

THE KARACHI STOCK EXCHANGE (GUARANTEE) LIMITED

KSE/N-3876

NOTICE

July 21, 2010

AZGARD NINE LIMITEDSource: "**BUSINESS RECORDER**"

Dated: July 20, 2010

Azgard Nine Limited**APPENDIX TO NOTICE OF EXTRA-ORDINARY GENERAL MEETING**

Notice is hereby given to all the members of Azgard Nine Limited (the "Company") that an Extra-Ordinary General Meeting of the Company is scheduled to be held on July 23, 2010 at 10:30 a.m. at its Registered Office located at Ismail Alwan-i-Science, Off Shahrah-i-Roomi, Lahore to transact the following business:

Ordinary Business:

1. To confirm the minutes of last Annual General Meeting held on April 30, 2010.
2. To consider the sale by the Company of its shareholding in Agriltech Limited (formerly Pak American Fertilizers Limited) ("AGL") to the extent of 75% to 79.87% of the issued share capital of AGL. The Current Market Price as on July 12, 2010 of the shares to be sold is PKR 26.08 per share. To consider and if deemed fit to pass resolutions, with or without modification, addition or deletion.
 - a) "Resolved That consent and approval of the members of the Company be and is hereby accorded under Section 186 of the Companies Ordinance, 1984 for sale of between 75% to 79.87% Ordinary Shares (Class-A) of AGL owned by the Company along with transfer of management control to such intended buyer and at such price as maybe deemed acceptable by the Company.
 - b) Further Resolved That Mr. Ahmed H. Shaikh Chief Executive Officer of the Company be and is hereby authorized to singly negotiate / finalize the said transaction with any of the intended buyers within such time frame and on such terms as deemed appropriate by him and to give effect to the above resolutions in any and all respects and take all necessary steps and actions as required under law or otherwise including but not limited to signing and executing any and all agreement, documents, applications etc. for and on behalf of the Company in relation to the above.
 - c) Further Resolved That Mr. Ahmed H. Shaikh, Chief Executive Officer of the Company be and is hereby authorized to appoint such legal, financial and other advisers and consultants as may be required for the purpose of the said transaction, on such terms and conditions and for such fees as maybe deemed appropriate by him and in this respect, sign and execute any and all agreement, documents, etc. for and on behalf of the Company."
3. To transact any other business with the permission of the Chairman.

BY ORDER OF THE BOARD

Lahore

Date: July 12, 2010

(Muhammad Ijaz Haider)
Company Secretary

The Statement under section 180 (1) (b) of the Companies Ordinance, 1984, setting forth all material facts concerning the special business to be transacted at the meeting is annexed to the copy of the Notice being sent to the Members.

Notes:

1. Share transfer books of the Company will remain closed from July 17, 2010 to July 23, 2010 (both days inclusive).
2. A member entitled to attend and vote at the meeting may appoint another member as his/her proxy to attend and vote in his/her place. Proxies completed in all respect, in order to be effective, must be received at the Registered Office of the Company not less than forty eight (48) hours before the time of meeting.
3. Members who have not yet submitted photocopies of Computerized National Identity Card (CNIC) are requested to send the same at the earliest.
4. All the account holders whose registration details are uploaded as per CDC Regulations shall authenticate their identity by showing original CNIC at the time of attending the meeting. In case of corporate entity, a certified copy of resolution of the Board of Directors / valid Power of Attorney having the name and specimen signature of the nominee should be produced at the time of meeting.