THE KARACHI STOCK EXCHANGE (GUARANTEE) LIMITED

KSE/N-6593 | N O T I C E | October 15, 2008

UNITED DISTRIBUTORS PAKISTAN LIMITED

Source: "BUSINESS RECORDER" Dated: September 28, 2008

United Distributors Pakistan Limited

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the 26th Annual General Meeting of **UNITED DISTRIBUTORS PAKISTAN LIMITED** will be held at The Institute of Chartered Accountants of Pakistan, Clifton, Karachi on Friday, October 24, 2008 at 06:00 p.m. to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the last Extra Ordinary General Meeting held on Thursday, May 15, 2008.
2. To receive, consider and approve the audited accounts of the Company for the year ended June 30, 2008 together with the Directors' and Auditors' reports thereon.
3. To appoint Auditors and fix their remuneration for the year 2008-2009. The present auditors M/s. Mehmood Idrees Qamar & Co., Chartered Accountants retires and being eligible, offers themselves for reappointment as auditors of the Company.

SPECIAL BUSINESS:

4. To approve the issue of bonus shares in the ratio of fifteen shares for every hundred shares held (i.e. 15%) as recommended by the Board of Directors and, if thought appropriate, to pass with or without modification(s) the following resolutions as an ordinary resolution.

   "**RESOLVED** that a sum of Rs. 7,260,000/- out of the un-appropriated profits of the Company be capitalized and applied towards the issue of 1,089,000 ordinary shares of Rs.10/-each and allotted as fully paid bonus shares to the members who are registered in the books of the Company as at October 16, 2008, in the proportion of fifteen (15) shares for every hundred (100) shares. held and that such new shares shall rank pari passu with the existing ordinary shares.

   "**FURTHER RESOLVED** that in the event of any share holder holding less than ten shares or number of shares which is not as exact multiple of ten, the Directors be and are hereby authorized to sell in the stock market such fractional entitlement and to pay the proceeds of sale when realized to a recognized charitable charitable institution as may be selected by the Directors.

   "**FURTHER RESOLVED** that Chief Executive and / or the Company Secretary be and hereby authorized to take all necessary steps on behalf of the Company."

5. To transact any other business with the permission of the chair.

By Order of the Board

Karachi:
September 27, 2008

Hasan Raza
Company Secretary

NOTES:

1. The share transfer books of the company will remain closed from October 17, 2008 to October 23, 2008 (both days inclusive). Transfer (if any) should be received at the office of our Registrar M/s. GANGJEES REGISTRAR SERVICES (PVT) LIMITED, Room No. 516, Clifton Centre, Kehkashan, Block-5, Clifton, Karachi-75600, latest by the close of the business on October 16, 2008.
2. A member entitled to attend and vote at this meeting may appoint a proxy to attend and vote on his/her behalf. A proxy need not be a member of the Company.
3. Proxies in order to be effective must be received by the Company's Registrar not less than 48 hours before the meeting.
4. Members are requested to notify any changes in their addresses immediately to the Company's Share Registrar, GANGJESS REGISTRAR SERVICES (Pvt) LIMITED.
5. In pursuance of Circular No. 1 of 2000 of SECP dated January 26, 2000 the beneficial owners of the shares registered in the name of Central Depository Company (CDC) and/or their proxies are required to produce their National Identity Card (NIC) or passport for identification purpose at the time of attending the meeting. The form of the proxy must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, addresses and NIC numbers must be mentioned on the form, alongwith attested copies of the NIC or passport of the beneficial owner and the proxy.
6. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the proxy holder shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.

Statement under section 160(1)(B) of the Companies Ordinance, 1984

In the opinion of the Directors, the financial position of