



**SHEZAN INTERNATIONAL LIMITED  
56-BUND ROAD, LAHORE**

**NOTICE OF ANNUAL GENERAL MEETING**

The 51<sup>st</sup> Annual General Meeting of the Company will be held on 30 October 2014 at 11.00 am at Avari Hotel, 87-Shahrah-e-Quaid-e-Azam, Lahore, to transact the following business:-

**ORDINARY BUSINESS:**

1. To confirm the minutes of Extraordinary General Meeting held on 27 June 2014.
2. To receive and adopt the Audited Financial Statements of the Company for the year ended 30 June 2014 together with the Director's and Auditors' Report thereon.
3. To consider and, if thought fit, approve the cash dividend @ Rs.10/- per share, i.e., 100% and bonus shares @ 10% i.e. ten (10) ordinary shares for every hundred (100) shares held by the existing shareholders, as recommended by the Board of Directors for the year ended 30 June 2014.
4. To appoint External Auditors of the Company for the year 2014-15 and fix their remuneration.
5. To transact any other business with the permission of the Chair.

**SPECIAL BUSINESS:**

6. To give effect to the issue of bonus shares, as recommended by the Board of Directors, consider and, if thought fit, pass, with or without modification, the following resolution as an ordinary resolution:

"Resolved that a sum of Rs. 7,260,000/- be capitalized out of the free reserves of the Company and applied towards issue of 726,000 ordinary shares of Rs. 10/- each as fully paid bonus shares, ranking pari passu with the existing shares, in the proportion of ten (10) ordinary shares for every hundred (100) ordinary shares held by the members whose names appear in the Members Register at the close of the business on 22 October 2014.

Further resolved that any Director, Chief Executive and/or Company Secretary be and is/are hereby authorized to give for issue and distribution of the said bonus shares".

**A statement under section 160(1)(b) of the Companies Ordinance, 1984 pertaining to the Special Business referred to above, is given in this Notice of Meeting.**

**By Order of the Board**

**Lahore:  
26 September 2014.**

**Faisal Ahmad Nisar  
Company Secretary**

Notes:

1. The share transfer books of the Company will be closed from 23 October 2014 to 30 October 2014 (both days inclusive), for determining the entitlement of dividend.
2. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf. Form of proxies, in order to be valid, must be received at the Registered Office of the Company not less than 48 hours before the meeting.
3. No person shall act as proxy unless he/she is a member of the Company, except that a corporation may appoint a person who is not a Member.
4. Signature of the shareholder on proxy application form must agree with the specimen signature registered with the Company. For the convenience of the shareholders, a proxy application form is attached with this report.
5. Shareholders are requested to immediately notify the Company of any change in their address to our registrar, M/s. Corplink (Private) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore.
6. Any individual beneficial owner of the shares in the Central Depository Company (CDC), entitled to vote at this meeting must bring his/her Computerised National Identity Card with him/her to prove his/her identity together with his/her account number in CDC and in case of proxy, must enclose an attested copy of his/her Computerised National Identity Card. Representative of corporate members should bring the usual documents required for such purpose.

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

**Item No.6 of the Agenda**

The Board of Directors are of the view that the Company's financial position and its reserves as on 30 June 2014 justify the capitalization of reserves by way of issue of bonus shares to the members in the ratio of ten (10) Bonus Shares for every hundred (100) Ordinary Shares held. As a result of issuance of Bonus Shares, the paid up capital of the Company shall stand increased to Rs. 79,860,000/- The Directors of the Company have no other interest, except to the extent of their shareholding, in this business either directly or indirectly.