



SUI NORTHERN GAS PIPELINES LIMITED

GAS HOUSE, 21 KASHMIR ROAD, P.O. BOX 56, LAHORE (PAKISTAN)

CA/PSX/2652

Thru: PUCARS / Courier

July 24, 2020

The General Manager,
Pakistan Stock Exchange Limited (PSX),
Stock Exchange Building,
Stock Exchange Road,
KARACHI.

The Director/HOD,
Surveillance, Supervision & Enforcement Department,
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue, Blue Area
ISLAMABAD.

NOTICE OF 55TH ANNUAL GENERAL MEETING **UNDER RULE NO. 5.6.4(b) OF PSX RULES**

Dear Sir,

In pursuant to Rule No. 5.6.4(b) of PSX Rules, please find enclosed herewith notice of 55th Annual General Meeting scheduled on Saturday, August 15, 2020 at 11:00 a.m. at Company's Head Office, Gas House, 21-Kashmir Road, Lahore.

Thanks and regards.

Yours sincerely,
SUI NORTHERN GAS PIPELINES LIMITED


(IMTIAZ MEHMOOD)
Company Secretary
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Fax: 042-99201369

Encl: As above.

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OHSAS 18001 ISO 14001



SUI NORTHERN GAS PIPELINES LIMITED
Gas House, 21-Kashmir Road, P.O. Box 56, Lahore (Pakistan)

NOTICE OF 55TH ANNUAL GENERAL MEETING

The Notice is hereby given that the 55th Annual General Meeting of the Company will be held on Saturday, August 15, 2020 at 11:00 a.m. at Company's Head Office, Gas House, 21 - Kashmir Road, Lahore for the purpose of transacting the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the adjourned Extraordinary General Meeting held on June 23, 2020.
2. To confirm the minutes of the Reconvened Extraordinary General Meeting held on July 6, 2020.
3. To receive, consider and adopt the Annual Audited Accounts of the Company for the year ended June 30, 2019 together with the Directors' and Auditors' Reports thereon.
4. To consider and approve payment of cash dividend to the shareholders at the rate of Rs. 3.50 per share of Rs. 10/- each i.e. 35 % for the year ended June 30, 2019, as recommended by the Board of Directors. This is inclusive of interim cash dividend at the rate of Rs. 1.5 per share of Rs. 10/- each i.e. 15% already paid in FY 2018-19.
5. To appoint External Auditors for the year ending June 30, 2020 and to fix their remuneration.
6. To transact any other ordinary business of the Company with the permission of the Chairperson.

The share transfer books of the company will remain close from Saturday, August 8, 2020 to Saturday, August 15, 2020 (**both days inclusive**). The members whose names appear in the register of members as at the close of business on Friday, August 7, 2020 will qualify for the payment of dividend.

Due to prevailing circumstances of Covid-19 across the Country, valuable shareholders are requested to give preference to attend the meeting through video conference instead of their physical presence. Moreover, the Company will follow the best practices and comply with the instructions of the Government and SECP to ensure protective measures are in place for the well-being of its stakeholders. For attending the meeting, wearing of masks and gloves are mandatory.

Considering the hygiene / health of all stakeholders, especially due to outbreak of Covid-19, refreshments will not be served during the meeting.

By order of the Board


(IMTIAZ MEHMÖÖD)
Company Secretary

LAHORE.
July 21, 2020

NOTES:

1. PARTICIPATION IN GENERAL MEETING

i. THROUGH ELECTRONIC MEANS (OPTIONAL/RECOMMENDED VIA VIDEO CONFERENCING)

In wake of the prevalent COVID-19 pandemic situation and in the light of the relevant guidelines issued by Securities & Exchange Commission of Pakistan (SECP) and Pakistan Stock Exchange Limited, vide Circular No 5 of 2020 dated March 17, 2020 and Circular No PSX/N-372 dated March 19, 2020 respectively, the shareholders are encouraged to participate in the General Meeting through electronic facility organized by SNGPL. In order to attend the General Meeting through electronic facility, the shareholders are requested to get themselves registered with CDC Share Registrar Services Limited at least 48 hours before the time of General Meeting at cdcsr@cdcsrsl.com.

The entitled shareholders whose name appear on the Books of the Company by close of Business on August 7, 2020 will be treated in time for the purpose of attending the meeting and those shareholders are requested to provide the information as per below format:

Sr. No	Folio Number/ CDC Account No.	Name of the shareholder	CNIC Number	Cell Number	Email address

The details of the electronic facility will be sent to the Shareholders on the email addresses provided by them. The login facility will be opened at 10:30 a.m. on August 15, 2020 enabling the participants to join the proceedings after identification and verification process before joining the meeting which will start at 11:00 a.m. sharp.

ii. ATTENDING MEETING IN PERSON OR THROUGH PROXIES

- a. All members, entitled to attend and vote at the General Meeting, are entitled to appoint any person in writing as their proxy to attend and vote on their behalf. A legal entity, being a member, may also appoint any person as proxy. However, in case of legal entities, a resolution of the Board of Directors' / Power of Attorney with specimen signature of the person nominated to represent and vote on behalf of the legal entity shall be submitted to the Company. The proxy holders are required to produce their original CNIC or original Passport at the time of the meeting.
- b. The proxy instrument must be completed in all respects and in order to be effective should be deposited at the Office of the Company Secretary but not later than 48 hours before the time of holding the meeting.
- c. If any member appoints more than one proxy for any one meeting and more than one instruments of proxy are deposited with the Company, all such instruments of proxy shall be rendered invalid.

Guidelines for CDC Account Holders:

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

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/her identity by showing his/her original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting.
- ii) In case of legal 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 requirements mentioned below.
- ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers 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 a legal 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.

2. Submission of copy of CNIC/NTN Certificate (Mandatory):

Please provide valid copy of CNIC/NTN to our Shares Registrar, in case of physical shareholders and in case of CDC account to its Participant/Investor Account Services.

In case of non-availability of CNIC/NTN of shareholders, the Company will be constrained to withhold payment of dividend to shareholders as per Section 243 of the Companies Act, 2017 and Regulation No. 6 of the Companies (Distribution of Dividend) Regulations, 2017.

3. Deduction of Income Tax from dividend:

Pursuant to the provision of Finance Act the income tax from dividend payment under section 150 of the Income Tax Ordinance, 2001 shall be deducted as per applicable rates:

- For filers-15%
- For non-filers-30%

All members may check their status from the Active Tax Payers list available on FBR website.

Please note that the Shares Registrar will check status of the members (Filer or Non Filer) from the Active Tax Payers list on the basis of valid CNIC/NTN numbers and would deduct tax as per provisions of the law. Furthermore, in case of Joint holder(s) according to clarification received from Federal Board of Revenue (FBR), withholding tax will be determined separately on 'Filer/Non-Filer' status of Principal shareholder as well as joint holder(s) based on their shareholding proportions. In this regard all shareholders who hold shares jointly are requested to provide shareholding proportions of Principal shareholder and Joint holder(s) in respect of shares held by them to our Share Registrar, in writing as follows:

Sui Northern Gas Pipelines Limited		
Folio /CDC Account No.		
Total No. of Shares held		
Principal Shareholder	Name & CNIC No.	
	Shareholding Proportion (No. of Shares)	
Joint Shareholder	Name & CNIC No.	
	Shareholding Proportion (No. of Shares)	

The above information must reach our Share Registrar by the close of business on Friday, August 7, 2020; otherwise it will be assumed that the shares are equally held by Principal Shareholder and Joint Holder(s).

4. Mandatory requirement of Bank Account Details for Electronic Credit of Cash Dividend Payment:

Section 242 of the Companies Act, 2017 stipulates that in case of a listed company, any dividend payable in cash shall only be paid through electronic mode directly into the bank account designated by the entitled shareholders. It is requested to provide the information on following format duly signed **along with a copy of valid CNIC** to your respective CDC Participant / CDC Investor Account Services in case of Book Entry Form or to our Shares Registrar, in case of Physical Form at the earliest.

Name (IN CAPITAL LETTERS)	
Folio / CDS Account No.(SNGPL)	
CNIC /Passport /Incorporation No	
Title of Bank Account (IN CAPITAL LETTERS)	
International Bank Account Number (IBAN) (24 digits)	
Bank's Name	
Bank's Branch Address	

The e-dividend mandate form is also available on the Company's website: www.sngpl.com.pk.

5. Dissemination of Annual Audited Accounts for the year ended June 30, 2019 through CD/DVD/USB:

The Securities and Exchange Commission of Pakistan vide SRO No. 470(I)/2016 dated May 31, 2016, has allowed listed companies to disseminate their Annual Audited Accounts (i.e. the Annual Balance Sheet and Profit and Loss Account, Auditors Report and Director's report) to its members through CD/DVD/USB at their registered address instead of sending them in hard copy.

Pursuant to the approval of shareholders, the Annual Audited Financial statements of the Company for the year ended June 30, 2019, are being circulated to the members through CD/DVD. However, shareholder may request to provide a hard copy of Annual Accounts.

6. Availability of Annual Audited Financial Statements on the Company's website:

In accordance with the provisions of Section 223(7) of the Companies Act, 2017, the audited financial statements of the Company for the year ended June 30, 2019 are available on the Company's website i.e. www.sngpl.com.pk.

7. Transmission of Annual Audited Financial Statements and Annual General Meeting Notice through e-mail (optional):

In pursuance of the direction, Securities and Exchange Commission of Pakistan (SECP) vide SRO 787 (I)/2014 dated September 8, 2014, those shareholders who desire to receive the Company's Annual Audited Financial Statements and Annual General Meeting Notices through e-mail are requested to fill the requisite form available on Company's website i.e. www.sngpl.com.pk.

Registered Office

Gas House, 21-Kashmir Road,
P.O. Box No. 56, Lahore (Pakistan),
Ph: +92-42-99201451-60, 99201490-99,
99201044
Fax: +92-42-99201369, 99201302
Website: www.sngpl.com.pk

Share Registrar

CDC Share Registrar Services Ltd,

Lahore Office:

Mezzanine Floor, South Tower, LSE Plaza,
19-Khayaban-e-Aiwan-e-Iqbal, Lahore (Pakistan)
Tel No.: +92 -42-36362061-66
Fax No.: +92 -42-36300072

Karachi Office:

CDC House, 99-B, Block B, S.M.C.H.S., Main
Shahra-e-Faisal, Karachi (Pakistan).
Tel No.: +92-21-111-111-500
Fax No.: +92-21-34326053
Website: www.cdcsrsl.com