



Ghani Global Group

# GHANI GASES LIMITED

Manufacturers of Industrial & Medical Gases



Ref: GGL/CORP/PSX

December 02, 2016

The General Manager  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
KARACHI.

Sub: **NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Dear Sir,

Please refer to our letter No. GGL/CORP/PSX, dated December 02, 2016 under the heading Disclosure of Material Information, please find enclosed prior notice of Extra Ordinary General Meeting (EOGM) of shareholders of Ghani Gases Limited (the Company) to be held on Saturday December 24, 2016 at 11.00 a.m. at registered office of the company at 10-N, Model Town Ext., Lahore 54700 before dispatch to the shareholders and advertise in the newspapers.

You are requested to inform the members of TRE certificate holders.

Thank you,  
For Ghani Gases Limited,

(FARZAND ALI)  
Company Secretary

Copy to: The Director, Enforcement, SECP, Islamabad

**Corporate Office:**

10-N, Model Town Ext. Lahore - 54700, Pakistan.  
UAN: 111-Ghani1, Ph: +92-42-35161424-5  
Fax: +92-42-35160393  
E-Mail: info@ghanigases.com  
Web: www.ghanigases.com

**GGL-I**

52-Km, Multan Road  
Phool Nagar Bypass, Distt. Kasur  
Ph: 92-49-4510349-549  
Email: ggl1@ghanigases.com

**GGL-II**

A-53, Chemical Area  
Eastern Industrial Zone  
Port Qasim, Karachi 75020  
Ph: 92-21-34740540  
Email: ggl2@ghanigases.com



A Company of Ghani Global Group

# Ghani Gases Limited

Manufacturer of Industrial & Medical Gases

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-Ordinary General Meeting of the shareholders of Ghani Gases Limited (the "Company") will be held on Saturday December 24, 2016 at 11:00 AM at registered office of the Company at 10-N, Model Town Extension, Lahore to transact the following special business:

1. To consider and if deemed fit to pass, with or without modification(s), addition or deletion, the following resolution as an ordinary resolution:

**"Resolved that** consent of the shareholders be and are hereby accorded to make the following changes in the resolution passed by the shareholders of Ghani Gases Limited (the "Company") on June 18, 2016 with regard to the utilization of the funds raised through right issue and related matters:

- (a) Rs. 450 million shall be utilized for purchase of 25,000,000 ordinary shares of Ghani Global Glass Limited, an associated listed company, subject to requisite approvals;
- (b) The expansion project of the Company at Port Qasim, Karachi envisaged to be set up, as earlier disclosed to the shareholders, shall be funded partly by utilizing right issue amounting to Rs. 200 million in addition to the long term funding from the financial institutions and/or funding from sponsors and/or from other source(s);
- (c) The investment in Ghani Chemical Industries (Private) Limited for setting up the project of calcium carbide, as earlier disclosed to the shareholders, shall be funded partly by utilizing right issue amounting to Rs.360 million, in addition to the long term funding from the financial institutions and/or funding from sponsors and/or other source(s).

**Resolved Further** that Chief Executive Officer or Company Secretary be and are hereby singly authorized and empowered to utilize the funds strictly as per this resolution and take or cause to be taken all actions as may be necessary or incidental for the implementation and giving full force to the above resolution."

2. To consider and if thought fit, pass the following resolution as special resolution, with or without modification under Section 199 and 208 of the Companies Ordinance, 2016 read with Section 207 (2) of the Companies Ordinance, 2016:

**"Resolved That** pursuant to the requirement of Section 199 and 208 of the Companies Ordinance 2016, the approval of the members of Ghani Gases Limited (the "Company") be and are hereby granted to make long term equity investment up to Rs. 450 million for purchase of 25,000,000 ordinary shares of Ghani Global Glass Limited from Mr. Masroor Ahmad Khan (4,376,300 shares), Mr. Atique Ahmad Khan (3,586,300 shares), Hafiz Farooq Ahmad (3,586,400 shares), Mr. Rabia Atique (730,000 shares), Mrs. Saira Farooq (730,000 shares) and Mrs. Tahira Naheed (11,991,000 shares) at a price of Rs.18/- per share, as per terms and conditions disclosed to the members.

**Further Resolved That** the Chief Executive Officer or Company Secretary be and are hereby singly empowered and authorized to undertake the decision of aforesaid investments as and when deemed appropriate and necessary in the best interest of the Company and its members and to take all steps and actions necessary to give effect to the above resolution and to do or cause to be done all acts, deeds and things and to sign and execute documents, agreements etc., that may be considered necessary to give effect to the above resolution."

A Statement under Section 134 (3) of the Companies Ordinance, 2016 pertaining to the special businesses referred to above is annexed to this notice of Meeting dispatched to the shareholders.

By Order of the Board of Directors

Place: Lahore  
Dated: December 02, 2016

Farzand Ali  
Company Secretary

### NOTES:

- A member entitled to attend and vote at this meeting may appoint another person as a Proxy to attend and vote on his/her behalf. In case of corporate entity, the Board of Director's resolution /power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.
- Proxies in order to be effective must be received at the Registered Office of the Company, along with the attested copies of National Identity Card (NIC) or Passport, not less than 48 hours before the meeting and must be duly stamped, signed and witness by two persons.
- CDC Account Holders will further have to follow the guidelines as laid down in Circular No. 1 of 2000 issued by the SECP.

Corporate office: 10-N, Model Town, Ext. Lahore-54700.  
UAN: 111-Ghani1, [www.ghaniglobal.com](http://www.ghaniglobal.com) / [www.ghanigases.com](http://www.ghanigases.com)