

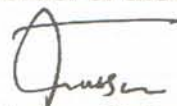
Notice of the Annual General Meeting

NOTICE is hereby given that the Forty-Eighth Annual General Meeting of the Members of the Company will be held on Monday, September 29, 2014 at 10:00 AM at the Institute of Chartered Accountants of Pakistan (ICAP) Auditorium, Clifton, Karachi to transact the following business:

ORDINARY BUSINESS:

1. To receive and adopt the Audited Accounts for the year ended June 30, 2014 together with the Reports of the Directors' and Auditors' thereon.
2. To approve a final cash dividend of 50% (i.e. Rs 2.50 per share) for the year 2013-14 as recommended by the Board of Directors. This is in addition to the Interim Dividends of 100% i.e. Rs 5.00 per share already paid. The total dividend for 2013-14 will thus amount to 150% i.e. Rs 7.50 per share.
3. To appoint Auditors for the year 2014-15 and to fix their remuneration. The present auditors – Messrs Ernst & Young Ford Rhodes Sidat Hyder, Chartered Accountants, being eligible offer themselves for reappointment.

By Order of the Board


Ali Asghar Moten
Company Secretary

Karachi.

Dated: August 26, 2014

NOTES:

- (i) The Share Transfer Books of the Company will remain closed from Monday, September 22, 2014 to Monday, September 29, 2014 (both days inclusive) and the final dividend will be paid to the Members whose names will appear in the Register of Members on September 20, 2014. Members (Non-CDC) are requested to promptly notify the Company's Registrar of any change in their addresses and submit, if applicable to them, the Non-deduction of Zakat Form CZ-50 with the Registrar of the Company M/S. Noble Computer Services (Pvt) Ltd., 1st Floor, House of Habib, 3 Jinnah C.H. Society, Sharea Faisal Karachi. All the Members holding the shares through the CDC are requested to please update their addresses and Zakat status with their Participants. This will assist in the prompt receipt of Dividend.
- (ii) A member entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote for him / her. Proxies in order to be effective must be received at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. A proxy must be a member of the Company.

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CDC Accounts Holders will further have to follow the under mentioned guidelines as laid down in Circular 1 dated the January 26, 2000 issued by the Securities & 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 detail is uploaded as per the regulations, shall authenticate identity by showing his / her original 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 provided earlier) at the time of 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 detail is 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 the proxy shall be furnished with the proxy form.
- iv) The proxy shall produce his original CNIC or original passport at the time of meeting.
- v) In case of 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.

Submission of copies of CNIC:

It is hereby reiterated that the Securities and Exchange Commission of Pakistan (SECP) vide Notification S.R.O. 779(I)/2011 dated August 18, 2011 and Notification S.R.O. 831 (1)/2012 dated July 5, 2012 has directed all the listed companies to issue dividend warrant only crossed as "A/c Payee only" and ensure that the Dividend Warrant should bear the Computerized National Identity Card (CNIC) Numbers of the registered members except in the case of minor(s) and corporate shareholder(s). The Company has already requested for the same vide its letters dated May 21, 2014, March 18, 2014, November 04, 2013, March 27, 2013, October 4, 2012 and March 26, 2012 sent to its members.

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All those members (holding physical shares) who have not submitted their valid CNICs are once again requested to send a photocopy of their valid CNIC / NTN along with the Folio number(s) to the Company's Share Registrar.

In case of non-availability of a valid copy of the CNIC in the records of the Company, the Company will be constrained to withhold the Dividend Warrant in terms of section 251(2)(a) of the Companies Ordinance 1984, which will be released by the Share Registrar only upon compliance with the aforesaid notifications.

Deduction of Income Tax from Dividend under Section 150 of the Income Tax Ordinance , 2001

Pursuant to the provisions of the Finance Act 2014 effective July 1, 2014, the rates of deduction of income tax from dividend payments under the Income Tax Ordinance have been revised as follows:

(a) Rate of tax deduction for filer of income tax returns	10%
(b) Rate of tax deduction for non-filers of income tax returns	15%

All members of the Company who hold shares in physical form are therefore requested to send a valid copy of their CNIC and NTN Certificate, to the Company's Shares Registrar, M/s. Noble Computer Services (Pvt.) Limited at the above mentioned address, to allow the Company to ascertain the status of the member.

Members of the Company who hold shares in scrip-less form on Central Depository System (CDS) of Central Depository Company of Pakistan Limited (CDC) are requested to send valid copies of their CNIC and NTN Certificate to their CDC Participants / CDC Investor Account Services.

Where the required documents are not submitted, the Company will be constrained to treat the non-complying member as a non-filer thereby attracting a higher rate of withholding tax.

Dividend Mandate (Optional):

The Company wishes to inform its members that under the law they are also entitled to receive their cash dividend directly in their bank accounts instead of receiving it through dividend warrants. Members wishing to exercise this option may submit their application to the Company's Share Registrar, giving particulars relating to their name, folio number, bank account number, title of account and complete mailing address of the bank. CDC account holders should submit their request directly to their broker (participant) / CDC.