Sana Industries Limited

33-D-2, Block-6, P.E.C.H.S., Shahrah-e-Faisal, Karachi-75400
Tel: 021-34322556-9, Fax: 021-32570833, E-mail: info@sana-industries.com

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting of the Shareholders of the Company will, Insha-Allah be held on Wednesday, the 26th of October, 2016 at 4.00 P.M at the Company's Office, situated at 33-D-2, Block 6, P.E.C.H.S., Karachi to transact the following business:-

ORDINARY BUSINESS

(1) To read and confirm the minutes of 30th Annual General Meeting held on 30th October, 2015.

(2) To receive and adopt the Audited accounts of the Company for the year ended 30th June, 2016, together with the Auditors' Report and Directors' Report thereon.

(3) To consider and approve Cash dividend of 35% for the year ended 30th June, 2016 as recommended by the Directors.

(4) To appoint Auditors of the Company and fix their remuneration for the year ended 30th June, 2017. The present Auditors M/s. Muniff Ziauddin & Co., Chartered Accounts retire and being eligible, offer themselves for re-appointment.

SPECIAL BUSINESS

(5) To consider and approve increase in remunerations of the Chief Executive and other full time working Directors of the Company.

(6) To transact any other business with the permission of the Chair.

A statement of material facts under Section 160(1)(b) of the Companies Ordinance, 1984 relating to the special businesses to be transacted is sent to all the Shareholders with the Notice of this AGM.

By Order of the Board

(Abdul Hussain Antaria)
CFO & Company Secretary

Karachi: 29th September, 2016

NOTES

1. The share transfer books of the Company shall remain closed from 19-Oct-2016 to 26-Oct-2016 (both days inclusive), and the final dividend will be paid to the Shareholders whose names will appear in the Register of Members on 18-Oct-2016.

2. A member entitled to attend and vote at the meeting may appoint a proxy in writing to attend the meeting and vote on the member's behalf. A proxy need not be a member of the Company.

3. Duly completed Forms of Proxy must be deposited with the Company Secretary at the office of the Company situated at 33-D-2, Block-6, P.E.C.H.S., Karachi (Phone No.34322556-59) not later than 48 hours before the time of meeting.

4. Shareholders (Non CDC) are requested to promptly notify the Company's Registrar of any change in their addresses and submit, if applicable to them, the Non-deduction of Zakat Form CZ-50 with the Registrar of the Company M/s. Central Depository Company of Pakistan Limited, Share Registrar Department, CDC House, 99-B, Block B, SMCHS, Karachi. All the Shareholders holding their shares through the CDC are requested to please update their addresses and Zakat with their Participants. This will assist in prompt receipt of Dividend.

5. Members who have not yet submitted photocopy of their Computerized National Identity Card to the Company are requested to send the same at the earliest.

6. CDC account holders will further have to follow the guidelines as laid down in Circular 1 dated 28th January, 2000, issued by the Securities and Exchange Commission of Pakistan.

STATEMENT UNDER SECTION 160(1)(b) OF THE COMPANIES ORDINANCE, 1984

A Statement under Section 160(1)(b) of the Companies Ordinance, 1984 pertaining to the Resolution is appended below:

AGENDA NO.5 - REMUNERATION OF DIRECTORS

The Shareholders' approval is sought for the increase in remuneration of the following Directors:

NAME OF DIRECTOR	PRESENT SALARY	PROPOSED INCREMENT	NEW SALARY AFTER INCREMENT
(1) Mr.Mohammed Younus Nawab	Rs.325,000	Rs.150,000	Rs.475,000
(2) Mr.Mohammed Irfan Nawab	Rs.500,000	Rs.150,000	Rs.650,000
(3) Mr.Ibrahim Younus	Rs.300,000	Rs.150,000	Rs.450,000
(4) Mr.Ismail Younus	Rs.175,000	Rs.150,000	Rs.325,000
(5) Mr.Mohammed Faizanullah	Rs.175,000	Rs.150,000	Rs.325,000

For the purpose, it is proposed that the following Resolution be passed, with or without modification, by the Shareholder as an ordinary Resolution.

RESOLVED that the Company hereby approves and authorizes payment of monthly remunerations (salary) together with other benefits, in accordance with the Rules of the Company, be paid to the following full time working Directors of the Company, with effect from 1st July, 2016:

(a) Mr.Mohammed Younus Nawab, Chairman : Rs.475,000/- plus free use of Company's maintained Car.

(b) Mr.Mohammed Irfan Nawab, Chief Executive: Rs.650,000/- plus free use of Company's maintained Car.

(c) Mr.Ibrahim Younus, Director : Rs.450,000/- plus free use of Company's maintained Car.

(d) Mr.Ismail Younus, Director : Rs.325,000/- plus free use of Company's maintained Car.

(e) Mr.Mohammed Faizanullah, Director : Rs.325,000/- plus free use of Company's maintained Car.

The working Directors are interested in the Resolution to the extent of their respective remunerations.
