

NOTICE OF THE TWENTY FOURTH ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Forth Annual General Meeting of IGI Investment Bank Limited will be held at Ground Floor, 5 – F.C.C. Syed Maratib Ali Road, Gulberg, Lahore, on October 31, 2014 at 10:30 a.m. to transact the following businesses:

ORDINARY BUSINESS:

1. To confirm the minutes of Twenty Third Annual General Meeting of the Company held on February 14, 2014.
2. To receive and adopt the audited accounts for the year ended June 30, 2014 together with the directors' report to the shareholders and auditors' report thereon.
3. To appoint company's auditors for the year ending June 30, 2015 and to fix their remuneration.
M/s. A.F. Ferguson & Co. Chartered Accountants have offered their services to act as our Statutory Auditors.

SPECIAL BUSINESS:

4. To approve the shifting of registered office of the Company from Province of Punjab to Province of Sindh and amendment in Clause II of Memorandum of Association of the Company and, if approved, to pass, inter alia, the following special resolutions:

“RESOLVED that:

- (a) The registered office of the Company be and is hereby shifted from Province of Punjab to Province of Sindh, subject to regulatory approvals and compliance.
- (b) The existing Clause II of the Memorandum of Association of the Company be and is hereby substituted by the following new Clause II:

“The registered office of the Company will be situated in the Province of Sindh.”

RESOLVED FURTHER that Chief Executive Officer and any Director of the Company, (the Authorised Persons), be and are hereby, authorised, jointly, to take such other steps and execute such other documents, deeds, statutory forms, affidavits and authority letter (including but not limited to petitions, applications, documents and statutory forms to the Securities and Exchange Commission of Pakistan and any other regulatory) as may be necessary or expedient for the purpose of shifting the registered office of the Company from Province of Punjab to Province of Sindh and giving effect to the spirit and intent of the above special resolution passed by the shareholders of the Company in this Extra-ordinary General Meeting.

RESOLVED FURTHER that all actions heretofore taken by any of the Authorised Persons on behalf of the Company in respect of the above matters are hereby confirmed, ratified and adopted by the Company in full.

OTHER BUSINESS

5. To transact any other business with the permission of the Chair.

NOTES:

1. The share transfer books of the company will remain closed from October 25, 2014 to October 31, 2014 (both days inclusive).
2. A member entitled to attend and vote at the meeting may appoint a proxy. A proxy need not be a member of the company.
3. Duly completed form of proxy must be received at the Registered Office of the company not later than forty-eight hours before the time appointed for the Meeting.
4. Shareholders are requested to notify any changes in their addresses immediately.
5. Account holders and sub-account holders holding book entry securities of the Company in the Central Depository Company of Pakistan Limited, who wish to attend the Annual General Meeting, are requested to bring original Computerized National identity Cards with copies thereof duly attested by their bankers for identification purposes.
6. Members who have not submitted copy of valid CNIC and NTN are once again advised to submit the same without further delay to ensure compliance with the Securities & Exchange Commission of Pakistan Notification SRO 19(1)2014 dated 10th January, 2014 read with Notification SRO 83 (I) 2012 dated 5th July 2012.
7. Pursuant to the provisions of the Finance Act 2014 effective July 1, 2014 the rates of deduction of income tax from dividend payments under the Income Tax Ordinance have been revised as follows:
 - a) Rate of tax deduction for filers of income tax returns - 10%
 - b) Rate of tax deduction for non-filers of income tax returns - 15%

All individuals/companies/association of persons who hold shares in physical form and/or in script-less form on Central Depository System of Central Depository Company of Pakistan are requested to send a valid copy of their CNIC and NTN Certificate to the Company's Shares Registrar to allow the company to ascertain the status of the shareholders. Where the required documents are not submitted, the company will be constrained to treat the non-complying shareholders as a non-filers thereby attracting a higher rate of withholding tax.

8. The share holders are advised to notify to the company's share registrar of any change in their addresses.
9. Form of proxy is attached to this notice.
10. Statement under Section 160(I)(b) of the Companies Ordinance, 1984 pertaining to special business is being sent to the members with this Notice of the Meeting.