



# NOTICE OF MEETING



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Notice is hereby given that the 43rd Annual General Meeting of the Company will be held at Hotel Avari, 87-Shahrah-e-Quaid-e-Azam, Lahore at 10.30 A.M. on Monday, October 30, 2006 for the purpose of transacting the following business:

## **ORDINARY BUSINESS**

1. To confirm the minutes of the 42nd Annual General Meeting held on October 31, 2005.
2. To receive, consider and adopt the Audited Accounts of the Company for the year ended June 30, 2006 together with the Directors' and Auditors' Reports thereon.
3. To approve payment of cash dividend at the rate of Rs 3.00 per share of Rs 10 each i.e. 30% for the year ended June 30, 2006 as recommended by the Board of Directors.
4. To appoint auditors for the year ending June 30, 2007 and fix their remuneration. The retiring auditors being eligible, also offer themselves for re-appointment.
5. To transact any other ordinary business of the Company with the permission of the Chairman.

## **SPECIAL BUSINESS**

To approve capitalization of a sum of Rs 499.187 million for the issuance of 10% bonus shares in proportion of one share for every 10 shares held, and to pass, with or without modification, the following ordinary resolution:

### **RESOLVED**

THAT a sum of Rs 499.187 million out of the reserves as on June 30, 2006 be capitalized and applied to the issue of 49,918,667 ordinary shares of Rs 10 each allotted as fully paid bonus shares to the members of the Company whose names appear on the register of members as at close of business on October 20, 2006 in the proportion of one bonus share for every 10 shares held.

THAT the fractional entitlement of a share of the shareholders shall be consolidated into whole shares and sold in the stock market and the proceeds thereof be paid to any Welfare/Charitable Institution approved for donation under the Income Tax Ordinance, 2001.

THAT the Managing Director of the Company be and is hereby authorized and empowered to give effect to this resolution and to do or cause to be done all acts, deeds and things that may be necessary or required for issue, allotment and distribution of bonus shares.

The share transfer books of the Company will remain closed from Saturday, October 21, 2006 to Monday, October 30, 2006 (both days inclusive). The members whose names appear in the register of members as at the close of business on Friday, October 20, 2006 will qualify for the payment of dividend and entitlement of bonus shares.

By order of the Board



UZMA ADIL KHAN  
Company Secretary

Lahore  
September 29, 2006

## **STATEMENT UNDER SECTION 160 OF THE COMPANIES ORDINANCE, 1984**

### **ISSUANCE OF BONUS SHARES**

Since the reserves of the Company as on June 30, 2006 represent accretion in its existing balance, it has been thought expedient to capitalize a part of the said reserves by way of issue of bonus shares to the members. It is hereby declared that in issuing bonus shares, no interest of any Director, directly or indirectly, is involved except and to the extent of entitlement of bonus shares admissible on the existing shares held by the Government, the Corporations or Institutions whom they represent or shares registered in their name.

Pursuant to rule 6(iii) of the Companies (issue of capital) Rules 1996, the Auditors have certified that the free reserves and surpluses retained after the issue of the bonus shares would be higher than 25% of the increased paid up capital.

### **NOTES**

- 1) A member entitled to attend may appoint another member as his / her proxy or may by Power of Attorney authorize any other person as his / her agent to attend, speak and vote at the meeting. The Federal Government, a Provincial Government, a Corporation or a Company, as the case may be, being a member of the Company may appoint any of its officials or any other person to act as its representative and the person so authorized shall be entitled to the same powers, as if he were an individual shareholder.
- 2) The instrument appointing a proxy shall;
  - a) be in writing; and
  - b) be signed by the appointer or his / her attorney duly authorized in writing or if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
- 3) The proxy must be signed across a Rupees five revenue stamp and it should be deposited in the office of the Company Secretary not less than 48 hours before the time of holding the meeting.
- 4) Shareholders are requested to notify any change in address immediately quoting their folio number (s).
- 5) CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 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 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 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 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.

- **Registered Office**

GAS HOUSE

21 Kashmir Road,

P.O. Box No. 56,

Lahore 54000, Pakistan.

Telephones: 92.42.9201451-60 Ext-3502

Facsimile: 92.42.9201369, 9201302

E-mail: [info@sngpl.com.pk](mailto:info@sngpl.com.pk)

Web Site: [sngpl.com.pk](http://sngpl.com.pk)

- **Shares Registrar**

M/s Hameed Majeed Associates (Pvt) Ltd.,

H.M. House, 7 Bank Square, Lahore.

Telephones: 92.42.7235081-82

Facsimile: 92.42.7358817



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