

July 22, 2014

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
KARACHI

The General Manager
Lahore Stock Exchange Limited
19, Khyaban-e-Aiwan-e-Iqbal
LAHORE

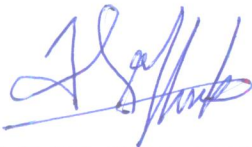
Dear Sirs,

Subject : **NOTICE OF EXTRAORDINARY GENERAL MEETING**

Please find enclosed Notice of Extraordinary General Meeting, to be held on Tuesday, 12 August 2014 at 10.30 a.m. The dates of closure of our share transfer books is from 2 August 2014 to 12 August 2014 (both days inclusive).

You may please inform the members of the exchange accordingly.

Yours very truly,
For **SINGER PAKISTAN LIMITED**



NAJMUL HODA KHAN
Company Secretary

Encl : a/a

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of **SINGER PAKISTAN LIMITED** will be held on Tuesday, 12 August 2014 at 10.30 a.m., at Beach Luxury Hotel, Karachi, to transact the following businesses:

Ordinary Business

1. To elect seven directors of the Company as fixed by the Board of Directors in their meeting held on 24 June 2014 in accordance with the provisions of section 178 (1) of the Companies Ordinance 1984 for a period of three years with effect from 12 August 2014 in place of retiring directors namely:

- | | |
|------------------------------|-------------------------------|
| 1. Mr. Kamal Shah | 2. Mr. M. Mahmood Ahmed |
| 3. Mr. Gavin J. Walker | 4. Mr. Yussuff Rasheed Chinoy |
| 5. Mr. Badaruddin F. Vellani | 6. Mr. Nasir Hussain |
| 7. Mr. Abdul Hamid Dagia | |


Any person who seeks to contest the election, whether he is a retiring director or otherwise, must file with the Company at its registered office situated at Plot No. 39, Sector 19, Korangi Industrial Area, Karachi, Pakistan. Tel: 92 – 21 – 35052941 - 5, Fax: 92 – 21 – 35052956, not later than fourteen (14) days before the date of Extraordinary General Meeting, a notice of his / her intention to offer himself / herself for election as a director alongwith relevant declaration as required under the “Code of Corporate Governance”.

Special Business

2. To approve the holding of office of profit by the Directors (including Alternate Directors) of the Company.

A statement under Section 160(1) (b) of the Companies Ordinance, 1984 setting forth the material facts concerning the Special Business to be considered at the Meeting is being sent to the Members, along with the copy of this notice.

BY ORDER OF THE BOARD



NAJMUL HODA KHAN
COMPANY SECRETARY

Karachi: 22 July 2014

NOTES

MEMBERS' REGISTER CLOSURE

- 1) The Share Transfer Books of the Company will be closed and no transfer will be accepted for registration from 2 August 2014 to 12 August 2014 (both days inclusive).

APPOINTMENT OF PROXY (IES)

- 2) A Member of the Company entitled to attend, speak and vote at the Extraordinary General Meeting is entitled to appoint another person as his / her proxy to attend, speak and vote instead of him / her and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the Extraordinary General Meeting as are available to the Member. Proxy Forms, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the Meeting. The proxy need not be a Member of the Company. The proxy shall produce his / her original Computerized National Identity Cards (CNIC) or passport to prove his / her identity. The Registered Office of the Company is located at Plot No. 39, Sector 19, Korangi Industrial Area, Karachi.
- 3) In case of corporate entity, the Board of Directors' / Trustees' resolution / power of attorney with specimen signature of the nominee shall be submitted with the proxy form to the Company, and the same shall be produced in original at the time of the meeting to authenticate the identity.
- 4) Members are requested to notify any change in their addresses immediately to our Registrar.
- 5) Members who have not yet submitted photocopy of their Computerized National Identity Cards (CNIC) are requested to send the same to our Registrar at the earliest.
- 6) CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 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 his / her original Computerized National Identity Card (CNIC), or original passport at the time of attending the meeting. CDC account holders are also requested to bring their CDC participant ID numbers and account number.

- ii) In case of corporate entity, the Board of Directors' / Trustees' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. FOR APPOINTMENT OF 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 (note 2 above).
- 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 / her original CNIC or original passport at the time of the meeting.
- v) In the case of corporate entity, the Board of Directors' / Trustees' resolution / power of attorney with specimen signature of the proxy holder 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 concerning the Special Business to be transacted at the Extraordinary General Meeting of **SINGER PAKISTAN LIMITED** to be held on Tuesday, 12 August 2014.

ITEM NO. 2 OF THE AGENDA

Holding of office of profit by the directors (including Alternate Directors)

The approval of the members of the Company will be sought for the holding of office of profit by the Directors (including Alternate Directors) of the Company in accordance with their respective terms and conditions of service. For this purpose, it is proposed that the following resolution be considered and passed as an ordinary resolution, namely:

“Resolved that the Directors (including Alternate Directors) of the Company be and are hereby authorized to hold their respective offices of profit as executives of the Company under their respective contracts of service and that they be allowed benefits arising under their respective contracts of service, and the applicable service rules of the Company and that they be paid by way of remuneration, exclusive of allowances, perquisites and retirements benefits to which they are entitled under their respective contracts of service and applicable service rules, such sums as the Directors may determine”.

“Further Resolved that in the event of any of the aforesaid offices of profit falling vacant, the approval hereby given shall be equally applicable to any other person appointed to fill such vacancy”.

The Directors (including Alternate Directors) of the Company are interested in the above resolution to the extent of their remuneration.