

December 17, 2020

The General Manager  
Pakistan Stock Exchange Limited Stock Exchange Building  
Stock Exchange Road  
Karachi

**Subject: SUBMISSION OF AMENDED COPY OF MEMORANDUM OF ASSOCIATION**

Dear Sir,

We are submitting herewith the amended Copy of Memorandum of Association of Gillette Pakistan Limited ("The Company") duly Certified.

Yours Sincerely,



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Moosa Haroon  
Company Secretary

THE COMPANIES ACT ,2017  
COMPANY LIMITED BY SHARES


**Memorandum of Association**  
OF  
**Gillette Pakistan Limited**  
FORMERLY  
**Interpak Shaving Products Ltd.**

- I. The name of the Company is "GILLETTE PAKISTAN LIMITED"
- II. The registered office of the Company will be situated in the Province of Sindh.
- III. The objects for which the Company is established are
  1. To carry on business in Pakistan and abroad as manufacturers and marketers of and dealers in razors, razor blades, shaving equipment, soaps and toilet requisites, oral hygiene products, perfumes and cosmetics, electric household appliances, writing instruments and all other products for personal care or use.
  2. To acquire or establish and to carry on any other business whether manufacturing or otherwise and whether in Pakistan or abroad which may seem to the company capable of being conveniently carried on in connection with the above or calculated directly or indirectly to enhance the value of or render more profitable the company's businesses or assets.
  3. To carry on business as chemical engineers sterilisers, dyers, cleaners, makers of chemical plant and materials, charcoal manufacturers, metallurgists, miners and mine owners, prospectors, refiners, engineers. and metal and wood workers, printers, bookbinders, publishers, manufacturers of paper and packing materials, booksellers, library proprietors, stationers, watchmakers and jewellers, goldsmiths and silversmiths, electro-platers, fancy goods dealers and general storekeepers.
  4. To carry on business as laboratory proprietors, breeders, importers and exporters of and dealers in live animals; to act as analytical and consulting chemists, and to undertake analytical and research work of any kind.
  5. To establish, provide, maintain, conduct or otherwise subsidise research laboratories or experimental workshops for scientific or technical research and experiments, and to undertake and prosecute scientific and technical tests and experiments of all kinds, and generally to promote such scientific and technical studies, investigations and researches as may be considered likely to assist any of the businesses which the Company is authorised to carry on.


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**MOOSA HAROON**  
Company Secretary  
GILLETTE PAKISTAN LIMITED


6. To carry on all or any of the businesses of dealers in produce, commission agents, importers, exporters, ship owners, aircraft owners, charterers of ships, aircraft and other vessels, lightermen, stevedores, ship and insurance brokers, carriers by land, sea and air, forwarding agents, ship's husbands, wharfingers, warehousemen, planters, growers, farmers, stock owners and breeders, pasturer, graziers, maltsters, preservers, packers, machinists, mechanical engineers, smelters, metallurgists, mine and quarry owners, tallow melters, coopers, dealers, builders carpenters, tinsmiths, designers, and general merchants.
7. To manufacture, buy, sell, alter, repair, improve, manipulate, treat, prepare for market, and deal in all kinds of plant, machinery, apparatus, appliances, tools, utensils, commodities, substances, materials, articles and timings necessary or useful for carrying on any of the above specified businesses or usually dealt in by persons engaged therein.
8. To acquire, purchase, manage and carry on business as general merchants, merchants, capitalists, financiers, concessionaires and monetary agents and to undertake and carry on all kinds of financial commercial trading and other similar operation of business, and to purchase or otherwise acquire, or take over all or any part of the undertaking, goodwill, business premises, effects, stock, property, book debts, rights, assets and liabilities of any person or persons, partnership, firm, association, company or companies.
9. To develop and turn to account any land acquired by or in which the Company is interested, and in particular by laying out and preparing the same for building purposes, constructing, altering, pulling-down, decorating, maintaining, furnishing, fitting up and improving buildings, and by planting, irrigating, paving, draining, fencing, farming, grazing, cultivating, mining and quarrying, letting on lease or agreement, and entering into contracts and arrangements of all kinds.
10. To purchase, take on lease or in exchange, hire, apply for or otherwise acquire and hold for any estate or interest any rights, privileges, lands, buildings, easements, concessions, patents, patent rights, copyrights, licences, secret processes, machinery, plant, stock-in-trade, and any movable and immovable property of any kind necessary or convenient for the purposes of or in connection with the Company's business or any branch or department thereof, and to use, exercise, develop, grant licences in respect of, or otherwise turn to account any property, rights and information so acquired.
11. To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any person, firm or company carrying on any business which this Company is authorised to carry on, or the carrying on of which is calculated to benefit this Company or to advance its interests or possessed of property suitable for the purposes of the Company.
12. To pay for any property or rights acquired by the Company, either in cash or shares or debentures of this or any other Company or by the issue of securities, or partly in one mode and partly in another and generally on such terms as may be determined.'

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13. To construct, purchase, lease on lease or exchange, hire or otherwise acquire, lay down, enlarge, alter, maintain, improve, control or superintend any roads, railways, tramways, sidings, bridges, aerodromes, reservoirs, canals, docks, wharves, jetties, locks, watercourses, shops, stores, factories, warehouses, fuel stations, yards, dairies, buildings, works, plant, machinery, markets, villages and colliery lines which may seem necessary or convenient to the Company's business, and to contribute to or subsidize the construction and maintenance of any of the above, and to take part in the maintenance or control thereof.
14. To apply for, purchase or otherwise acquire any patents, brevets d'invention, licences, concessions and the like conferring any exclusive or non-exclusive or limited right to use or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company or the acquisition of which may seem calculated, directly or indirectly, to benefit the Company, and to use, exercise, develop or grant licences in respect of or otherwise turn to account the property rights or information so acquired.
15. To enter into partnership or into any arrangement for sharing profits, union of interest, joint adventure, reciprocal concessions or co-operation with any person, firm, association or company and to advance money to, guarantee the contracts of, or otherwise assist any such person, firm, association or company and to take or otherwise acquire shares and securities of any such association or company and to sell, hold, re-issue, with or without guarantees, or otherwise deal with the same.
16. To amalgamate with any other company or companies.
17. To sell the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares or debentures, debenture stock or other securities of any other company, whether promoted by this Company for the purpose or not, and to improve, manage, develop, exchange, lease, dispose of, turn to account or otherwise deal with all or any part of the property and rights of the Company.
18. To carry on all kinds of agency business and to take part in the management, supervision, or control of the business or operations of and to give technical Advice and assistance to any other company, association, firm or person and to act as Agents, Secretaries, Consultants, Technical Advisers or other officers of any such company, association, firm or person and in connection therewith to appoint and remunerate any Directors, Accountants, assistants and other officers or experts or agents.
19. To promote or form or assist in the promotion or formation of any company or companies for the purpose of its or their acquiring all or any of the property, rights and liabilities of the Company or for any other purpose which may seem directly or indirectly calculated to benefit this Company.
20. To guarantee the payment of moneys secured by or payable under or in respect of, or the performance of, bonds, debentures, debenture stock, shares, contracts, mortgages, charges, obligations and securities of any company, or of any person whomsoever.

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21. To invest and deal with the moneys of the Company not immediately required for the purpose of its business in such investment or securities as may be thought expedient.
22. To advance money to such persons and on such terms as the Company may approve, and in particular to customers of and persons and companies having dealings with the Company, and to give any guarantees or indemnities as may seem expedient.
23. To enter into any arrangements with any Governments or authorities, supreme, municipal, local or otherwise, and to obtain from such Governments and authorities, or take over from other persons or companies possessing the same, any rights, privileges, and concessions which the Company may think it desirable to obtain, and to carry out and utilise the same, and to obtain or assist in obtaining any Acts of any Legislature, Provisional Orders, and any sanctions or orders of any such Governments or authorities which the Company may deem proper or desirable, and to oppose any proceedings which may seem calculated, directly or indirectly, to prejudice the Company's interests.
24. To subscribe for, take or otherwise acquire and hold shares in any other company having objects altogether or in part similar to those of this Company or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
25. To borrow or secure the payment of money by mortgage, or by the issue of debentures or debenture stock, perpetual or otherwise, or in such other manner as the Company shall think fit, and for the purposes aforesaid or for any other lawful purpose to charge all or any of the Company's property or assets, present and future, and collaterally or further to secure any securities of the Company by a trust deed or other assurance, and to redeem, purchase or pay off any such securities.
26. To issue and deposit any securities which the Company has power to issue by way of mortgage to secure any sum less than the nominal amount of such securities, and also by way of security for the performance of any contracts or obligations of the Company or of its customers or other persons or corporations having dealings with the Company or in whose business or undertakings the Company is interested either directly or indirectly.
27. To receive money on loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of customers and others.
28. To draw, make, accept, indorse, discount, execute and issue bills of exchange, promissory notes and bills of lading, warrants, debentures and other negotiable or transferable instruments or securities concerning this Company.
29. To remunerate any parties for services rendered or to be rendered in placing, or assisting to place, any shares in the Company's capital, or any debentures, debenture stock or other securities of


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the Company, or in or about the formation or promotion of the Company, or the conduct of its business.

30. To establish or support. aid in the establishment and support of and subscribe to pension and superannuation funds, and to grant pensions, allowances, gratuities and bonuses to employees and ex-employees and Directors and ex-Directors-or; other officers or ex-officers of the Company, or of its subsidiary companies or predecessors in business, their widows, children and dependents, and to subscribe to benevolent and other funds for the benefit of such persons. and to subscribe to or assist in the promotion of any charitable, or public purpose of object which may. in the opinion of the ;Directors. be calculated directly or indirectly to benefit the Company or its employees or to advance the objects or interests of the Company.
31. To sell, improve, manage. develop. exchange, lease, mortgage, dis-pose of, turn to account or otherwise deal with all or any part of the property and rights of the Company.
32. To distribute any of the Company's property among the members in specie.
33. To establish and maintain local registers, agencies and branch places of business, and procure the Company to be registered or recognised to carry on business in any part of the world.
34. To undertake and execute any trusts the undertaking whereof may seem desirable, and either gratuitously or otherwise.
35. To do all or any of the above things in any part 9f the world and either as principals, agents, trustees or otherwite, 5nd either alone or in conjunction with others and by or through asap, sub-contractors, trustees or otherwise.
36. To do all such other things as are incidental to or the Company may think conducive to the attainment of the above objects or any of them.

And it is hereby declared that the word "company" save when used in reference. Jo, this Company in this clause shall be deemed to include any partnership, other body of persons whether incorporated or not incorporated whether domiciled in Pakistan or elsewhere, and that in the interpretation of this clause the powers conferred on the Company by any paragraph shall not be restricted by reference to any other paragraph and that in the event of any ambiguity this clause and every paragraph hereof shall be construed in such a way as to widen and not to restrict the power of the Company.

- IV. The liability of the members is limited.
- V. The Capital of the Company is Rs 400,000,000 divided into 40,000,000 shares of Rs. 10 each with the rights, privileges and conditions attaching thereto as are provided by the regulations of the Company for the time being, with power to increase and reduce the capital of the Company and to divide the shares in the Capital for the time being into different classes.

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To undertake that the company shall not engage in Banking or the Business of any investment company or in any unlawful business and that nothing in object clause shall be construed to entitle it to engage in such business.

We, the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names:-

Name and Surname (Present Former) In full (in Block Letters)	Father's/Husband's Name in full	Nationality with any former Nationality	Occupation	Residential Address In full	Number of shares taken by each Subscriber	Signature of Subscriber
A. A. SHOJANI		Pakistani	Advocate	20 A, 1st Sunset Street, Defence Housing Authority, Karachi.	1	
E. A. NOMANI	Anis Ahmed	— do —	— do —	6 Embassy Villas Clifton, Karachi.	1	
ISMAIL TEJANI	Ian Mohammed Tajani	— do —	— do —	4-G-8il I. Nazimabad, Karachi.	1	
K. N. KABRAJI	Nadershaw D. Kebreji	— do —	— do —	1 Bath Island. Karachi	1	
ANWER ALY SHAREEF	J. A. Shareef	— do —	— do —	/2, Khayaban-e-Mujahid, Phase—V. Defence Housing Authority, Karachi.	1	
S. N. MURTAZA	Seed Bahauiddin	— do —	— do —	111/F/6/15, Nazimabad, Karachi.	1	
Ms. ALIA RIAZ	M. Alamgir	— do —	— do —	Flat No. I. Kehkashan, 11 Hatim Aivi Road, Clifton, Karachi	1	

Dated the 6<sup>th</sup> day of December 1986

Signature

(ASHFAQ HUSSAIN OURESHI S/o. Asgher Hussain Qureshi Occupation Full Address:

Witness to above signatures  
Full name, father's/husband's name)  
(in Block Letters)

Advocate 0-83, Mohammad Ali,  
Housing Society, Karachi

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**MOOSA HAROON**  
Company Secretary  
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