

Ghani

Ghani Glass Limited

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ADDENDUM TO NOTICE OF EXTRAORDINARY GENERAL MEETING

This is to inform you that the following addition should be read as a part of the Notice of Extraordinary General Meeting of Ghani Glass Limited to be held on June 19, 2023 at 11:00 a.m. at Park Lane Hotel, 107-B3, Gulberg III, MM Alam Road, Lahore to transact the following business:

SPECIAL BUSINESS

To consider and if deemed fit, pass, with or without modification, the following Special Resolution to amend the Articles of Association of the Company:

"RESOLVED that approval be and is hereby given to amend the existing Article 83 of the Articles of Association by substituting with following:

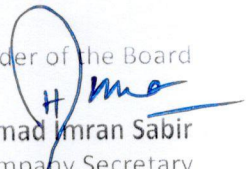
Capitalization of Reserve:

Article 83

The Board of Directors may resolve that any moneys, investments, or other assets forming part of the undivided profits of the Company standing to the credit of any reserve or other fund or in the hands of the Company and available for dividend (or representing premiums received on the issue of shares and standing to the credit of the shares premium account) be capitalized and distributed amongst such of the shareholders as would be entitled to receive the same if distributed by way of dividend and in the same proportions on the footing that they become entitled thereto as capital and that all or any part of such capitalized fund be applied on behalf of such shareholders in paying up in full, any unissued shares, debentures or debenture-stock of the Company which shall be distributed accordingly and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum.

Lahore: June 1, 2023

By order of the Board


Hafiz Muhammad Imran Sabir
Company Secretary

Statement of Material Facts under Section 134(3) of the Companies Act, 2017

Capitalization of Reserve:

The Board of Directors has proposed that Article 83 of the Articles of Association of the Company be altered to bring it in line with the Companies (Further Issue of Shares) Regulations, 2020.

For this purpose, it is proposed that the resolution set out in the addendum to the notice of Extraordinary General Meeting of the company be passed as a Special Resolution.

A comparison of existing and proposed alteration in the Articles of Association is given below:

Existing Article 83	Amended Article 83
Any General Meeting may resolve that any moneys, investments, or other assets forming part of the undivided profits of the Company standing to the credit of any reserve or other fund or in the hands of the Company and available for dividend (or representing premiums received on the issue of shares and standing to the credit of the shares premium account) be capitalized and distributed amongst such of the shareholders as would be entitled to receive the same if distributed by way of dividend and in the same proportions on the footing that they become entitled thereto as capital and that all or any part of such capitalized fund be applied on behalf of such shareholders in paying up in full, any unissued shares, debentures or debenture-stock of the Company which shall be distributed accordingly and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum.	The Board of Directors may resolve that any moneys, investments, or other assets forming part of the undivided profits of the Company standing to the credit of any reserve or other fund or in the hands of the Company and available for dividend (or representing premiums received on the issue of shares and standing to the credit of the shares premium account) be capitalized and distributed amongst such of the shareholders as would be entitled to receive the same if distributed by way of dividend and in the same proportions on the footing that they become entitled thereto as capital and that all or any part of such capitalized fund be applied on behalf of such shareholders in paying up in full, any unissued shares, debentures or debenture-stock of the Company which shall be distributed accordingly and that such distribution or payment shall be accepted by such shareholders in full satisfaction of their interest in the said capitalized sum.

Interest of Directors

The directors are not interested, directly or indirectly, in the above businesses except to the extent of their shareholding in company.

Availability of Documents

All material information (including Memorandum and Articles of Association of the Company and SECP notification regarding annual accounts) in respect of special businesses are placed for information of the shareholders at the registered office of the company and shall be available for inspection from 9:30 a.m. to 5:30 p.m. on any working day before the date of EOGM.