

**ADDENDUM TO THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING (EOGM) OF
UNITED BRANDS LIMITED TO BE HELD ON JUNE 16, 2017 AT 04:00 P.M.
AT 9TH FLOOR, NIC BUILDING, ABBASI SHAHEED ROAD KARACHI**

The following agenda item as special business is being added in the notice of Extra-Ordinary General Meeting seeking shareholders' approval in the forthcoming Extra-Ordinary General Meeting to be held on June 16, 2017.

SPECIAL BUSINESS

4. To consider the reduction in qualification shares of a Director held on his own right and in his sole name in the Company of nominal value of at least Rs. 25,000 (Rupees twenty-five thousand only) to Rs. 5,000 (five thousand only) and to approve amendments / alterations in the Articles of Association of the Company and if thought fit, pass the following resolutions as Special Resolution:

RESOLVED THAT reduction in qualification shares of a Director held on his own right and in his sole name in the Company of nominal value of at least Rs. 25,000 (Rupees twenty-five thousand only) to Rs. 5,000 (five thousand only) be hereby approved.

FURTHER RESOLVED THAT approval be and is hereby given for amending Article 40 of the Articles of Association of the Company to be read as under:

"The qualification of a Director shall be the holding in his own right and in his sole name of shares in the Company of the nominal value of at least Rs. 5,000/- (Rupees five thousand only)."

FURTHER RESOLVED THAT Mr. Shariq Ahmed, Company Secretary be and is hereby authorized to proceed with the amendment / alteration in Articles of Association of the Company by reducing qualification shares of the Directors and file necessary statutory returns with Securities and Exchange Commission of Pakistan in compliance with the Companies Ordinance, 1984 and to disseminate material information and results to the Pakistan Stock Exchange.

**STATEMENT OF MATERIAL FACTS UNDER SECTION 160 (1) (B) OF THE COMPANIES
ORDINANCE, 1984**

The amendment in Articles of Association of the Company is proposed to reduce the qualification shares of Directors of the Company of the nominal value from Rs. 25,000 (Rupees twenty-five thousand only) to Rs. 5,000 (five thousand only).

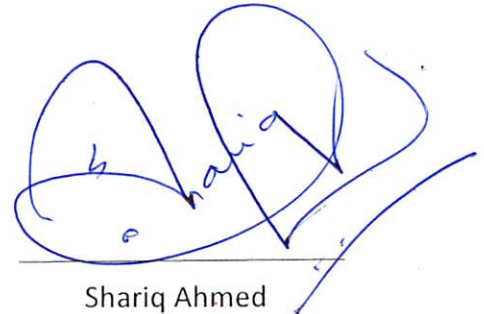
The amendment is made because acquisition of qualification shares of the nominal value of Rs. 25,000 (rupees twenty-five thousand only) is a material amount and can possibly impair the independence of the Director.

The directors have no interest directly or indirectly in alteration of the Articles of Association of the Company, except that they are shareholders/directors in the Company.

By the order of the Board



Date: 6th June 2017
Place: Karachi



A handwritten signature in blue ink, appearing to read "Shariq Ahmed", written over a horizontal line.

Shariq Ahmed
Company Secretary

