Ghani

Ghani Glass Limited
39-L, Model Town Ext., Lahore,
Pakistan. 54700.
+92-42-111-949-949,
www.ghaniglass.com

No. GGL/KSE/2015/20

August 5, 2015

The Managing Director
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Fax: 021-111-573-329

The Managing Director
Lahore Stock Exchange Limited
19, Khayaban-e-Aiwan-e-Iqbal Road,
P.O. Box No.1315,
Lahore.

Fax: 042-36368485

Dear Sirs,

Extraordinary General Meeting of -Ghani Glass Limited.

In pursuance of rule 5.6.4 (b) of the Rule book of Karachi Stock Exchange Ltd, we enclose herewith resolutions passed by the shareholders in the Extraordinary General Meeting of **Ghani Glass Limited** held toady at 11:00 A.M. at Hotel Sunfort, Lahore.

Yours Sincerely,

Hafiz Mohammad Imran Sabir
Company Secretary

Encl: **As Above**

cc: Corporate Supervision Department, SECP, Islamabad

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RESOLUTIONS PASSED UNANIMOUSLY BY THE SHAREHOLDERS IN THE EXTRAORDINARY GENERAL MEETING OF GHANI GLASS LIMITED HELD ON WEDNESDAY, AUGUST 5, 2015 AT 11:00 A.M. AT HOTEL SUNFORT, LIBERTY MARKET, LAHORE

"**RESOLVED** that the minutes of the Extraordinary General Meeting held on December 13, 2014 at 11.00 A.M at Avari Hotel, Lahore having been read, be and are hereby **CONFIRMED/APPROVED.**"

"**RESOLVED THAT** subject to the sanction of the Lahore High Court Lahore M/s. Techno Glass Industries Limited *(associated company)* be and is hereby merged with and into M/s. Ghani Glass Limited in accordance with the Scheme of Arrangement ("Scheme") for amalgamation to be approved by the Lahore High Court Lahore.

FURTHER RESOLVED THAT the Scheme of Arrangement ("Scheme") for amalgamation between M/s. Techno Glass Industries Limited *(associated company)* and its members and M/s. Ghani Glass Limited and its members considered by the meeting and initiated by the Chairman of the meeting for purpose of identification be and is hereby adopted, agreed and approved.

FURTHER RESOLVED THAT the SWAP ratio as recommended by the board of directors of M/s. Ghani Glass Limited be and is hereby approved and issuance of 1 ordinary share of M/s. Ghani Glass Limited to be issued to the shareholders of M/s. Techno Glass Industries Limited in exchange for every 4.3475 ordinary shares of M/s. Techno Glass Industries Limited *(associated company)* held by them be and is hereby approved.

FURTHER RESOLVED THAT Mr.Imtiaz Ahmad Khan, Chief Executive Officer, and Mr.Aftab Ahmad Khan, Deputy Chief Executive Officer and Hafiz Mohammad Imran Sabir, Company Secretary of the Company be and are hereby jointly and singly authorized to take all steps necessary, ancillary and incidental by the Company for completion of the amalgamation of M/s. Techno Glass Industries Limited *(associated company)* with and into M/s. Ghani Glass Limited including but not limited to:

- Make such alteration and modification in the Scheme of Arrangement for amalgamation as may be required from time to time;

- Take such other and execute such other documents as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the above resolutions and

- Generally to submit all such documents as may be required by the SECP or Lahore High Court Lahore in relation to the amalgamation, executing all such certificates, applications, notices, reports, letters and any other document or instrument including any amendments or substitutions to any of the foregoing as may be required in respect of the amalgamation or any action incidental thereto."

Certified True Copy

For Ghani Glass Limited