxy to attend, speak and vor y to be held at its Registered Or Mand/or any adjournment there ss given under my/our hand(s)	ffice, 42-Lawren eof.	ce Ro	ad, Lahore, on Thursd		
1. Witn	ess:	2. Witne	ess:			
Signature	ə:	Signature): <u> </u>			Affix Revenue
Name	:	Name	: .			amp of Rs. 50/-
CNIC	:	CNIC	: .			
Address	:	Address	: .			
	:		: .			
Notes:				(Please	e of Member / also affix company se of corporate er	/ stamp,
	Proxies, in order to be effective		S	Shares Held:		
n	eceived at the Company's Regi- ot later than 48 hours befoor or holding the meeting and m	re the time		Folio No.		count No.
	tamped, signed and witnessed.	lust be duly			Participant I.D.	Account No.
2. C	DC beneficial owners and Pr	oxy Holders				

CNIC No.

3. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached with the proxy form or may be provided at the time of meeting.

must bring with them their Computerized National Identity Cards (CNIC)/Passports in

original to prove his/her identity and in case of Proxy, CDC beneficial owners and Proxy Holders must enclose an attested copy of their CNIC/Passport with Proxy Form.



مبيل ليف سيمنط فيكثرى لميظر 42-لارنس رود ، لا مور

		(47
مستى فارم)	ابت داری (پرا	الشكيلِ نيا

يا کا وَنٹ نمبرا گرمبرہو)	· · · · · · / is · · ·		مەدارمىيل لىف سىمنٹ فىكٹرى كمىيٹار ـ
	نام (فویوای ڈی ابصورت دیگر۔۔۔۔۔		
نام(فوليو/ي ۋى يى ا كاؤنٹ نمبرا گرمبر ہو)	, · · · · · · · · · · · · · · · ·		
لودن گیاره (11:00) بجےرجسڑڈ	ات 27 اکتوبر 2022ء	کوا ننی جگه بروز جمعر	
وٹ دینے کے لیےا پنا نمائندہ مقرر کر ت		▼	
✓ ₹ ** *			
	ء کودی گئی۔	اکۋیر 2022	برے ایمارے دستخط سے مور خد
۵۰ روپه کارسیدی تُ			
چسپاں کر کے دستخط کر			:
			: نونمبر ::
	رستخ		ـــــــــــــــــــــــــــــــــــــ
(ممبر/مجازافسر) (کارپوریٹادارے کیصورت میں کمپنی کی			;
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حامل عام حصص			 . :
	•	, ————————————————————————————————————	: : رۇنمبر :
سى ڈى سى ا كاؤنٹ نمبر ا	فوليونمبر		:

نولش:

- (۱) پراکسیز کے مؤثر ہونے کے لیے لازم ہے کہ وہ اجلاس ہے 48 گھنے قبل بمعدد ستخط گواہان اور رسیدی ٹکٹ کمپنی کوموصول ہوجانی چاہئیں۔
- (۲) سی ڈی سی حصص داران اور پراکسی ہولڈرز اجلاس ہذا میں اپنی شناخت ثابت کرنے کے لیے اپنے اصلی کمپیوٹرائز ڈقو می شناختی کارڈ/ پاسپورٹ ساتھ لائیں اور پراکسی کی صورت میں میں ڈی سی حصص داران اور پراکسی ہولڈرز اپنے کمپیوٹرائز ڈقو می شناختی کارڈ/ پاسپورٹ کی تصدیق شدہ کا پی پراکسی فارم کے ساتھ لگائیں۔
- (۳) کارپوریٹ ادارے کی صورت میں بورڈ آف ڈائر مکٹرز کی قرار دار/ پاور آف اٹارنی بمعہ نمائندہ کے دستخط (اگر پہلے مہیانہیں کی گئیں) پراکسی فارم کے ساتھ لف کرنے ہوں گے یا اجلاس بذا کے وقت مہیا کر سکتے ہیں۔





رجىر دُ آفس:42_لارنس رودُ لا بور ـ فون نمبر 5-36278904 - 042 فيكس نمبر 236368721 ومرد دُ آفس عمر من من المرد المر

بذریدنوش فبرامطلع کیاجا تا ہے کہ میپل لیف سینٹ فیکٹری کمپیٹی(کمپٹی) کے ارکان کا 62 وال سالا نہ عام اجلاس ، 27 اکتوبر 2022 ء پر وزجھرات پوقت 11:00 ہجے میچی رجٹر ڈ آفس 42 لارٹس روڈلا ہور پر ورج ذیل امور کی انجام وری کیلیے منعقد ہوگا۔

عمامي امير .

- ۔ مالى سال گفتىمە 30 جون 2022 ء كىلئے ئمپنی كے آ ڈیڈیشول Consolidated كاؤنٹس مع چيئر مين ریو پوء ڈائر يکٹرزاور آ ڈیٹرز کی ریورٹس کی وصولی نبورو خوش اوراً گی منظوری دینا۔
 - 2۔ اختتام پذیر ہونے والے سال 30 جون 2023ء کیلئے ممپنی کے آڈیٹرز کا تقرراوران کے مشاہرے کا تعین کرنا۔

خصوصی امور:

- ۔ اگر مناسب سمجھاجائے قو مندرجوذیل نے منصوصی قرار داروز دروفعہ 199 کیٹیزا کیٹ 2017 کے تحت کی ترمیم ایاباتر میم کے ساتھ فور دوخوش کرنااور منظوری دینا جیسا کرڈا تیریکٹران نے سفارش کی ہے۔
 "خصوصی قرار داد کے ذریعے قرار پایا کہ مٹیل لیف بیٹیٹ کیٹیڈر کمپٹن کوزیر دفعہ 199 کمپٹنزا کیٹ 2017 کے تحت اعتبار دیا جاتا ہے کہ دوقر ض اینشگل کی کوسورت میں بولڈنگ کمپٹن کو واور ٹیکسٹائل ملزنمٹیڈ میں مالیاتی پچان کروڈر دو ہے کی سرماید کاری وقت پوقت کر تھے۔ بیسرا اید کاری تین ماہ کے KIBOR سالم کی فیصد زیادہ مائے کہٹن کی اوسطاقر مضد ہائی الاگت سے ایک فیصد زیادہ مائی کی اوسطاقر مضد ہائی الاگت سے ایک فیصد زیادہ مائی کی مسلم کے موال کاروڈر دو ہے کہٹن کو پیاس کروڈر دو ہے مالیت کی اس بیٹی کی بولٹ کا اختیار حاصل تھا۔
 خصوصی قرار داد کہ مطابق قرض ایشکل جس کی میعاد 13 اکتوبر 2022 میں ہے۔ کمپٹن کو بیال کروڈر دیے مالیت کی اس کے تعدید کی مہولت کا اختیار حاصل تھا۔
- مزید قرار پایا کہ کپنی کے چیف گزیکٹو آفیسراور کپنی کیٹرٹری بذریعہ بنما بالاقرار دادکو و ثر بنانے کیلیے ہولڈنگ کپنی کوقر ضول پیشگیوں کےسلسہ میں ٹراز پیکشن کمل کرنے کیلیے تمام ضروری اقدامات اٹھانے ، واقعاتی اور حادثاتی کارپوریٹ اور قانونی لوازمات پور کرنے صرف پیمیں تک محدود تیمیں بلکہ پیریٹر کارپیش کیٹی میشن آف پاکستان (SECP) کے ہاں تمام مطلوبہ قانونی فارمزاور دیگر تمام دستاہ برنا جمع کرانے ،تمام ایسے نوٹر ، دیورٹس ،خطوط اور دیگر دستاویز اے مکسل کرنے کے واحد مجاز ہیں۔"
- 4۔ درج ذیل قرار داد کوئٹ ترسم یا بابتر میم پاس کر سے فتند سال 30 جون 2022ء کے متعلقہ پارٹیوں سے ساتھ گٹٹی ٹرانز پیشنز کی تصدیق اور منظوری دینا۔ " قرار پایا کے فتنتیر سال 30 جون 2022ء کے لئے غیراشتمال شدہ مالی گوشواروں کے نوٹ 45 میں انکشاف اور وفعہ (3) 134 کے تحت مادی معلومات کے بیان میں مخصوص ہے کی بذریعہ نبرا تصدیق، منظوری اور نوٹیق کی جاتی ہے۔"
- ع۔ درج ذیل قرار داد کوئٹ ترمیم یا بلاتر میم پاس کر سے کمپنی کے بورڈ آف ڈائر کیٹرز کواختتا ہم پذیر ہونے والے سال 30 جون 2023ء کے لئے متعلقہ پارٹیوں کے ساتھ کی جانے والی ٹرانز بکشنز کی لقعہ بتی اور منظوری ویتا۔
- " قرار پایا کہ کپنی کے بورڈ آفڈائز میکٹرز کوانعتام پذیرہونے والے سال 30 جون 2023ء کے لئے متعلقہ پارٹیوں کے ساتھ کی جانے والیٹرانز بیکشنز کی تصدیق ورمنظوری دینے کے باانعتیار ہیں۔ مزید قرار پایا کہ بورڈ کی طرف سے منظور کر دہ ٹرانز بیکشنز خصص داران سے بھی منظور شدہ خیال کی جا کہی گا اوران کی رکی تصدیق/منظوری کے لئے انگلے سالانہ عام اجلاس پیں خصص داران کے رو پرورکھی جا کمیں گا۔"

(كمپنيزا يك كى دفعه (3) 134 كے تحت دركار ندكوره بالاخصوصي امور كااحاطه كرنے والے مادى هائق كابيان ،نوٹس بغرائے مسلك حصص داران كوار سال كياجار ہاہے۔)

بحکم بورڈ (محماشرف) کمپنی سیکرٹری

لا بور: 106 كوّر 2022ء

نوتس

- کیٹنی کی تھس منتقل کی کتا تیں 212 اکتوبر 2022ء 17 اکتوبر 2022ء (بشمول دونوں دن) بندر ہیں گی ۔ مادی منتقلیاں / ی ڈی الیس ٹرانز یکشن آئی ڈیز بیٹنی کے شیئر رجزار میسرز، وژن کنسلنگ لمیٹنڈ ، 2-3، ایل ڈی الے فیلٹس، بہلی منزل، لارنس روڈ، لا ہور میں 20 اکتوبر 2022ء کو کاروبار کے اختتا م تک موصول ہونے والی اجلاس میں شرکت کے لئے جھس داران کے تق رائے دہی کے تعین کے لئے پروقت تصور ہونگی۔
- ہے۔ کارپوریٹ ادار کے صورت میں بورڈ آف ڈائز مکٹرز کی قرار دارا پاورآ ف اٹارنی بمعینمائندہ کے دستھا (اگر پہلے مہیا نہیں گی گئیں) پراکسی فارم کے ساتھ لف کرنے ہوں گے یا جاس ہذا کے وقت مہیا کر محتے ہیں۔
 - 4۔ لا ہور کے علاوہ شہر میں سکونی جموی 10% یازیادہ شیئر ہولڈنگ کے ما لک ارکان ،سالا نداجلاس میں شرکت کے لئے وڈیونک سہولت کا مطالبہ کر سکتے ہیں۔ بابت نبامیں، براہ میر بانی درج ذیل فارم پُر کر کے کپنی کے رجٹر ڈائن واقع 42 لارنس روڈلا ہور میں سالا نداجلاس کی تاریخ نے کم از کم 770 پیش فل مجمع کرائیں۔

دستخطار کن/اٹارنی

(کار پوریٹ ادار ہے کی صورت میں براہ مہر بانی تمپنی کی مہر ثبت کریں)

سکورٹیز ایٹر ایکٹی کیشن آف پاکستان ("SECP") نے اپنے مرکلرفبر 4 آف 2021 متاریخ 5 افروری 2021 کے ذریعے اراکین کوالیکٹرا تک ذرائع سے شرکت فراہم کرنے کا مشورہ دیا ہے۔ ممبران سارٹ فوز/گیلیٹ کا استعمال کرتے ہوئے دیٹر لیانک کے ذریعے AGM میں شرکت کر تھے ہیں۔ ویڈ لوٹک کے ذریعے اجال میں شرکت کے لیے مبران اوران کے پراکسیز سے در خواست کی جاتی ہے کہ وہ کمپیوٹرائز ڈو فوی شاختی کارڈ (دوفوں اطراف) کم سیسوٹ کی موٹر کا پی مرز کی قرارداوکر مختار نامہ دوست کارپوریٹ کی تقدیق شدہ کا پی کے ساتھ درج ذیل معلومات 24 اکتوبر 2022 تک سے muhammad.ashraf@kmlg.com بیان کیٹل کے ذریعے فراہم کر کے اپنے آپ کورجرڈ ڈکروائیمین:۔

	اىمىل آئى دى	CNIC نمبر	موبا <i>ئل نمبر ا</i> ونس ایپ نمبر	فوليونمبراى ڈى ئ اكاؤنٹ نمبر	نام رکن <i>ایراکسی جولڈر</i>
ľ					

۔ ممبر جو سالا نہ نظر ٹائی شدہ مالی حمایات اور AGM نوٹسز بذر بعدای میں وصول کرنا چاہتے ہوں، ہاتھاں ہے کداس مجولت سے متنفید ہونے کیلئے و یب سائٹ <u>www.kmlg.com</u> پر دستیاب درخواست فارم ہرائی تخریری رضامندی ارسال کریں۔ 30 جون 2022ء کے نظر ٹائی شدہ الی حسابات کمپنی کی ویب سائٹ پر دستیاب ہیں۔ اس کے علاوہ، کمپنی اپنی سالاندر پورٹ کو بارڈکا کی کی بجائے بذر بعید CD/DVD/USB پر ان کے دستیاب رجمڑ ڈپنوں پر ارسال کرچگ ہے۔ تا ہم سالاندر پورٹ کی ہادڈکا کی جھسے داران کی تحریری درخواست پر بغیر تیست مہیا کی جائے گ

حصص داران سے درخواست ہے کہ درج ذیل معلومات اور دستاویزات، ہی ڈی الیس میں بک انٹری سکیورٹیز کی صورت میں اپنے متعلقہ CDS شراکت دارکواور مادی حصص کی صورت میں ہمارے شیئر	_ 7
ر چسڑار کو طلع / اپ ڈیٹ کرائمیں ۔ اگر پہلے مطلع (اپ ڈیٹ فہیں کیا گیا: ۔	
(a) اپنے چوں میں تبدیلی(d) کمپنیزا یک 2017ء کی دفعہ 242اور کمپنیز (ڈیوڈ بیڈز کی تقیم)ریگولیشنو 2017ء کے تحت بینک اکاؤنٹ کی تفصیل بھہ 24 ہندی BANمہیا کریں تا کہ وہ اپنے	
Unclaimed e-dividends حاصل کرسکین مزید همص داران سے درخواست ہے کدوہ اپنے غیر کلیم شدہ مادی ڈیویڈریڈ ارادی تھمیں کے بارے میں معلومات حاصل کرنے کیلئے کمپنی کے رجسر ڈ	
آف پر رابط کر سکتے میں اگر کوئی ہو۔ (c) جن ممبران نے ابھی تک اپنے کا رآ مدشاختی کا رڈی کا پیال کمپنی کے پاس نہیں جیجییں ان سے ایک بار پھر ورخواست ہے کہ وہ مکمبنی کے شیئر رجمز ار، ویژن کنسلنگ	
کمٹیڈ ، C-3 ایل ڈی افسیٹس لارٹس روڈ لاہور پر براور است بھتے دیں۔ کارپوریٹ اداروں سے NTN کی کا پی سیجنے کی درخواست کی جاتی ہے اوران پراپنے نولیواسی ڈی تی اکا وَسْف ضرور لکھیں، شناختی	
کارڈاور NTN کی کا پیموصول نہ ہونے کی صورت میں کمپنیزا کیٹ 2017اور اسکے تحت جاری ہونے والے ادکامات پڑمل درآمدے قاصر ہوگی۔(d) کمپنیزا کیٹ مجربیہ 2017ء کی دفعہ 72	
کتت ہر موجودہ اسلامینی کواپنے فزیکل شیئر زکو بک اشری فارم کے ساتھ خصوص انداز میں تبدیل کرنے کی ضرروت ہوگی اور کمیشن (SECP) کی جانب مے مطلع کی گئی تاریخ سے چارسال کیا مدت کے	
ا ندریعنی اِس ایک کے آغاز مورخد 30 مئی 2017ء ہے تجاوز ندکرے۔فزیکل شیئر ہولڈنگ رکھنے والے شیئر ہولڈرز کی حوصلدا فزائی کی جاتی ہے کہ روہ اپنے کسی بھی پروکریا CDC انویسٹرا کاؤنٹ یا براہ	
راست CDC-Sub Account کھولین تا کہ اِن کے فریکل شیئر زکا Scrip less شکل میں رکھیں۔ اِس سے اُنہیں کئی طرح سے ہولت کھے گی، جس میں محفوظ تو میل اور صف کی فروخت شامل	
بیں، جب وہ چاہیں کیونکہ پاکستان شاک بیجیج کے موجود وہ واعد کے تحت ما دی/فزیکل حصص کی تجارت کی اجازت نہیں ہے۔ (e) کسی استضار/معلومات کیلیےشیئر ہولڈرز بالا رجنر ؤ دفتر میں کمپنی سیکرٹری	
اور/ ياعبدالففارغفاريّ ف شيئر رجشرار، ويژن كنسلنْت كميثهُ ، C-3 ، ايل دُي الحِينس ، لارنس رودْ ، لا بورفون نمبر 97-36283096 (042) پر دابطهُ كرين _	
	l
	l

MAPLE LEAF CEMENT FACTORY LIMITED 42-LAWRENCE ROAD, LAHORE

their CNIC/Passport with Proxy Form.

time of meeting.

In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached

with the proxy form or may be provided at the

PROXY FORM

I/We							
beingam	nemberof MAPLELEAFCEM	IENTFACTORYLI	MITE) hereby appo	oint		
		Name (Folio / CD	C A/c	No., if Mem	ber)		
of							
or failing	him/her	N /5 !! /6!	20.47	A1 16 8 8			
of		Name (Folio / Cl		c No., If Men	nber)		
Compan 11:00 A	ur proxy to attend, speak and ny to be held at its Registered .M and/or any adjournment the ess given under my/our hand(d Office, 42-Lawren nereof.	ice Ro	ad, Lahore, d	on Thursda y		
1. Witr	ness:	2. Witn	ess:				
Signatur		0'					Affix Revenue
Name	:	Name	: .				mp of Rs. 50/-
CNIC	:	CNIC	: .			_	
Address	:	Address	: .			_	
	:	_	: .			_	
Notes:					(Please als	of Member / Associated	stamp, tity)
	Proxies, in order to be effe eceived at the Company's R		S	Shares Held			
n	not later than 48 hours b	efore the time		Folio	No.	CDC Acc	ount No.
	or holding the meeting and stamped, signed and witnesse					Participant I.D.	Account No.
n N O	CDC beneficial owners and must bring with them their National Identity Cards (CNI original to prove his/her ident of Proxy, CDC beneficial own Holders must enclose an at	Computerized C)/Passports in tity and in case ners and Proxy	CNIC	O No.			



مبيل ليف سيمنط فيكثرى لمبيثر 42-لارنس رود، لا مور

1	لسر ۱۰ ۵	ر ری(پرا	,	۱.	تشكيا
М	ي فارم	ノン	إبتوا	بانيا	••

, ,	ال کارون	-/1 i >		ٹ فیکٹری تمیشتہ۔۔۔۔	قصه دارمييل ليف سيمنه
	ى ڈى تى ا كاؤنٹ نمبرا ً	نام (تویوا) مورت دیگر۔۔۔۔	الص		
بوای ڈی _ت ی ا کاؤنٹ نمبرا گرمبر ہو)		ورت رهار ۵۰۰۰			
ه (11:00) بجے رجسڑ ڈ آ فس 42	۵ دن گار	122 × 5/27 ·	کوانی هگیروز جمعرا .		,
ہ (۱۲:۵۵) ہے ربسرو ہ کا جاتی کے لیےا پنانمائندہ مقرر کرتا/کرتی ہوا			•		
ے کیے اپنا کما تنکدہ سرر کرما آخر کی ہور	اورووت دي	ِئت ترے، بوتے	شما لا بدعام الجلال بين مر	ہونے والے 62 وی	ورين معطره ياللنون
		کودی گئی۔	اکتوبر 2022ء	ا سے مورخہ	میرے/ ہمارے دستخو
۵۰ روپے کارسیدی ٹکٹ					•
ب چسپاں کر کے دستخط کریں					
<u> </u>					:
	وستخط				: ارڈنمبر :
(ممبر/مجازافس)					:
ر پوریٹ ادار سے کی صورت میں سمپنی کی مہر بھی لگا ئیں)	6)		-		
امل برجصیص					:
حامل عام خصص					:: اردنمبر
سى ڈى بى ا كاؤنٹ نمبر		فوليونمبر			:
	ء ا				
ا کَيْ آ ئِي دُي اکاؤنٹ نمبر					

نوڭس:

- (۱) براکسیز کےمؤثر ہونے کے لیے لازم ہے کہ وہ اجلاس ہے 48 گھنے قبل بمعہ دستخط گواہان اور رسیدی ٹکٹ کمپنی کوموصول ہوجانی چاہئیں۔
- (۲) سی ڈی سی حصص داران اور پراکسی ہولڈرز اجلاس ہذا میں اپنی شناخت ثابت کرنے کے لیے اپنے اصلی کمپیوٹرائز ڈقو می شناختی کارڈ/پاسپورٹ ساتھ لا کئیں اور پراکسی کی صورت میں کارڈ/پاسپورٹ کی تصدیق شدہ کا پی پراکسی فارم کے ساتھ لگا کئیں۔
- (۳) کار پوریٹ ادارے کی صورت میں بورڈ آف ڈائر کیٹرز کی قرار دار/ پاورآف اٹارنی بمعہ نمائندہ کے دستخط (اگر پہلے مہیانہیں کی گئیں) پراکسی فارم کے ساتھ لف کرنے ہوں گے یا اجلاس بذاکے وقت مہیا کر سکتے ہیں۔

