

AL-ZAMIN LEASING MODARABA

Source: "DAWN"

Dated: September 24, 2008



القاسم
Al-Zamin Leasing Modaraba

Managed by
Al-Zamin Modaraba Management (Pvt) Limited

**Amalgamation of International
Multi Leasing Corporation
Limited with and into Al Zamin
Leasing Modaraba**

NOTICE IS HEREBY GIVEN for the purpose of obtaining sanction of the Scheme of Arrangement for amalgamation dated April 25, 2008 (the "Scheme of Arrangement") of International Multi Leasing Corporation Limited (IMLCL) into Al Zamin Leasing Modaraba (AZLM) by the Honourable High Court of Sindh in a Civil Miscellaneous Application No. 667 of 2008 filed with Petition Judicial Miscellaneous No. 12 of 2008.

The purpose of the notice is:

- i) to inform that in pursuant to the order dated September 11, 2008 of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 667 of 2008 in Petition Judicial Miscellaneous No. 12 of 2008, an Annual Review Meeting of the certificate holders of AZLM will be held at ICAP Auditorium, Chartered Accountant Avenue, Clifton, Karachi on Tuesday, the 14th day of October 2008 at 10 a.m. to consider and if thought fit, adopt and agree to the Scheme of Arrangement for the amalgamation of IMLCL and its members with and into AZLM and its certificate holders.
- ii) to inform that in pursuant to the order dated September 11, 2008 of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 667 of 2008 in Petition Judicial Miscellaneous No. 12 of 2008, a meeting of the creditors of AZLM will be held at the office of AZLM at 101-108 Kassam Court BC-9, Block 5, Clifton, Karachi on Monday, the 13th day of October 2008 at 10 a.m. to consider and if thought fit, adopt and agree to the Scheme of Arrangement for the amalgamation of IMLCL and its members with and into AZLM and its certificate holders.

A copy of the Scheme of Arrangement for the amalgamation and a statement under section 298 (1) of the Companies Ordinance, 1984 (Statement) may be obtained from the office of AZLM at 101-108 Kassam Court, BC-9, Block 5, Clifton, Karachi, during normal office hours on application prior to the meeting by the certificate holders / creditors and other persons entitled to attend the meeting.

Mr. Basheer A. Chowdry, the Chief Executive Officer of the management company of the AZLM will act as chairman of the meeting of the members and creditors of AZLM and will report the result thereof to the Court in accordance with the order of the Court dated September 11, 2008.

The Scheme of arrangement will be subject to the subsequent approval of the Court.

By Order of the Board
of Al Zamin Modaraba Management (Pvt.) Limited

Karachi, Hamida Aqeel
Dated: September 24, 2008 Company Secretary

Notes:

1. The Certificate Transfer Book of Modaraba will remain closed for the period from October 7, 2008 to October 14 October, 2008 (both days inclusive).
2. Certificate holders are requested to immediately notify change in their addresses, if any, at the registered address of the Modaraba as pointed out above.
3. A certificate holder of the Modaraba entitled to attend and vote at the meeting may appoint another certificate holder as his / her proxy to attend and vote instead of him / her. Proxies, in order to be effective, must be received by the Modaraba at the above-mentioned address, not less than 48 hours before the meeting.
4. CDC Account holders will further have to observe the following guidelines, as laid down in Circular 1 dated January 20, 2006 issued by the Securities and Exchange Commission of Pakistan.

A. For attending the meeting:

- i. In case of individuals, the account holder or sub-account holder and for the person whose securities are in group account and their registration details are uploaded as per the regulations, shall authenticate his / her identity by showing his / her original National Identity Card (NIC) or original passport at the time of attending the meeting.
- ii. In case of corporate entity, the Board of Directors' resolution / power of attorney along with the specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For appointing proxies:

- i. In case of individuals, the account holders or sub-account holders or sub-account and their registration details are uploaded as per the regulations, shall submit the proxy form as per the above requirement.
- ii. Two persons, whose names, addresses and NIC numbers shall be mentioned on the form, shall witness the proxy.
- iii. Attested copies of the NIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his / her original NIC or original passport at the time of the meeting.
- v. In case of corporate entity, the Board of Directors' resolution / power of attorney along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) along with the proxy form to the Company.