



# Associated Services Limited

(Formerly Latif Jute Mills Ltd.)

## M/S. ASSOCIATED SERVICES LIMITED MINUTES OF EXTRAORDINARY GENERAL MEETING

An Extraordinary General Meeting of Associated Services Limited was held on March 12, 2016 at 03:00 PM at Room No. 1, 1<sup>st</sup> Floor, Merium Heights, Plot No. C-11, Cooperative Housing Society's Limited, Block 7 & 8, Shaheed-e-Millat Road Karachi

The following 84 shareholders holding 80.102% shares were present:

- |                               |                            |
|-------------------------------|----------------------------|
| 1. Mr. M. Tariq Bawany        | Chief Executive / Director |
| 2. Mr. Asif Misbah            | Director                   |
| 3. Mr. Swaleh Misbah Khan     | Director                   |
| 4. Mr. Sheikh Muhammed Waseem | Director                   |
| 5. Mr. Mohammed Aslam         | Director                   |
| 6. Mr. Muhammad Asif          | Director                   |

The other shareholders were present as per list attached.

The meeting started with the recitation of the Holy Quran.

Mr. M. Tariq Bawany chaired the meeting.

### CONFIRMATION OF MINUTES

The Minutes of the Annual General Meeting held on 31st, October, 2015, were taken as read and unanimously confirmed by the shareholders.

### SPECIAL BUSINESS

The Chairman informed the meeting that management of the Associated Services Limited (ASRL) (the Company) has decided to revive the Company by merging of the Company with and into Macter International Limited (MACTER), a Company engaged in Pharma business, which after merger will be listed on Pakistan Stock Exchange Limited in place of ASRL. He further informed the shareholders that MACTER is a sound Pharma Company hence the shareholders of ASRL will be benefited from the profits of the MACTER and then invited the discussion on the Scheme of Arrangement, which was already circulated among the members. The shareholders enquired about the rationale of swap ratio of one share of MACTER in exchange of four shares of ASRL. The Chairman informed the shareholders that swap ratio has been worked out by an independent firm KPMG Taseer Hadi & Co., Chartered Accountants on the basis of discounted cash flow and adjusted net assets value methods and certificate from KPMG has already been provided to the shareholders. After deliberations the shareholders unanimously passed the following resolution:

**"RESOLVED THAT** the Scheme of Arrangement dated December 18, 2015, for the merger, by way of amalgamation, of Associated Services Limited with and into Macter International Limited, along with all ancillary matters thereto, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the Honorable High Court of Sindh at Karachi, in terms of the provisions of the Companies Ordinance, 1984."

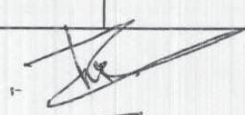
### ANY OTHER BUSINESS

There being no other business, the meeting concluded with the vote of thanks to the Chair.

  
CHAIRMAN

**ASSOCIATED SERVICES LIMITED**  
**ATTENDENCE REGISTER OF**  
**EXTRAORDINARY GENERAL MEETING**  
**HELD ON MARCH 12, 2016 AT 03:00 PM**  
**AT REGISTERED OFFICE OF THE COMPANY**

S. No.	Folio No.	Name of Shareholder	No. of Shares
1	7344-2744	HAJIRA A. HUSSAIN	1,000
2	002638	AHRAR HUSSAIN	100
3	002606	ABDUL MAJEED	500
4	002608	RAZIA BANO	50
5	3277-79496	FAZAL AHMED	10
6	14233-1120	SIDAQAT ALI KHAN	20
7	14233-1054	SAADAT ALI	10
8	7344-912	TARIQ RASHEED	1,000
9	6684-154529	MUHAMMAD ZAHIDIN	1
10	6684-154511	ZUBAIDA KHATOON	1
11	4002-32850	ANWAR IQBAL	1
12	6684-126832	RUBINA SAEED	1
	6684-126840	RUBINA SAEED	1
	6684-128572	RUBINA SAEED	1
13	4259-5550	ABDUL KHALIQ	1
14	4259-12671	BILQUEES BANO	1
15	3277-64359	MANSHA IQBAL	8
	002646	MANSHA IQBAL	5
16	4234-8309	MUHAMMAD HASNAIN	305
17	4234-6170	REHAN AHMED KHAN	2,000
18	10231-13533	MUHAMMAD SULTAN	3
19	10231-11719	IQBAL BEGUM	4
20	10231-13624	NAJMA	2
21	3277-10902	IRFANA GOHAR	5
22	3277-23442	ZUBAIDA HABIB	2
23	3277-65887	IQBAL BEGUM	1
24	4457-59967	MUHAMMAD ALI	2
25	4457-65253	ERUM BANO	1
26	002618	KHURSHEED AHMED	10
27	6684-103484	AQEEL AHMED	1
28	7344-2744	HAJIRA	1,000
29	208-12548	SHAMIM FATIMA	1
30	208-543	Muhammad Qasim	1
31	208-13405	NASREEN JALIL	1
32	208-28775	NARGIS SHAHIDA	1
33	208-26134	MUHAMMAD ZEESHAN	1
34	208-27553	HAFIZA AFSAH	1
35	208-27652	FAIZA JALIL	1
36	208-12530	ROBINA NAZ	1
37	208-10831	NARGIS SHAHIDA	1
38	10231-15819	MOHAMMAD JAVAID HAMIDIA	40
39	3863-22966	IFTIKHAR AHMED	5



40	3863-46122	IMRAN	5
41	3863-49050	SOHAIL SHABBIR	5
42	3863-45835	JAMAL UDDIN	10
43	1651-14168	FAHIM UDDIN	1
44	1651-16874	IMRAN	1
45	1651-18102	MUHAMMAD AHSAN	11
46	1651-20389	MUHAMMAD FAIZAN FATTANI	1
47	1651-21536	MOHAMMAD FAYYAZ FATTANI	1
48	4440-4485	MUHAMMED YOUSUF KHAN	1
49	4440-8619	NASIR	2
50	4440-11811	JAMAL UDDIN	2
51	7450-17558	MUHAMMAD WASEEM	1
52	3277-85002	MUHAMMAD WASEEM	1
53	3277-13590	JAMAL UDDIN	8
54	3277-82817	ISLAM UD DIN	1
55	3277-46696	IMRAN	1
56	3277-41943	IFTIKHAR AHMED KHAN	1
57	3277-85002	MUHAMMAD WASEEM	1
58	6684-25398	ISLAM UD DIN	1
59	364-197572	FARHANA MOHAMMAD HANIF	1
60	002655	MRS.FAIZA	1
61	002656	MUHAMMAD SHAHID	1
62	002657	FAYZAN	1
63	002658	ZARINA	1
64	002659	MUHAMMAD ASHRAF	1
65	002660	MUHAMMAD ALI	1
66	002661	ERUM BANO	1
67	002662	MUHAMMAD ALI	1
68	6684-78314	AMIR SADIQ	1
69	4424-23578	SYED IQBAL	5,700
70	002663	MAIMOONA	1
71	002664	FEHMIDA	1
72	4457-58068	FAIZA	1
73	4457-36650	MOHAMMAD SHAHID (STT)	1
74	4457-58100	ZARINA	2
75	4457-59231	FAYZAN	2
76	3277-41419	MOHAMMAD SHAHID	1
77	3277-81516	FAIZA	1
78	002666	MACTER INTERNATIONAL LIMITED	1,537,533
79	4424-30573	MACTER INTERNATIONAL LIMITED	1,124,532
80	4424-17844	MUHAMMAD TARIQ BAWANY (200)	500
81	002669	ABDUL RAUF	26,000
82	002504	EBRAHIMYAN CO. (PVT) LTD	50,100
83	002486	STARLITE CO. (PVT)LIMITED	5,000
84	090006	AL-LATIFI (PVT) LTD.	94,000
		<b>TOTAL</b>	<b>2,849,541</b>

