

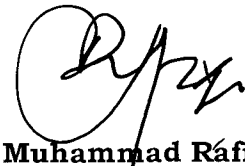
JDW SUGAR Mills Ltd.

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting of shareholders of **JDW Sugar Mills Limited** (the "Company") will be held on Thursday, November 1, 2018 at 09:00 a.m. at **29-B, Chaudhary Zahoor Elahi Road, Gulberg-II, Lahore** to transact the following business:

1. To confirm the minutes of the last Annual General Meeting of the Company held on January 28, 2018.
2. To elect Seven (07) Directors, as fixed by the Board of Directors in accordance with the provisions of Section 159 of the Companies Act, 2017, for the next term of three (3) years commencing from November 1, 2018. The following Directors shall retire on November 1, 2018 and shall be eligible for re-election if offer themselves as Director:
 1. Mr. Jahangir Khan Tareen
 2. Mukhdoom Syed Ahmed Mahmud
 3. Mrs. Samira Mahmud
 4. Mr. Ijaz Ahmed
 5. Mr. Zafar Iqbal
 6. Mr. Raheal Masud
 7. Mr. Qasim Hussain Safdar
3. To transact any other business with the permission of the Chairman.

By Order of the Board



(Muhammad Rafique)
Company Secretary

Lahore: October 09, 2018

NOTES:

1. Member's Register Closure

The share transfer books of the Company will remain closed from **26th October, 2018 to 1st November, 2018 (both days inclusive)**. Transfers received in order at the Company's Office or Shares Registrar's Office; Messers Corplink (Private) Limited, Wings Arcade, 1-K Commercial, Model Town, Lahore by close of business on **25th October, 2018**, will be treated in time and may be considered to exercise voting rights in Extra Ordinary General Meeting.

2. For Attending the Meetings

- i. **In case of individuals**, the account holder or sub-account holder whose registration details are uploaded as per CDC Regulations, shall bring with him/her original valid CNIC or original passport at the time of attending the meeting.
- ii. **In case of Corporate Entity**, a resolution of the Board of Directors/Power of attorney with specimen signature of the nominee shall be produced (unless the same has been provided earlier) at the time of meeting.
- iii. **Members can also avail video conference facility** (subject to availability of video conference facility in that city). In this regard, please fill the following and submit to registered address of the Company at least **10 days before** holding of the extra **ordinary** general meeting.

"I/we _____ of _____ being a member of JDW Sugar Mills Limited, holder of _____ ordinary share(s) as per registered folio # _____ hereby opt for video conference facility at _____."

3. For Appointing Proxies

- i. In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per CDC Regulations shall submit the proxy form as per requirement.
- ii. The Proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be stated on the proxy form.
- iii. Attested copies of CNICs or passports of the member, Proxy and witnesses shall be attached with the proxy form.
- iv. In order to be effective, duly completed and signed proxy forms must be received at the Company's Registered Office at least 48 hours before the time fixed for the meeting.

- v. The Proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- vi. In case of corporate entity, a resolution of the Board of Directors/Power of Attorney with specimen signature should be submitted along with the proxy form to the Company.
- vii. Form of Proxy is available on Company's website i.e. www.jdw-group.com (in English and Urdu Language).

4. Consent to Act as Director

Every candidate for election as Director, whether he/she is a retiring 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, a detailed profile alongwith his/her relevant declarations as required under the Listed Companies (Code of Corporate Governance) Regulations, 2017 (the "CCG").

5. Compliance of Section 166 of Companies Act, 2017 (Criteria for Independent Director)

Every independent director shall submit alongwith his consent to act as director, a declaration to the Company that he / she qualifies the criteria / requirement of independence as laid down in Section 166 of the Companies Act, 2017 and CCG.

6. He / She should also confirm that:

- i. He/She is not ineligible to become Director of the Company under any applicable laws and regulations (including listing regulations of Stock exchanges).
- ii. He/She is not serving as Director in more than five listed Companies including this company.
- iii. Neither he/she nor his/her spouse engaged in the business of brokerage or is a sponsor director or officer of a corporate brokerage house.

7. Change of Address

Physical shareholders are requested to notify any change in their addresses to the Company or its Shares' Registrar, Messer's Corplink (Private) Limited. Furthermore, if not provided earlier, members holding shares in CDC/Participants accounts are also requested to update their addresses to CDC or their Participants/Stock Brokers.