Estd. 1860
MURREE BREWERY
Company Limited

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting of the Company will be held at the Registered Office 3 - National Park Road, Rawalpindi on **Thursday, 22nd February, 2018 at 10.00 A.M** to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the 150th Annual General Meeting held on 26th October, 2017.
2. **SPECIAL BUSINESS:**

   INCREASE IN AUTHORIZED SHARE CAPITAL:

   The shareholders approved increase in authorized share capital from Rs. 300 Million to Rs. 4,000,000,000/- (Rupees four billion) and issuance of 1500% bonus shares at the Extra-ordinary General Meeting of the shareholders held on 29th September 2016. This was challenged by a shareholder in the honourable Lahore High Court which ordered that the Company should first raise its authorized share capital and thereafter issue bonus shares. In accordance with the orders of the honourable High Court shareholders have to approve the increase of the authorized share capital from Rs. 300 Million to Rs. 4 Billion.

   To Consider and pass the following resolutions as Special Resolutions

   i. "RESOLVED THAT the Authorized Capital of the Company be increased from Rs. 300,000,000/- (Rupees three hundred million) to Rs. 4,000,000,000/- (Rupees four billion) and that Memorandum of Association of the Company be altered by substituting the figures and words Rs. 4,000,000,000/- (Rupees four billion) divided in to 400,000,000 (four hundred million) Ordinary shares of Rs.10/- (Rupees ten only) each "appearing in Clause 5 of the Memorandum of Association of the Company.

   ii. The Articles of Association of the Company be amended by substituting the figures and word Rs. 4,000,000,000/- (Rupees four billion) divided into 400,000,000 (four hundred million) Ordinary shares of Rs.10/- (Rupees ten only) each appearing in Article No. 3 of the Articles of Association of the Company.

   FURTHER RESOLVED that for the purpose of giving effect to this Resolution, the CEO or/and Company Secretary be and is hereby authorized and empowered, on behalf of the Company, to give effect to the above resolutions and to do or cause to be done all acts, deeds and things that may be necessary or required.

   FURTHER RESOLVED that the shareholders consider the Special Resolution to increase the Authorized Share Capital of the Company from Rs. 300,000,000/- to Rs. 4,000,000,000/-"

3. **OTHER BUSINESS:**

   To transact any other business with the permission of the Chairman.

BY ORDER OF THE BOARD

Rawalpindi
1st February, 2018

CH. WAQAR A. KAHLOON
Company Secretary

NOTES:

CLOSURE OF SHARE TRANSFER BOOKS

Share Transfer Books of the Company will remain closed and no transfer of shares will be accepted for registration from 15th February, 2018 to 22nd February, 2018 (both days inclusive). Transfers received in order at the Shares Department of M/s Central Depository Company Of Pakistan, CDC House-99B, Block 'B', SMCHS, Main Shahra-e-Faisal, Karachi- 74400. Tel:-+(-0800 (21-92CDCPL(23275), Facsimile: +(4326053-021 (21-92) Email: info@CDCpak.com at the close of business (5 p.m.) on 14th February, 2018 will be treated in time.

PARTICIPATION IN THE EXTRA ORDINAY GENERAL MEETING

A member entitled to attend and vote at the meeting is entitled to appoint any other member as his/her proxy to attend and vote. Proxies in order to be effective must be received at the Registered Office of the Company, Murree Brewery Company Limited,3-National Park Road, Rawalpindi, Pakistan duly stamped and signed not less than 48 hours before the time of the meeting.

(A) For attending the Meeting.

i. In case of individuals, 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 identity by showing their original National Identity Card (CNIC) or original passport at the time of attending the meeting.

ii. In case of corporate entity, the Board of Directors Resolution/Power of Attorney with specimen signature of the nominee shall be produced (unless, it has been provided earlier) at the time of attending the meeting.

(B) For appointing proxies:

i. In case of individuals, the account holder or sub-account holder and/or the persons 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 requirement.

ii. Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the Proxy Form.

iii. The proxy shall produce his/her original CNIC or passport at the time of meeting.

iv. In case of corporate entity, the Board of Directors' Resolution/Power of Attorney with specimen signature of the person nominated to present any vote on behalf of the corporate entity, shall be submitted (unless it has been provided earlier) along with the Proxy Form to the Company.

CHANGE OF ADDRESS

Members are requested to promptly notify any change of address to the Company's Share Registrar M/s Central Depository Company Of Pakistan, CDC House, -99B, Block 'B', SMCHS, Main Shahra-e-Faisal, Karachi74400-. Tel:- +(-0800 (21-92CDCPL(23275), Facsimile: +(4326053-021 (21-92)), Email: info@CDCpak.com.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) THE COMPANIES ACT, 2017 REGARDING SPECIAL BUSINESS

ITEM NO. 2 OF THE EOGM NOTICE:

In compliance with honorable Lahore High Court Order for increasing authorized share capital of the Company, shareholders' approval is being sought to increase the Authorized Share Capital.

There is no direct or indirect interest of directors of the Company in Special Business and their interest is the same as the interest of the shareholders.

Murree Brewery Company Limited

3- National Park Road, Rawalpindi.

Tel: 051-5567041-47