

KSE/N-167

**NOTICE**

January 12, 2009

**NISHAT (CHUNIAN) LIMITED**

Source: "BUSINESS RECORDER" Dated: January 11, 2009

**Nishat (Chunian) Limited****NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Notice is hereby given that the extra ordinary general meeting of members of Nishat (Chunian) Limited will be held at 81-Q, Gulberg II, Lahore, at 09:00 A.M., on Monday, 02 February 2009, to transact the following business:

**ORDINARY BUSINESS**

1. To confirm the minutes of last meeting

**SPECIAL BUSINESS**

2. To consider and if deemed fit, pass, with or without modification, the following resolutions as special resolutions.

Resolved unanimously, "the company be and is hereby authorized to have different kinds of share capital and different classes of shares under each kind and with different rights and privileges attached thereto in accordance with the Company's Share Capital (Variation in Rights and Privileges) Rules, 2000 as amended from time to time."

Further resolved, "the relevant clause No. V of Memorandum of Association of the company be amended and accordingly to read as under":

V. The authorized share capital of the Company is Rupees 1,50,000,000 (Rupees One Billion Seven Hundred Fifty Million Only) divided into 30,000,000 (One Hundred Thirty Million) ordinary shares and 45,000,000 (Forty Five Million) preference shares of Rupees 10 each (Ten Only) with the power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Ordinance, 1984 and any rules made there under, and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association or the Regulations of the Company for the time being and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association or Regulations of the Company.

3. To adopt a new set of articles of association and for this purpose to consider and if deemed fit, pass, with or without modification, the following resolution as special resolution.

Resolved unanimously, "the regulations contained in the printed documents submitted to this meeting, and for the purpose of identification subscribed by the chairman hereof, be approved and adopted as the articles of association of the company, in substitution for, and to the exclusion of, all the existing Articles thereof."

4. To consider and if deemed fit, pass, with or without modification, the following resolutions as special resolutions to issue preference shares.

Resolved unanimously, "pursuant to sections 88, 90 and other applicable provisions under the Companies Ordinance, 1984 read with rule 6 of Companies Share Capital (Variations in Rights and Privileges) Rules, 2000 and Rule 5 of Companies (Issue of Capital) Rules, 1996 and in accordance with the articles of association of the company and subject to such conditions and modifications as may be prescribed in granting approval by Securities and Exchange Commission of Pakistan, consent of the company be and is hereby accorded to the board of directors to offer for subscription, issue and allot 41,360,481 (50% of Paid up Capital), 15% non voting cumulative convertible preference shares of Rupees 10 each for a sum not exceeding Rupees 413,604,810 by way of right issue."

Further resolved, "Mr. Shahzad Saleem, Chief Executive and / or Mr. Ahmed Subhani, Secretary of the company be and is/are hereby authorized to comply with the formalities relating to the issue of cumulative convertible preference shares".

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

Lahore;  
Dated: January 10, 2009

By Order of the Board  
**AHMAD SUBHANI**  
Company Secretary

**Notes:**

1. The Members' Register will remain closed from 31 January 2009 to 06 February 2009 (both days inclusive). Transfers received at the Registered Office of the company by the close of business on 30 January 2009 will be entertained.
2. A member eligible to attend and vote at this meeting may appoint another member as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company at the Registered Office not later than 48 hours before the time for holding the meeting.
3. Shareholders are requested to immediately notify the change in address, if any.
4. CDC account holders will further have to follow the guidelines as laid down in circular No. 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan:

**a. For attending the meeting**

- 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 authenticate his/her identity by showing the original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- ii). In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signatures of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

**b. For Appointing Proxies**

- 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 names, 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 original CNIC or 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.

**STATEMENT UNDER SECTION 160(1)(b) OF THE COMPANIES ORDINANCE, 1984.**

This statement sets out the material facts pertaining to the special business to be transacted at the forth coming Extra Ordinary General Meeting of the Company to be held on February 02, 2009, is being dispatched to the shareholders along with notice of EOGM.