

Ghani

Ghani Glass Limited

39-L, Model Town Ext., Lahore,
Pakistan, 54700.
+92-42-111 949 949,
www.ghaniglass.com

No. GGL/PSX/2017/11

April 20, 2017

The Managing Director
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Fax: 021-111-573-329

Dear Sir,

DECISION OF THE BOARD MEETING


In continuation of our letter No.GGL/PSX/2017/10, we would like to inform you that the Board of Directors has approved to issue 90 % Right Shares (*90 shares for every 100 shares held*) in consideration of cash at par value of Rs.10 per share. The share transfer books of the company shall remain closed from May 08, 2017 to May 16, 2017 (*Both days inclusive*) for the purpose of entitlement of Right Shares.

We also enclose herewith the following information/documents:-

- Purpose, benefits and use of funds from Right Issue and Financial projections for three years duly signed by the directors present in meeting as **annexure 'A'**.
- A certified true copy of board resolution as **annexure 'B'**.
- Draft of advertisement to be published in newspapers in respect of approval of 90% Right issue as annexure **'C'**.

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

Yours truly,



Hafiz Muhammad Imran Sabir
Company Secretary

Encl: As Above

PURPOSE OF RIGHT ISSUE

As per continuing expansion strategy issuance of right shares @ 90% at par value of Rs.10 each is approved for the new project of float line:

- To install Float Line;
- To achieve the economies of scale;
- To fulfill the demands of local as well as international customers;
- To increase market share;

USE OF FUNDS

The proceeds of the right issue would be utilized to commission the project of new float line.

BENEFIT TO THE COMPANY

- Production Capacity would be enhanced;
- Market share would be increased;
- The company would be benefited from economies of scale;
- Equity base of the company will be strengthened.

FINANCIAL PROJECTIONS




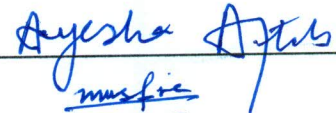


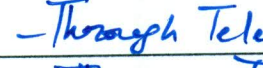
Rupees in Million

	Year 1 Rupees	Year 2 Rupees	Year 3 Rupees
Sales	15,510	15,947	16,920
Net Profit	2,865	2,980	3,120
New Paid up Capital (No. of Shares)	416,571,282	416,571,282	416,571,282

The above financial projections are based on the perception of the Directors regarding the performance of the company in the current business environment. The Company or its Directors do not accept any liability for investment decision by any person on the basis of the above financial projections. Year 1 shows the 1st year after the commencement of commercial production by the project.

GHANI GLASS LIMITED

Three Years Financial Projections signed by the Directors

<u>Name of Directors</u>	<u>Signature</u>
<u>Chairman</u>	
1. Mr. Ayub Sadiq	- Through Telecom -
<u>Chief Executive Officer</u>	
2. Mr. Imtiaz Ahmad Khan	- Through Telecom -
<u>Deputy Chief Executive Officers</u>	
3. Mr. Anwaar Ahmad Khan	
4. Mr. Aftab Ahmad Khan	
<u>Directors</u>	
5. Mrs. Rubina Imtiaz	- Through Telecom -
6. Mrs. Reema Anwaar	
7. Mrs. Ayesha Aftab	
8. Mrs. Musfira Jubair	
9. Mr. Junaid Ghani	
10. Mr. Jubair Ghani	
11. Mr. Zaid Ghani	- Through Telecom -
12. Mr. Hamza Ghani	- Through Telecom -
13. Mr. Shamim Ahmad	- Through Telecom -
14. Mr. Muhammad Riazuddin (Nominee of EOBI)	- Leave -

RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS IN THEIR MEETING HELD ON APRIL 20, 2017 AT 40-L, MODEL TOWN, LAHORE

“RESOLVED that approval be and is hereby given to increase the paid up capital of the company from Rs.2,192,480,430 to R.4,165,712,817 by issuance of 197,323,239 ordinary shares (*approximately*) to be offered as 90% Right Shares (*90 ordinary shares for every 100 shares held*) in consideration of cash at par value of Rs.10 per share”.

“FURTHER RESOLVED that these right shares shall from the date of their allotment, rank *pari passu* in all respect with the then existing fully paid shares of Ghani Glass Limited and the members receiving such shares shall have similar rights and entitlements in respect of the Right Shares as in respect of their previously held shares from the date of allotment.”

“FURTHER RESOLVED that approval be and is hereby given to close the share transfer books of the company for determination of entitlement of right shares from May 8, 2017 to May 16, 2017 (*both days inclusive*).”

“FURTHER RESOLVED that the purpose of right issue, benefits to the company, use of funds, risk factors and projections for three years as given below be and are hereby approved.”

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FINANCIAL PROJECTIONS

	<i>Rupees in Million</i>		
	Year 1	Year 2	Year 3
	Rupees	Rupees	Rupees
Sales	15,510	15,947	16,920
Net Profit	2,865	2,980	3,120
New Paid up Capital (<i>No. of Shares</i>)	416,571,282	416,571,282	416,571,282

The above financial projections are based on the perception of the Directors regarding the performance of the company in the current business environment. The Company or its Directors do not accept any liability for investment decision by any person on the basis of the above financial projections. Year 1 shows the 1st year after the commencement of commercial production by the project.

RISK FACTORS

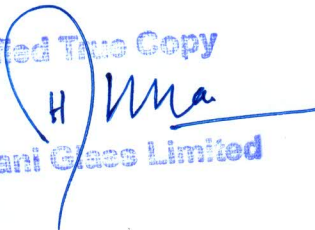
There is no material risk involved as the company has already been producing float glass. Moreover, the management has a track record and history as a pioneer of glass manufacturers in Pakistan.

"FURTHER RESOLVED that Chief Executive Officer of the company be and is hereby authorized to finalize the banker to right issue."

"FURTHER RESOLVED that after finalization of banker to right issue Mr. Imtiaz Ahmad Khan, Chief Executive Officer, Mr. Anwaar Ahmad Khan, Director and Mr. Aftab Ahmad Khan, Director of the company are singly authorized to operate the Right Issue Subscription Account of the Company."

"FURTHER RESOLVED that the Company Secretary in consultation with the Chief Executive officer be and is hereby authorized to prepare right issue plan, made any amendment thereon and obtain approval of the same from the stock exchange."

"FURTHER RESOLVED that the Chief Executive Officer and/or Company Secretary be and is hereby authorized to issue circular under section 86 of the companies ordinance, 1984 and letter of right to the shareholders, SECP and the stock exchanges."

Certified True Copy

For Ghani Glass Limited

GHANI GLASS LIMITED

90% RIGHT ISSUE OF SHARES

Shareholders are notified that the board of Directors has decided and approved to issue 90 % right shares (*90 shares for every 100 shares held*) at par value of Rs. 10/- per share for the new project of float line. The purpose of the right issue is to install Float Line, to achieve the economies of scale, to fulfill the demands of local as well as international customers and to increase market share.

The share transfer books of the company shall remain closed from May 08, 2017 to May 16, 2017 (*both days inclusive*) for the purpose of entitlement of right shares.

Shareholders are requested in their own interest to notify any change in their addresses immediately at the following address for dispatch of right issue letter.

Corplink Private Limited
Wings Arcade, 1-K, Commercial,
Model Town, Lahore
Tel: 042- 35916714, 35916719
Fax: 042- 35869037

Expected date of publication:-

April 22, 2017