111-573-329 ATTN: Mr. Ali Akbar

Clariant
Clariant Pakistan Limited

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-Ordinary General Meeting of the Members of Clariant Pakistan Limited will be held on Friday, 15th March 2013 at 11.00 a.m. at the registered office of the Company, situated at 1-A/1, Sector 20, Korangi Industrial Area, Korangi, Karachi-74900 to transact the following business:

SPECIAL BUSINESS:

To consider and approve an ordinary resolution, with or without any modification, in terms of Section 164(1) of the Companies Ordinance, 1984 in respect of the disposal of Plant, Machinery, Equipment, Furniture and Inventory relating to the Company's discontinuing businesses i.e Masterbatches and Leather.

"RESOLVED, that consent of the general meeting be and is hereby accorded to the disposal of Plant, Machinery, Equipment, Furniture and Inventory relating to the Company's discontinuing businesses, Masterbatches and Leather and that the Board of Directors of the Company be and are hereby authorized to sell and otherwise dispose of the said assets in such lot or lots and in such manner and on such basis and on such terms and subject to such conditions and for such consideration and to do all such acts as may be deemed fit and appropriate for above purpose.

FURTHER RESOLVED, that the Board of Directors of the Company or their nominee(s) / representative(s) be and are hereby authorized and empowered on behalf of the Company to do all acts, deeds and things and take all necessary steps for the disposal including negotiations and signing of the documents, deeds and papers, agreements and all other documents as may be necessary in order to give effect to, implement and complete the sale of the assets as aforesaid and all matters connected, necessary and incidental thereto."

OTHER BUSINESS:

To transact any other ordinary business with the permission of the Chair

Statement under Section 160 (1) (b) of the Companies Ordinance, 1984

The Board of Directors of the Company have called an Extra-ordinary General Meeting to consider, and if thought fit, approve the sale of certain assets of the Company. The Company has decided to discontinue the masterbatches and leather businesses of the Company in order to better focus on its other lines of business, such as textile, paper and emulsions etc. The assets in respect of the discontinuing lines of business will thus not be required by the Company. It is therefore proposed that the plant, machinery, equipment, furniture, and Inventory in respect of the discontinuing lines of business be disposed of at their fair market value. In addition, the constructed area currently utilized by the leather and masterbatches lines of business will not be needed by the Company following the discontinuation of those business lines. As such, it is proposed to give such constructed area on lease at fair market value.