

affect in any way an Option Holder's other rights or entitlement or terms or conditions of his employment. In particular (but without limiting the generality of the foregoing words) any Option Holder who leaves Employment shall not be entitled to any compensation for any loss of any right or benefit or prospective right or benefit under this Scheme which he might have otherwise enjoyed whether such compensation is claimed by way of damages for wrongful dismissal or breach of contract or by way of compensation for loss of office or otherwise howsoever.

11.5. The CC shall follow policy and system made to ensure that there is no violation of insider trading provisions of Securities and Exchange Ordinance, 1969, and the Securities and Exchange Commission of Pakistan Act, 1997 or the rules made under these laws. If any option holder is found involved in insider trading, the options granted and not yet exercised shall lapse. The company shall forfeit all payments of such employees against which shares have not been allotted.

11.6. The policy and system for controlling insider trading, in brief, is as follows:

1. The company will ensure that each Eligible Employee is provided with a copy of the Scheme prior to grant of any Option.
2. While granting any option to an eligible employee, he/she will be warned in writing that all Options granted will lapse forthwith if the employee found indulged in insider trading.
2. The company will provide the Eligible Employee with copies of the relevant sections of law (including any up-dates or amendments thereto) dealing with the prohibition against insider trading.
4. None of the directors, CEO, company secretary and executives of the company (as defined in Code of Corporate Governance) can, directly or indirectly, deal in the shares of the Company in any manner during the closed period mentioned therein.
5. No director or employee who has actual knowledge of material non-public information relating to the Company is permitted to trade, either directly or indirectly, in the Company's securities or disclose that information except as required in the necessary course of business.
6. All trades of the Company's securities by all eligible employees must be reported within five (5) working days to the Company Secretary of the Company.
7. No insider shall disclose any material non public information to any other person nor shall such insider make recommendations or express opinion on the basis of material non public information as to trading in the Company's securities.

This policy shall be subject to modifications if required by the amendments in the relevant laws and/or rules made thereunder.

11.7. Material Non Public Information means any information which relates to the matters of the company whether directly or indirectly and is not generally known or published by the company for general information, but which if published or known, is likely to materially affect the price, of securities of the company in the market. It includes the following matters:

- i) Financial Results (quarterly, half-yearly & annual) of the company
- ii) Intended declaration of dividends (both interim & final)
- iii) Issue of shares by way of rights, bonus etc.
- iv) Any major expansion plans or execution of new projects
- v) Amalgamation, mergers and takeovers
- vi) Disposal of the whole or substantially the whole of the undertaking
- vii) Any changes in policies, plans or operations of the company
- viii) Such other information as may affect the earnings of the company

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