



شفا انٹرنیشنل ہسپتال اسلام آباد

Shifa International Hospitals Ltd.

Sector : H-8/4, Islamabad - Pakistan

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## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extraordinary General Meeting of the shareholders of Shifa International Hospitals Limited will be held at the registered office of the Company at Sector H-8/4, Islamabad on Monday, May 28, 2018 at 1100 hours to transact the following business:

### **ORDINARY BUSINESS:**

1. To confirm the minutes of the last Annual General Meeting of the Company held on October 27, 2017.
2. To elect Ten (10) directors as fixed by the Board U/s 159 (1) of the Companies Act, 2017 for a period of three years commencing from May 28, 2018. The names of the retiring directors are Dr. Manzoor H. Qazi, Dr. Habib Ur Rahman, Mr. Muhammad Zahid, Dr. Mohammad Salim Khan, Mr. Shafquat Ali Chaudhary, Mr. Qasim Farooq Ahmad, Dr. Samea Kauser Ahmad, Syed Ilyas Ahmed and Prof. Dr. Shoab A. Khan whereas Shah Naveed Saeed already resigned on April 27, 2018 The retiring directors are eligible for re-election.

By Order of the Board

**MUHAMMAD NAEEM**  
Company Secretary

**Islamabad**  
**May 04, 2018**

**Statement of material facts U/s 166(3) of Companies Act, 2017 is annexed with this notice.**

### **NOTES:**

- i). The Directors of the Company have fixed the number of directors of the Company at ten (10) under sub section (1) of section 159 of the Companies Act, 2017.
- ii). The share transfer books of the Company will remain closed from May 21, 2018 to May 28, 2018 (both days inclusive). No transfer will be accepted during this period. The shares for transfer may be lodged with the share registrar of the Company i.e. M/s Corplink (Pvt.) Ltd, situated at Wings Arcade, 1-K, Commercial Model Town, Lahore.
- iii). A member entitled to attend and vote at this meeting is entitled to appoint another member as his/her proxy to attend and vote for him/her. Proxies in order to be effective must be received at Registered Office, Sector H-8/4, Islamabad of the Company not less than 48 hours before the time of holding the meeting.
- iv). Any person who seeks to contest an election to the office of the director shall file with the Company at its registered office, not later than 14 days before the date of the meeting a notice of his/her intention to offer himself / herself for election as director, together with his/her consent to act as director and the declarations as required under the Listed Companies (Code of Corporate Governance) Regulations, 2017.

- v). Members are requested to notify any change in their registered addresses immediately.
- vi). CDC shareholders entitled to attend and vote at this meeting must bring his/her original CNIC or Passport along with the participant's ID numbers and account numbers to prove his/her identity. In case of proxy, the attested copy of CNIC or passport of the CDC shareholder must be enclosed. Representatives of corporate members should bring the usual documents required for such purpose.
- vii). As per section 134(1)(b) of the Companies Act, 2017, if the Company receives consent from the members, who hold in aggregate at least 10% shareholding of the Company residing at particular city (other than the city where the meeting is scheduled), to participate in the meeting through video link, the Company will arrange video link facility in that city.

In this regard, please fill the following consent and submit at the registered office of the Company at least seven days prior to the date of the meeting:

I/We _____ of _____ being a member(s) of Shifa International Hospitals Limited, holding _____ ordinary shares as per registered Folio / CDC Account No. _____ hereby opt for video conference facility at _____.	
_____	_____
<b>Date</b>	<b>Signature</b>

### **STATEMENT OF MATERIAL FACTS UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF ELECTION OF DIRECTORS**

The term of office of the present Board of Directors of the Company will expire on May 27, 2018. In terms of section 159 (1) of the Companies Act, 2017 ("the Act"), the Board of Directors has fixed the number of directors at ten (10) to be elected in the forthcoming Extraordinary General Meeting of the Company to be held on May 28, 2018 for the period of next three years.

The present directors are interested to the extent that they are eligible as director of the Company.

Any person who seeks to contest the election to the office of a Director, whether he is retiring director or otherwise, shall file the following documents with the Company Secretary at the registered office of the Company located at Shifa International Hospitals Limited, Sector H-8/4, Islamabad, not later than fourteen days before the date of Extraordinary General Meeting:

1. Notice of his/her intention to offer himself / herself for the election of the directors in terms of section 159 (3) of the Act together with the consent to act as a director of the Company in Form 28 prescribed under the Act.
2. A detailed profile alongwith office address as required under SECP's SRO 634(1)/2014 dated 10-07-2014.
3. Declaration under clause 3 of the Listed Companies (Code of Corporate Governance) Regulations, 2017 issued by Securities and Exchange Commission of Pakistan.
4. Declaration by Independent Director under clause 6(2) of the Listed Companies (Code of Corporate Governance) Regulations, 2017.
5. Declaration that he/she is not ineligible to become a director of the Company in terms of Section 153 of the Act.

Independent Directors will be elected through the process of election of directors in terms of section 159 of the Act and they shall meet the criteria laid down under section 166 (2) of the Act.