engro polymer & chemicals

February 20, 2017.

The General Manager
Pakistan Stock Exchange Limited.
Stock Exchange Building
Stock Exchange Road
Karachi.

NOTICE OF ANNUAL GENERAL MEETING
OF
ENGRO POLYMER & CHEMICALS LIMITED

Dear Sir,

We are enclosing herewith the Notice of Meeting of Annual General Meeting of Engro Polymer & Chemicals Limited to be held on Friday, April 14, 2017 at 10:00 a.m. at Karachi Marriott Hotel, for circulation amongst the TRE Certificate Holders of the Exchange.

Very truly yours

SCHAANE ANSARI
Company Secretary

Encl: As above.

Engro Polymer & Chemicals Limited
16th Floors, The Harbor Front Building, HC-3, Marine Drive, Block-4, Clifton, Karachi 75600, Pakistan.
UAN: 92 (21) 111 411 411 PABX: 92 (21) 3529 3871-3529 3885 Fax: 92 (21) 3529 3886, 3529 3887
www.engropolymer.com

ENGRO POLYMER AND CHEMICALS LIMITED
NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Nineteenth Annual General Meeting of Engro Polymer & Chemicals Limited will be held at Karachi Marriott Hotel, Abdullah Haroon Road, Karachi on Friday, April 14, 2017 at 10.00 a.m. to transact the following business:

A. ORDINARY BUSINESS

(1) To receive and consider the Audited Accounts for the year ended December 31, 2016 and the Directors' and Auditors' Reports thereon.

(2) To appoint Auditors and fix their remuneration.

(3) To elect 7 directors in accordance with the Companies Ordinance, 1984. The retiring Directors are Messrs. Ghias Khan, Imran Anwer, Shahzada Dawood, Kimihide Ando, Shoichi Ogiwara, Feroz Rizvi, Asad Said Jafar, Zafar Hadi, Mazhar Hasnani and Farman Ahmad Khan Lodhi.

B) SPECIAL BUSINESS

(4) To consider, and if thought fit, to pass the following resolution as Special Resolution:

"RESOLVED that the Company may circulate the annual balance sheet and profit and loss account, auditor's report, directors report etc. to its members through CD/DVD/USB instead of in hardcopy at their registered addresses".

By Order of the Board

Karachi,
Dated: February 07, 2017

SCHAANE ANSARI
Company Secretary

N.B.

(1) The Directors of the Company have fixed, under sub-section (1) of Section 178 of the Companies Ordinance, 1984, the number of elected directors of the Company at 07.

(2) The Share Transfer Books of the Company will be closed from Tuesday, April 04, 2017 to Friday, April 14, 2017 (both days inclusive). Transfers received in order at the office of our Registrar, M/s. FAMCO Associates (Private) Limited, 8-F, Next to Hotel Faran, Nursery, Block 6, P.E.C.H.S. Shahra-e-Faisal, Karachi, PABX Nos. (92-21) 34380101-5 and email info.shares@famco.com by the close of business (5:00 p.m) on Monday, April 03, 2017 will be treated in time to entitle the transferees to attend and vote at the meeting.

(3) A member entitled to attend and vote at this Meeting shall be entitled to appoint another person, as his/her proxy to attend, speak and vote instead of him/her, and a proxy so appointed shall have such

rights, as respects attending, speaking and voting at the Meeting as are available to a member. Proxies, in order to be effective, must be received by the Company not less than 48 hours before the Meeting. A proxy need not be a member of the Company.

Statement under Section 160 of the Companies Ordinance, 1984

This statement is annexed to the Notice of the Nineteenth Annual General Meeting of Engro Polymer & Chemicals Limited to be held on Friday, April 14, 2017 at which certain Special Business is to be transacted. The purpose of this statement is to set forth the material facts concerning such Special Business.

ITEM (4) OF THE AGENDA

To give effect to the notification S.R.O 470(I)2016 of the Securities and Exchange Commission of Pakistan ("SECP"), shareholder's approval is being sought to allow the Company to circulate its Annual Report through CD/DVD/USB to all members. The Company however, shall place on its website a standard request form to enable those members requiring a hardcopy of the Annual Report instead of through CD/DVD/USB, to intimate the Company of their requirement.

By Order of the Board

Karachi,
Dated: February 07, 2017

SCHAANE ANSARI
Company Secretary