

LTL/Corp/KSE-LSE/18
November 19, 2014

→ **The General Manager**
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

The General Manager
Lahore Stock Exchange Limited
Stock Exchange Building
19-Khayaban-e-Aiwan-e-Iqbal,
Kashmir Road,
Lahore.

SUBJECT: NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Dear Sir,

This refers to your vide letter Ref. No. KSE/C-972-7648 dated November 18, 2014, please find enclosed herewith copy of Notice of Extra- Ordinary General Meeting to be held on December 12, 2014 for to be published in news papers.

The Share Transfer Books of the Company will remain closed from Friday December 05, 2014 to Friday December 12, 2014 (both days inclusive).

We will be sending you 200 copies of notice of EOGM along with related information and Scheme of Amalgamation/ Merger.

Please inform the members accordingly.

Yours sincerely


Shanawaz Zafar
Company Secretary

Copy to: -The Director Enforcement, SECP, Islamabad.

Encl: - A. A.

MERGER / AMALGAMATION OF LIBAAS TEXTILE LIMITED WITH AND INTO GHANI GLOBAL GLASS LIMITED

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

In compliance with the Honourable Lahore High Court, Lahore order passed in Civil Original No. 43/2014, notice is hereby given that Extra-ordinary General Meeting (EOGM) of the shareholders of Libaas Textile Limited (LTL) will be held on Friday December 12, 2014 at 03:30 P.M. at Park Plaza Hotel, M. M. Alam Road, Gulberg-III, Lahore to consider and if thought fit approve, adopt and agree to the Scheme of Arrangement for merger/amalgamation of Libaas Textile Limited with and into Ghani Global Glass Limited and to pass or otherwise the following resolutions or connected resolutions as special resolutions, with or without modification(s), addition(s) or deletion(s) by the shareholders of the company:

RESOLVED that the consent of the general meeting be and is hereby accorded to the scheme of merger/ amalgamation of Libaas Textile Limited with and into Ghani Global Glass Limited subject to the sanction of the Honourable Lahore High Court, Lahore.

RESOLVED Further that the Scheme of Arrangement for merger/ amalgamation between Libaas Textile Limited and its members and Ghani Global Glass Limited and its members considered by this meeting and initialed by the Chairmen of this meeting for the purpose of identification with such modifications as may be approved by the shareholders of both the companies and as proposed by the Securities and Exchange Commission of Pakistan and as may be directed by the Honourable Lahore High Court Lahore be and is hereby approved, adopted and agreed.

RESOLVED Further that Mr. Tahir Bashir Khan, Chief Executive and/or Syed Sibtul Hassan Gilani, Director and/or Mr. Shah Nawaz Zafar, Company Secretary of the company be and are hereby singly authorized and empowered on behalf of the company to do all acts, deeds and things and take all necessary steps and signing of the documents, deeds and papers and all other documents as may be necessary in order to give effect to, implement and complete the merger as aforesaid and all matters connected, necessary and incidental thereto.

M/s Ahmad Pervaiz, Advocate, 20-Sir Ganga Ram Mansion, The Mall, Lahore and Khawaja Mohd Jawwad Asmi, Advocate, Saleemi Chambers, 2nd Floor, Room # 15, Syed Moj Darya Road, (Edward Road), Lahore have been appointed by the Honourable Lahore High Court, Lahore to chair the meeting and report the results thereof to the Honourable High Court.

Lahore
November 20, 2014

SHAHNAWAZ ZAFAR
Company Secretary

Notes:

1. The detailed explanatory statement accompanying the notice to the members is being sent along with the notice of the Extra-Ordinary General Meeting to the shareholders of the company.
2. Copies of Scheme of Arrangement for the subject merger, statement u/s 286 of the Companies Ordinance, 1984, recent annual/ quarterly accounts along with all published or otherwise required accounts of all previous periods of the above referred companies along with financial details on swap ratio, Memorandum and Articles of Association, requisite approvals and any other related information/ documents may also be inspected/ procured during the business hours on any working day at Registered Office of the Company from the date of publication of this notice till the conclusion of the Extra-Ordinary General Meeting.
3. The Members' Register will remain closed from Friday December 05, 2014 to Friday December 12, 2014 (both days inclusive). Transfers received, will be valid, at share registrar of the company (Vision Consulting Limited, 1st Floor, 3-C, LDA Flats, Lawrence Road, Lahore) by the close of business on Wednesday December 03, 2014.
4. A member eligible to attend and vote at this meeting may appoint another member his/her proxy to attend and vote instead of him/her. Proxies in order to be effective must be received at the Company's registered office not less than 48 hours before the time for holding the meeting.
5. In the case of shareholders who have deposited their shares in CDC will have to follow the under mentioned guidelines laid down by the Securities and Exchange Commission of Pakistan:
 - i. In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
 - ii. The proxy form shall be witnessed by two persons whose name, addresses and CNIC numbers shall be mentioned on the form.
 - iii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - iv. The proxy shall produce his/her original passport at the time of the Meeting.
 - v. In Case of corporate entity, the Board of directors' resolution/power of attorney with specimen signatures shall be submitted (unless it has been provided earlier) along with proxy form to the company.
6. For the purpose of identification and attendance of the meeting please bring the original CNIC or the Passport.