



Ghani Automobile Industries Limited

No. GAIL/KSE/2016/01

January 7, 2016

The Managing Director  
Karachi Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
**Karachi**

Fax: 021-111-573-329

The Managing Director  
Lahore Stock Exchange Limited  
19, Khayaban-e-Aiwan-e-Iqbal Road,  
P.O. Box No.1315,  
**Lahore**

Fax: 042-36368485

The Managing Director  
Islamabad Stock Exchange Limited  
55-B, ISE Towers, Jinnah Avenue,  
**Islamabad**

Fax: 051-111-473-329

Dear Sirs,

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

We enclose herewith the notice of Extraordinary General Meeting of Ghani Automobile Industries Limited to be held on January 29, 2016 for your information and record. The said notice will be published in newspapers of tomorrow the January 8, 2016.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Yours Sincerely,

**Hafiz Mohammad Imran Sabir**  
Company Secretary

Encl: As Above

274B, N Block

**CORPORATE OFFICE:** Model Town Extn.. Lahore-Pakistan

E-mail: automobiles@ghanigroup.com, Website: www.ghaniautomobiles.com

**Factory:**  
49-Km Multan Road,  
from Lahore Pakistan.  
Tel: +92-494540284-5



## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

**Ghani Automobile Industries Limited**

Notice is hereby given that Extraordinary General Meeting of the shareholders of **GHANI AUTOMOBILE INDUSTRIES LIMITED** will be held on Friday January 29, 2016 at 10:30 a.m., at Hotel Sunfort, 72-D/1, Commercial Zone, Liberty Market, Gulberg-III, Lahore to transact the following business:


1. To confirm the minutes of Annual General Meeting of the company held on October 30, 2015 and adjourned to November 6, 2015 under proviso of Section 160(2) of the Companies Ordinance 1984.
2. To elect fourteen (14) Directors of the Company in accordance with the provisions of Section 178 of the Companies ordinance, 1984, for a period of three years commencing on January 31, 2016, in place of following retiring Directors:

- |                          |                          |
|--------------------------|--------------------------|
| 1. Mr. Imtiaz Ahmad Khan | 2. Mr. Anwaar Ahmad Khan |
| 3. Mr. Aftab Ahmad Khan  | 4. Mrs. Reema Anwaar     |
| 5. Mrs. Ayesha Aftab     | 6. Mr. Junaid Ghani      |
| 7. Mr. Obaid Ghani       | 8. Mr. Jubair Ghani      |
| 9. Ms. Zahra Aftab       | 10. Dr. Amjad Aqeel      |

The Board of Directors has fixed the number of elected Directors as fourteen (14). All retiring Directors shall be eligible to offer themselves for re-election.

3. To discuss any other business with the permission of the Chair.

Lahore: December 23, 2015

By order of the Board  
  
Hafiz Mohammad Imran Sabir  
Company Secretary

### **Notes:**

1. The share transfer books of the Company will remain closed from January 22, 2016 to January 29, 2016 (both days inclusive). Transfers received at our share registrar office M/s Corplink (Pvt) Ltd, Wings Arcade, 1-K, Commercial, Model Town, Lahore, at the close of business on or before January 21, 2016 will be treated as being in time for the purposes to attend the meeting.
2. Any person who seeks to contest the election of Directors shall file with the Company at its Registered Office 274B, N Block, Model Town Extension, Lahore, not later than fourteen days before the above said meeting (a) His/her Folio No/CDC Investors Account No/CDC Participant No/Sub Account No; (b) An Attested copy of his Computerized National Identity Card (CNIC); (c) Notice of his/her intention to offer himself/herself for the election of Directors in terms of section 178 (3) of the Companies Ordinance, 1984; (d) Consent to act as director on Form 28; (e) Detailed profile along with office address for placement on the Company's website in terms of SRO 25 (1) /2012 dated January 16, 2012; (f) Declaration in respect of being compliant with the requirements of the Code of Corporate Governance 2012 and the eligibility criteria as set out in the Companies Ordinance, 1984 to act as director of a listed company.
3. A member entitled to attend and vote at the Extraordinary General Meeting is entitled to appoint another member as a proxy to attend and vote on his/her behalf. A corporation being a member may appoint as its proxy any of its official or any other person whether a member of the Company or not.
4. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed, or a notarized certified copy of the power of attorney or authority in order to be effective must be deposited at the Share Registrar of the Company not less than 48 hours before the time for holding the meeting, and must be duly stamped, signed and witnessed.
5. Members are requested to promptly notify Company's Shares Registrar M/s. Corplink (Pvt.) Ltd., Wings Arcade, 1-K Commercial, Model Town, Lahore, Ph: 042-35916714, 35916719 Fax: 042-35869037 of any change in their addresses to ensure delivery of mail.

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*274B, N Block*  
**CORPORATE OFFICE:** Model Town Extn., Lahore-Pakistan

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6. CDC Accountholders will further have to follow the under mentioned guidelines as laid down in Circular No. 1, dated January 26, 2000, issued by Securities and Exchange Commission of Pakistan ("SECP").

**For Attending of Meeting:**

- In case of individuals, the Accountholder and/or Sub-Accountholder whose registration details are uploaded as per the CDC regulations, shall authenticate his/her identity by showing his/her original CNIC or original passport at the time of attending the meeting.
- In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

**For Appointing of Proxies:**

- In case of individuals, the Accountholder and/or Sub-Accountholder whose registration details are uploaded as per the CDC regulations, shall submit the proxy form as per above requirements.
- The proxy form shall be witnessed by the two persons whose name, addresses and CNIC numbers shall be mentioned on the form.
- Attested copy of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- The proxy shall produce his/her original CNIC or passport at the time of the meeting.
- In case of entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted along with proxy form of the Company.

Proxies, in order to be valid, must be deposited at the registered office of the Company not later than 48 hours before the time of meeting.

**Submission of copies of CNIC (Mandatory)**

The shareholders having physical shares are once again requested to immediately send a copy of their valid computerized national identity card (CNIC) to our share registrar's office, M/s. Corplink (Pvt) Ltd, Wings arcade, 1-k, commercial, model town, Lahore for printing/insertion on dividend warrants in future.

**Revision of withholding tax on dividend income u/s 150 of Finance Act 2014**

It is further informed that pursuant to the provisions of Finance Act 2014, effective from July 1, 2014 a new criteria for withholding of tax on dividend income has been introduced by the FBR, as per this criteria, 'Filer' and 'Non-Filer' shareholder shall pay tax on dividend @ 12.5% and 17.5% respectively.

**Payment of Cash Dividend Electronically (Optional)**

The shareholders are also entitled to receive their cash dividend directly in their bank accounts instead of receiving it through dividend warrants. Shareholders 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.

**Transmission of Annual Financial Statements through e-mail**

In pursuance of the directions given by the Securities and Exchange Commission of Pakistan (SECP) vide SRO 787(I)/2014 dated September 8, 2014, those shareholders who desire to receive Annual Financial Statements in future through e-mail instead of receiving the same by Post are advised to give their formal consent along with their e-mail address duly signed by the shareholder along with copy of his CNIC to our share registrar's office, M/s. Corplink (Pvt) Ltd, Wings arcade, 1-k, commercial, Model Town, Lahore. Please note that giving e-mail address for receiving of Annual Financial Statements instead of the same by Post is optional, in case you do not wish to avail this facility, please ignore this notice, Financial Statement will be sent to you at your registered address.