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الضامن لیزنگ مضاربہ

Al-Zamin Leasing Modaraba

Managed by
Al-Zamin Modaraba Management (Pvt) Limited

Public Notice

Amalgamation of Al-Zamin Leasing Modaraba and Al-Zamin Leasing Corporation Limited with and into Invest Capital Investment Bank Limited

NOTICE IS HEREBY GIVEN for the purpose of obtaining sanction of the Scheme of Arrangement for amalgamation dated June 26, 2009 (the "Scheme of Arrangement"), of Al-Zamin Leasing Corporation Limited ("AZLCL") and Al-Zamin Leasing Modaraba ("AZLM") with and into Invest Capital Investment Bank Limited ("ICIBL"), by the Honourable High Court of Sindh in a Civil Miscellaneous Application No. 885 of 2009 filed with Judicial Miscellaneous Petition Judicial Miscellaneous No. 37 of 2009, through legal counsel Mohsin Tayebaly & Co.

The purpose of the notice is:

(i) to inform that pursuant to the order dated September 03, 2009 of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 885 of 2009 in Petition Judicial Miscellaneous No. 37 of 2009, an Extra Ordinary General Meeting (EOGM) of the certificate holders of AZLM will be held at Emerald-3, Regent Plaza Hotel, Karachi on Thursday, the 8th day of October 2009 at 10:00 a.m. to consider and, if thought fit, adopt and agree to the Scheme of Arrangement for the Amalgamation of Al-Zamin Leasing Corporation Limited and Al-Zamin Leasing Modaraba and their members and certificate holders respectively with and into ICIBL and its members;

(ii) to inform that pursuant to the order dated September 03, 2009 of the High Court of Sindh at Karachi, passed in Civil Miscellaneous Application No. 885 of 2009 in Petition Judicial Miscellaneous No. 37 of 2009, a meeting of the creditors of AZLM will be held at 101-108 Kaseem Court, BC-9, Block 5, Clifton, Karachi on Friday, the 9th day of October 2009 at 3:30 p.m to consider and, if thought fit, adopt and agree to the Scheme of Arrangement for the Amalgamation of Al-Zamin Leasing Corporation Limited and Al-Zamin Leasing Modaraba and their members and certificate holders respectively with and into ICIBL and its shareholders;

A copy of the Scheme of Arrangement for the amalgamation and a statement under section 286 (1) of the Companies Ordinance, 1984 ("Statement") may be obtained from the office of AZLM at 101-108 Kaseem Court, BC-9, Block 5, Clifton, Karachi, during normal office hours on application prior to the meeting by the certificate holders / creditors and other persons entitled to attend the meeting.

Mr. Basheer A. Chowdry, the Chief Executive Officer of the management company of the AZLM, will act as chairman of the meetings of the certificate holders and creditors of AZLM and will report the results thereof to the Court in accordance with the order of the Court dated September 03, 2009.

The Scheme of arrangement will be subject to the subsequent approval of the Court.

By Order of the Board of
Al Zamin Modaraba Management (Pvt.) Limited

Karachi.
Dated: September 16, 2009

Hamida Aqeel
Company Secretary

Notes:

1. The Certificate Transfer Books of the Modaraba will remain closed for the period from 1st October 2009 to 8th October 2009 (both days inclusive).
2. Certificate Holders are requested to immediately notify change in their addresses, if any, at the registered address of the Modaraba as pointed out above.
3. A certificate holder of the Modaraba entitled to attend and vote at this meeting may appoint another certificate holder as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by the Modaraba at the above-mentioned address, not less than 48 hours before the meeting.
4. CDC Account holders will further have to observe the following guidelines, as laid down in Circular 01 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan:

A. For Attending Meeting:

i) In case of individual, 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 National Identity Card (NIC), or original passport at the time of attending the meeting.

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

B. For Appointing Proxies:

i) In case of individual, 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 requirements.

ii) Two persons, whose names, addresses, and NIC numbers shall be mentioned on the form, shall witness the proxy.

iii) Attested copies of NIC or passport of the beneficial owners and proxy shall be furnished along with the proxy form.

iv) The proxy shall produce his/her original NIC or original passport at the time of the meeting.

v) In case of corporate entity, the Board of Directors' resolution/power of attorney, along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) along with the proxy form to the Modaraba.