

THE KARACHI STOCK EXCHANGE (GUARANTEE) LIMITED

KSE/N-269

NOTICE

January 24, 2012

WAZIR ALI INDUSTRIES LIMITED

Source: "Daily NEWS"

Dated: January 24, 2012

**Wazir Ali Industries Ltd.**

TERMS, CONDITIONS AND PROCEDURES FOR PURCHASE OF 1,387,196 SHARES OF WAZIR ALI INDUSTRIES LIMITED BY DALDA FOODS (PVT.) LIMITED AND MR. SYED YAWAR ALI

This is to inform to all shareholders that Dalda Foods (Pvt.) Limited and Mr. Syed Yawar Ali (the majority shareholders) of Wazir Ali Industries Limited (the Company) has / have decided to purchase all the shares of the Company held by others. The shareholders of the Company passed a Special Resolution for de-listing of the Company from the Karachi Stock Exchange and Lahore Stock Exchange at the Extraordinary General Meeting held on 20th January, 2012. A copy of the special Resolution is being sent to the members separately.

Below are the set out terms, conditions and procedures for purchase of shares of the Company by Dalda Foods (Pvt.) Limited and Mr. Syed Yawar Ali.

1. Dalda Foods (Pvt) Limited and Mr. Syed Yawar Ali are offering to buy the shares of the Company at a price of Rs. 14.50 per share. This purchase price has also been approved by the Karachi Stock Exchange (Guarantee) Limited in accordance with its Listing Regulations.
2. The share purchase offer will be valid from January 25, 2012 to March 24, 2012, both days inclusive. After this period, it is intended that the Company will be de-listed from the Karachi Stock Exchange (Guarantee) Limited and the Lahore Stock Exchange (Guarantee) Limited.
3. This offer is valid for all shareholders of the company (i.e. those shareholders holding physical share certificates and those shareholders whose shares are held as book-entry security in the Central Depository System of the Central Depository Company of Pakistan Limited (CDC).
4. In order to avail the offer, shareholders need to either send (by Registered mail or courier service) or personally take the documents to our authorized Purchase Agent:

Alfa Adhi Securities (Private) Limited
Address : SR-13, Land Mark Plaza, Suite No. 303, 3rd Floor, Muhammad Bin Qasim Road, Karachi.
Telephone No: 021-32628150,
021-32628145, Fax No: 021-32211074

A. Physical Shares

- i) For registered Shareholders:
 - Shares certificates with verified transfer deeds.
- ii) For shareholders with open transfer deeds:
 - Share certificates with verified transfer deeds.
 - Copy of CNIC of the person who owns the shares.
 - Copy of purchase bill of the member of the respective stock exchange, duly attested by the official of the respective stock exchanges.
- iii) M/s. Alfa Adhi Securities (Private) Limited will issue a receipt in exchange for the above documents. Once the share certificates, transfer deed and other documents have been verified by the Company's Shares Department / Registrar, THK Associates (Pvt.) Limited, Ground Floor, State Life Building No. 3, Dr. Ziauddin Ahmed Road, Karachi. Phone No. +92-21-111000322 Fax No. +92-21-35655595. Shareholders will be requested to collect payment for their shares at the rate of Rs. 14.50 per share less the member's commission from Alfa Adhi Securities (Private) Limited.

B. Shares through the CDC

- The Purchase Agent would purchase the shares either through Karachi Automated Trading System (KATS) or as per the following procedures:
- Shareholders should arrange to credit Alfa Adhi Securities (Private) Limited, Member ID-00203. Narration should mention owner's name.
 - Copy of request letter to participant / broker for share transfer to Alfa Adhi Securities (Private) Limited account.
 5. Payment to sellers through KATS will be made as per Clearing House Schedule of the Karachi Stock Exchange and Lahore Stock Exchange and to other shareholders within three weeks of the date of issuance of the receipt.

Karachi
Company Secretary
Dated: 23rd January 2012

KSE