



RUPALI POLYESTER LIMITED

Notice of Annual General Meeting

Notice is hereby given that the Thirty Seventh Annual General Meeting of Rupali Polyester Limited ("the Company") will be held at Rupali House, 241-242 Upper Mall Scheme, Anand Road, Lahore on Friday, 27 October 2017 at 9:30 a.m. to transact the following business:

Ordinary Business:

- 1) To confirm the minutes of Thirty Sixth Annual General Meeting of the Company held on 31 October 2016.
- 2) To receive, consider and adopt Annual Audited Financial Statements of the Company together with the Directors and Auditors Reports thereon for the year ended 30 June 2017.
- 3) To appoint Auditors of the Company for the year 2017-18 and to fix their remuneration. The present Auditors, M/s. Qavi & Co., Chartered Accountants, retire and being eligible, offer themselves for reappointment.

Special Business:

- 4) (a) To approve transactions conducted with associated companies (related parties) for the year ended 30 June 2017 by passing the following special resolution:

"RESOLVED THAT the following transactions conducted with associated companies (related parties) for the year ended 30 June 2017 be and are hereby ratified, approved and confirmed:

Name	Description of Transaction	Amount in Rs. '000		
		Purchase	Sale	Others
Rupafil Limited	Sale/purchase of goods and services	153,089	904,943	-
Rupali Nylon (Pvt.) Limited.	Purchase of goods and services	4,633	-	-
Soneri Bank Limited	Profit on Bank deposits	-	-	934

- (b) To authorize Chief Executive Officer of the Company to approve transactions with Related Parties for the year ending 30 June 2018 by passing the following special resolution with or without modification:

"RESOLVED THAT the Chief Executive Officer of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties on case to case basis during the year ending 30 June 2018.

FURTHER RESOLVED THAT these transactions shall be placed before the shareholders in the next general meeting for their ratification/approval."

- 5) To transact such other ordinary business as may be placed before the meeting with the permission of the Chair.

Lahore:
21 September 2017

By order of the Board
S. Ghulam Shabbir Gilani
Company Secretary

Notes:

- 1) Share transfer books of the Company will remain closed from 22 October 2017 to 27 October 2017 (both days inclusive).
- 2) A member entitled to attend and vote at the Annual General Meeting is entitled to appoint another member as a Proxy to attend and vote. Form of proxy must be deposited at the Company's Registered Office situated at 241-242 Upper Mall Scheme, Anand Road, Lahore not later than 48 hours before the time of holding the meeting.
- 3) Accountholders/sub-accountholders holding book entry securities of the Company in Central Depository System (CDS) of Central Depository Company of Pakistan Limited (CDC) who wish to attend the Annual General Meeting are requested to please bring their original Computerized National Identity Card (CNIC) or original passport with a photocopy duly attested by their bankers along with participant's I.D. number and their account number in CDS for identification purposes.

In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee together with the original proxy form duly filled in must be received at the registered office of the Company not less than 48 hours before the time of holding the meeting. The nominees shall produce their original CNIC or original passport at the time of attending the meeting for identification purpose.

Shareholders are requested to notify any change in their addresses immediately.

Consent for the Facility of video-link

Members may participate in the meeting via video-link facility. If the Company receives a demand from members holding an aggregate 10% or more shareholding residing at a geographical location outside Lahore to participate in the meeting through video-link at least 7 days prior to the date of meeting, the Company will arrange video-link facility in that city.

In this regard, Members who wish to participate through video-link facility, should send a duly signed request as per the following format to the Registered Address of the Company.

I/we _____ of _____ being a member of Rupali Polyester Limited holder of _____ ordinary share(s) as per Registered Folio / CDC Account No. _____ hereby opt for video-link facility at _____.

Signature of Member

Statement under Section 134 (3) of the Companies Act, 2017 and note relating to demand of CNIC have been sent to the shareholders with the Notice of Meeting.