

**Notice of the General Meeting of the Certificate Holders and Secured
Creditors of the
B.R.R. GUARDIAN MODARABA**

**AMALGAMATION OF CRESCENT STANDARD MODARABA
WITH AND INTO
B.R.R. GUARDIAN MODARABA**

Notice is hereby given for the purpose of obtaining sanction of the Scheme of Arrangement for Amalgamation ("Scheme of Arrangement") of Crescent Standard Modaraba (CSM) with and into B.R.R. Guardian Modaraba (BRRGM) pursuant to the Order of the Hon'ble High Court of Sindh at Karachi in its (Companies Jurisdiction) dated January 4, 2018 passed in Civil Miscellaneous Application No. 363 of 2017, In the Petition bearing J.C.M. No.44 of 2017, a General Meeting of the Certificate Holders of BRR Guardian Modaraba (BRRGM) will be held at First Floor, BRR Tower, Hassan Ali Street, Off.I.I. Chundrigar Road, Karachi on Friday February 9, 2018 at 9:00 a.m. and a separate General Meeting of the Secured Creditors of BRRGM will be held at First Floor, BRR Tower, Hassan Ali Street, off: I.I Chundrigar Road Karachi, on Friday February 9, 2018 at 11:00 a.m.to consider and if thought fit, to pass, with or without modification and to adopt and agree to the Scheme of Arrangement for the Amalgamation of CSM and its Certificate Holders with and into BRRGM and its Certificate Holders thereto, in accordance with the Scheme of Arrangement., as approved by the Board of Directors of BRR Investment (Private) Limited, manager of the BRRGM.

A copy of the Scheme of Arrangement and a Statement under Section 281(1)(a) of the Companies Act, 2017 ("Statement") explaining its effect may be obtained from the office of the Modaraba at 18th Floor, BRR Tower, Hassan Ali Street, Off. I.I. Chundrigar Road, Karachi or at the Registrar Office, F.D. Registrar Services (SMC-Pvt.) Ltd at 1705, 17th Floor, Saima Trade Towers A, I.I. Chundrigar Road Karachi (Registrar Office), Karachi during normal office hours on Application prior to the meeting by the Certificate Holders, and the Secured Creditors and other persons entitled to attend the meeting.

Mr. Ayaz Dawood, the CEO of BRRGM, will act as chairman of the meeting of the Certificate Holders and will report the results thereof to the Hon'ble Court.

Mr. Rafique Dawood, Chairman of BRRGM, will act as chairman of the meeting of the Secured Creditors and will report the results thereof to the Hon'ble Court.

The Scheme of arrangement will be subject to the subsequent approval of the Hon'ble Court

By Order of the Board

Tahir Mehmood
Company Secretary

Karachi
Dated : January 9, 2018

Notes:

1. The Certificate Transfer Books of the Modaraba will remain closed from February 3, 2018 to February 9, 2018 (both days inclusive).
2. All Certificate holders and Secured Creditors are entitled to attend and vote at the respective meeting.
3. All Certificate holders are entitled to attend and vote at the meeting is entitled to appoint another Certificate holder as proxy to attend, speak and vote for him/her Place
4. An instrument of proxy and the Power of Attorney must be valid and deposited at the Registered Office of the Modaraba not less than 48 hours before the time of the meeting or at the Registrar Office, F.D. Registrar Services (SMC-Pvt.) Ltd at 1705, 17th Floor, Saima Trade Towers A, I.I. Chundrigar Road Karachi (Registrar Office), Karachi.
5. In case of proxy for an individual Beneficial Owner of CDC, attested copies of beneficial owner's CNIC or passport. Account and participant's I.D number must be deposited alongwith the form of proxy. In case of proxy for representative of corporate members should bring the usual documents required for such purpose.
6. Certificate holders are requested to notify immediately changes, if any, in their registered addresses.