

**PACKAGES LIMITED**  
**NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Extraordinary General Meeting of Packages Limited will be held on Thursday, 18 May 2017 at 10.30 a.m. at the Auditorium of The Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton, Karachi-75600 to transact the following ordinary business:

1. To confirm the minutes of the 62<sup>nd</sup> Annual General Meeting held on 25 April 2017.
2. To elect ten directors as fixed by the Board in accordance with the provision of section 178(1) of the Companies Ordinance, 1984 for a period of three years, in place of the existing Directors whose terms of office will expire on 26 May 2017. The retiring directors are:

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|----------------------------|---------------------------------|
| 1. Mr. Towfiq Habib Chinoy | 6. Mr. Josef Meinrad Mueller    |
| 2. Mr. Shamim Ahmad Khan   | 7. Syed Hyder Ali               |
| 3. Mr. Tariq Iqbal Khan    | 8. Syed Aslam Mehdi             |
| 4. Syed Shahid Ali         | 9. Mr. Asghar Abbas             |
| 5. Mr. Muhammad Aurangzeb  | 10. Mr. Khurram Raza Bakhtayari |

The retiring Directors are eligible for re-election.

By Order of the Board

Karachi  
\_\_ April 2017

Adi J. Cawasji  
Company Secretary

**Notes :**

1. Any person who seeks to contest the election of directors shall, whether he is a retiring director or otherwise, file with the Company the following documents at its registered office not later than fourteen days before the date of the above said meeting :
  - i. Notice of his/her intention to offer himself/herself for the election of directors in terms of section 178(3) of the Companies Ordinance, 1984.
  - ii. Consent to act as director in Form 28 under section 184 of the Companies Ordinance, 1984.
  - iii. A detailed profile along with his/her office address as required under SRO 25(1)/2012 dated 16 January 2012 of the Securities and Exchange Commission of Pakistan.
  - iv. He/she should also confirm that:
    - He/she is aware of the duties of the directors under the Companies Ordinance, 1984, the Memorandum and Articles of Association and listing rules/regulations of the Pakistan Stock Exchange.
    - He/she is not ineligible to become a director of the Company under any applicable laws and regulations (including listing rules/regulations of Pakistan Stock Exchange).
    - He/she is not serving as director in more than seven listed companies simultaneously. Provided that this limit shall not include the directorship in the listed subsidiaries of a listed holding company.

2. The Share Transfer Books of the Company will remain closed from 11 May 2017 to 18 May 2017 (both days inclusive).
3. Any member entitled to attend, speak and vote at the Extraordinary General Meeting is entitled to appoint any person as a proxy to attend, speak and vote on his/her behalf. A proxy need not be a member of the Company. A corporation or a company, being a member may, by means of a resolution of its directors, appoint a person who need not be a member, as proxy or as its representative under Section 162 of the Companies Ordinance 1984.
4. The instrument appointing a proxy, in order to be valid, must be deposited at the Office of Share Registrar "M/s FAMCO Associates (Pvt.) Limited", at 8-F, Next to Faran Hotel, Nursery, Block-6, P.E.C.H.S., Sharah-e-Faisal, Karachi-75400, duly signed, stamped and witnessed, not less than forty-eight (48) hours before the time of the Meeting. A member shall not be entitled to appoint more than one proxy. If more than one instrument of proxy are deposited by a member with the Company, all such Instruments of proxy shall be rendered invalid.
5. Members whose shares are deposited with Central Depository Company of Pakistan Limited (CDC) are requested to bring their original Computerized National Identity Cards (CNIC) along with the participant's I.D. number and their account numbers in CDC to facilitate identification at the time of the Extraordinary General Meeting and in case of proxy, must enclose an attested copy of his/her CNIC. In case of a Corporate Entity, the Board of Directors' Resolution/Power of Attorney with specimen signature of the nominee and/or all such other documents, as are required under Circular No.1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan ("SECP") for the purpose, shall be produced at the time of the meeting (unless it has been provided earlier).
6. Members (Non-CDC) are requested to promptly notify to M/s FAMCO Associates (Pvt.) Limited of any change in their address to ensure delivery of mail.
7. Clause 1(b) of SRO No.1027/(1)2014 dated 13 November 2014 issued by the SECP states "The Company may provide video conference facility to its members for attending the General Meeting at places other than the town in which general meeting is taking place after considering the geographical dispersal of its members: Provided that if members, collectively holding 10% or more shareholding residing at a geographical location, provide their consent to participate in the meeting through video conference at least 10 days prior to date of the meeting, the Company shall arrange video conference facility in that city subject to availability of such facility in that city".

If the Company receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video-link at least [10] days prior to date of meeting, the Company will arrange video-link facility in the city subject to availability of such facility in that city.

The Company will intimate members regarding venue of video-link facility at least 5 days before the date of the Extraordinary General Meeting along with complete information necessary to enable them to access the facility.

In this regard, please fill the following form and submit to registered address of the Company 10 days before holding of the Extraordinary General Meeting:-

<p>I/We, _____ of _____ being a member of Packages Limited, holder of _____ Ordinary shares as per Register Folio No. _____ hereby opt for video conference facility at _____.</p> <p style="text-align: right;">_____ Signature of member</p>
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8. Members who have not yet submitted a photocopy of their Computerized National Identity Cards to the Company are requested to send the same at the earliest.
9. Form of Proxy in English and Urdu is attached to this Notice and should be witnessed by two persons whose names, addresses and CNIC Numbers are mentioned on the forms.