

NOTICE OF 66TH ANNUAL GENERAL MEETING

Notice is hereby given that the 66th Annual General Meeting of Sui Southern Gas Company Limited will be held at SSGC Head Office, located at SSGC House, Sir Shah Suleman Road, Block-14, Gulshan-e-Iqbal, Karachi in person as well as through electronic means / video link facility, on June 3, 2022 at 10:30 am to transact the following businesses:

ORDINARY BUSINESSES:

1. To review the minutes of the 65th Annual General Meeting (AGM) of the Company held on August 10, 2021.
2. To consider the Annual Audited Financial Statements of the Company for the year ended June 30, 2020 together with the Directors' Report and Auditor's Report thereon.
3. To appoint Auditors for the year ended June 30, 2021 and fix their remuneration.
4. To transact any other business with the permission of the Chair.

In light of the COVID-19 situation, the Securities and Exchange Commission of Pakistan (SECP) vide its Circular # 4 dated February 15, 2021 and Circular # 6 dated March 3, 2021 advised companies to modify their usual planning for general meetings for the safety and wellbeing of the shareholders and the public at large with minimal physical interaction. Hence, members are requested to participate in the AGM through electronic means.

The shares transfer book of the Company shall remain closed with effect from May 27, 2022 to June 3, 2022 (both days inclusive). Transfers received at the office of Share Registrar M/s. CDC Share Registrar Services Limited (CDCSRS), CDC House, 99-B, Block "B", S.M.C.H.S, Karachi, Phone # 021-111-111-500 (the Share Registrar) at the close of business on May 26, 2022 will be considered in time to attend the meeting.

By order of the Board



Mateen Sadiq
Company Secretary

April 30, 2022
Karachi

NOTES:

1. CHANGE OF ADDRESS

Members having physical shares are requested to notify changes, if any, in their registered addresses, to our Share Registrar, CDC Share Registrar Services Limited.

In case shares are held in book entry form in Central Depository System (CDS), then the request notifying the change in address must be submitted directly to broker / participant / CDC Investor Account Services.

2. PARTICIPATION IN ANNUAL GENERAL MEETING THROUGH ELECTRONIC MEANS

Special arrangement for attending the AGM through electronic means will be as under:

- AGM will be held through Zoom application - a video link facility.
- Shareholders interested in attending the AGM through Zoom application are hereby requested to get themselves registered with CDC Share Registrar Services Limited by June 1, 2022 till 10:30 am by sending an e-mail with subject: "Registration for SSGCL AGM" at cdcsr@cdcsrsl.com, along with a valid scanned copy of their CNIC.

Shareholders are advised to provide the following information:

Sr. #	Folio / CDC A/c Number	Company's Name	Name of Shareholder	CNIC Number	WhatsApp Number	Email Address
		SSGC				

- Members will be registered, after necessary verification as per the above required information and will be provided a video - link by the Company through email.
- The Company will send the video-link for the meeting / login credentials to the members at their provided email address, enabling them to attend the AGM on the given date and time through their smartphone / computer devices.
- Login facility will be opened thirty (30) minutes before the meeting time to enable the participants to join the meeting after identification process. Shareholders will be able to login and participate in the AGM proceedings through their devices after completing all formalities required for the identification and verification of the shareholders.
- Members can also share their comments / suggestions on the agenda of AGM by sending email at AGM2020@ssgc.com.pk or cdcsr@cdcsrsl.com or WhatsApp on 0321-820-0864. Shareholders are requested to mention their full name, CNIC # and Folio / CDC Account # for this purpose.
- Shareholders are encouraged to participate in the AGM to consolidate their attendance and participation through proxies.

3. E-VOTING

Members can exercise their right to demand a poll subject to meeting requirement of Sections 143-145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018.

4. GUIDELINES FOR CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED (CDC) INVESTOR ACCOUNT HOLDERS:

CDC Investor Account Holders will further have to follow the below mentioned guidelines as laid down in Circular # 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan (SECP).

A) FOR ATTENDING ANNUAL GENERAL MEETING IN PERSON

- In case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Regulations, shall authenticate his / her identity by showing his / her valid CNIC or Passport at the time of attending the Annual General Meeting.

- b) In case of corporate entity, the Board of Director's Resolution / Power of Attorney with specimen signature of the nominee shall be produced at the time of Annual General Meeting, unless it has been provided earlier.

B) FOR APPOINTING PROXIES

- a) In case of individuals, the account holder or sub-account holder whose securities registration details are uploaded as per Regulations, shall submit the proxy form as per the above requirement.
- b) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- c) Attested copies for CNIC or the Passport of the beneficial owners and of the proxy shall be furnished with the proxy form.
- d) The proxy shall produce his / her original CNIC or original Passport at the time of the meeting.
- e) In case of a corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature of the person nominated to represent on behalf of the corporate entity shall be submitted along with proxy form to the Company (unless it has been provided earlier).
- f) 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, SSGC House, Sir Shah Suleman Road, Block 14, Gulshan-e-Iqbal, Karachi not later than 48 working hours before the time of holding the meeting.
- g) If any member appoints more than one proxy for the meeting, all such instruments of proxy shall be rendered invalid, however, a member may assign alternate proxy.
- h) In case if more than one instruments of proxy are deposited with the Company against a single Folio / CDC Account #, all such instruments of proxy shall be rendered invalid.

5. CONVERSION OF PHYSICAL SHARES INTO BOOK ENTRY FORM:

Section 72(2) of the Companies Act, 2017 provides that every existing company shall be required to replace its physical shares with book-entry form within four (4) years from the date of the promulgation of the Act. Further, vide its letter dated March 26, 2021, the Securities and Exchange Commission of Pakistan has directed listed companies to pursue their shareholders holding securities in physical form to convert the same in book entry form. In order to ensure compliance with the aforementioned provision and to be benefited of holding securities in book entry form, all shareholders holding shares in physical form are therefore requested to convert their shares in the book-entry form.

6. TRANSMISSION OF ANNUAL AUDITED FINANCIAL STATEMENTS THROUGH CD:

The Company has circulated Annual Financial statements to its members through CD at their registered address. Printed copy of the same can be provided to the members upon request. Request form is available on the website of the Company i.e. www.ssgc.com.pk.

7. TRANSMISSION OF ANNUAL REPORTS THROUGH E-MAIL:

The SECP vide SRO 787 (1)/2014 dated September 08, 2014 has provided an option for the shareholders to receive audited financial statements along with notice of Annual General Meeting electronically through email. Hence, members who are interested in receiving the Annual Reports and notice of Annual General Meeting electronically in future are requested to send their email addresses on the Consent Form placed on the Company's website www.ssgc.com.pk, to the Company's Share Registrar. The Company shall, however, additionally provide hard copies of the Annual Report to such members, on request, free of cost.

8. AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON COMPANY'S WEBSITE:

The audited financial statements of the Company for the year ended June 30, 2020 have been made available on the Company's website www.ssgc.com.pk

9. PAYMENT OF CASH DIVIDEND ELECTRONICALLY:

In accordance with the provisions of Section 242 of the Companies Act, 2017 and Regulation # 4 of the Companies (Distribution of Dividends) Regulations, 2017, it is mandatory for a listed company to pay cash dividend to its shareholders only through electronic mode directly into bank account, designated by the entitled shareholders.

In order to receive dividend directly into their bank account, shareholders are requested to fill in relevant form available on Company's website www.ssgc.com.pk and send it duly signed along with a copy of CNIC to the Company's Share Registrar, CDC Share Registrar Services Limited, in case of physical shares.

In case shares are held in CDC, then relevant form must be submitted directly to broker / participant / CDC Investor Account Services.

Please note that as per Section 243 of the Companies Act, 2017 and Regulation # 6 of the Companies (Distribution of Dividends) Regulations, 2017, listed companies are entitled to withhold payment of dividend, if necessary information is not provided by the shareholders.

10. SUBMISSION OF COPY OF CNIC:

Individual members having physical shareholding and who have not yet submitted photocopy of their valid CNIC are requested to send notarized copy of their valid CNIC immediately to our Share Registrar, CDC Share Registrar Services Limited.

In case shares are held in CDC, then the request to update CNIC must be submitted directly to broker / participant / CDC Investor Account Services.