



SERVICE INDUSTRIES LIMITED

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the shareholders of Service Industries Limited will be held on Friday the July 28, 2017 at 11:00 a.m. at Shalimar Tower Hotel, Adjacent Servis House, 2-Main Gulberg, Lahore to transact the following business:

Ordinary Business:

- To elect Nine (9) Directors of the Company, as fixed by the Board of Directors, in accordance with the provisions of Section 159(1) of the Companies Act, 2017 for a term of three years commencing from July 31, 2017. The names of retiring Directors are as follows:

1. Mr. Ahmed Javed	6. Mr. Riaz Ahmed
2. Mr. Omar Saeed	7. Mr. Muhammad Amin
3. Mr. M. Ijaz Butt	8. Mr. Shaukat Ellahi Shaikh
4. Mr. Arif Saeed	9. Mr. Qaisar Mufti
5. Mr. Hassan Javed	

The retiring Directors are eligible to offer themselves for re-election.

Special Business:

- To consider, and if thought fit, to pass the following resolution as special resolution with or without modification:

"Resolved that pursuant to the requirement of Section 199(4) of the Companies Act, 2017 read with regulation No. 8(1) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012 issued vide SRO 27(1)/2012 dated 16 January 2012, the validity of special resolution passed in the Extraordinary General Meeting of the Company held on July 24, 2014 for investment of up to Rs. 25 million by way of acquisition of 2,500,000 ordinary shares of S2 Power Limited, an associated company be and is hereby extended for further three years to allow the Company to invest till July 27, 2020 with other terms and conditions of the investment to remain unchanged.

Further resolved that Mr. Omar Saeed, Chief Executive or Mr. Arif Saeed or Mr. Hassan Javed, Directors of the Company, be and are hereby authorized and empowered on behalf of the Company to take all steps and actions necessary, ancillary and incidental for making the investment(s) in S2 Power Limited and sign, execute and amend such documents, papers, instruments etc., as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the aforesaid resolution".

A statement under Section 134(3) and 166(3) of the Companies Act, 2017 will be sent to the shareholders along with this notice.

By Order of the Board

Lahore
July 06, 2017

WAHEED ASHRAF
Company Secretary

NOTES:

- The Share Transfer Books of the Company will remain closed from July 21, 2017 to July 28, 2017 (both days inclusive). Transfers received in order by our Shares Registrar, M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore by the close of business on July 20, 2017 will be considered in time for the purpose of attending and voting at the meeting.

- Any member who seeks to contest the election of Directors shall file with the Company at its registered office not later than fourteen days before the date of meeting, the following documents:
 - Notice of his/her intention to offer himself/herself for election of directors in terms of Section 159(3) of the Companies Act, 2017, together with the consent to act as a director in Form 28 prescribed under Section 167 of the Companies Act, 2017;
 - A detailed profile along with office address as required under SECP's SRO 634(1)/2014 dated 10 July 2014;
 - A declaration confirming that:
 - He/she is aware of duties and powers under the relevant laws, Memorandum & Articles of Association of Company and listing regulations of stock exchanges;
 - He/she and his/her spouse does not engage in business of stock brokerage;
 - He/she is not serving as a director in more than seven (7) listed companies including this Company excluding directorship in listed subsidiaries of listed holding companies;
 - He/she is not ineligible to become a director of a listed company under any applicable laws and regulations.
- A member of the Company entitled to attend and vote at the Extraordinary General Meeting may appoint another member as his/her proxy to attend and vote in place of him/her at the meeting. Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not less than 48 hours before the time of meeting.
- Shareholders, who have deposited their shares into Central Depository Company of Pakistan, must bring their participant's ID numbers and account/sub account numbers along with original Computerized National Identity Cards or original Passports at the time of attending the meeting in order to facilitate identification of respective shareholders.
- In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced at the time of meeting.
- Members are advised to immediately notify the change in their addresses, if any to our registrar M/s. Corplink (Pvt.) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore.
- Members who have not yet submitted copies of their Computerized National Identity cards (CNIC) are requested to send the same to our Shares Registrar at the earliest.
- In terms of Section 134 of the Companies Act, 2017, if certain members who hold ten percent of the total paid up capital or such other percentage as may be specified, reside in a city, it shall be mentioned in the notice that such members, may demand the company to provide them the facility of video-link for attending the meeting. However, in terms of Section 2(73) of the Companies Act, 2017, attending of meetings shall be subject to the manner as may be specified. As the SECP has not so far issued regulations specifying the manner for attending and voting through video-link, therefore, the said facility cannot be made available to the Members for this meeting.