UNITED DISTRIBUTORS PAKISTAN LIMITED

9th Floor, NIC Building, Abbasi Shaheed Road, Karachi-75530 Phones: 35635514-17 Fax: 35635518

Pakistan

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the shareholders of **United Distributors Pakistan Limited** will be held on Friday, May 16, 2014 at 4:30 p.m. at the Institute of Chartered Accountants of Pakistan, Chartered Accountants Avenue, Clifton Karachi, to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting held on October 24, 2013.

2. To elect 7 (seven) directors of the Company as fixed by the Board in accordance with the provisions of the Companies Ordinance, 1984 for a period of three years. The names of the retiring Directors are as follows:

   1. Mr. Rashid Abdulla
   2. Mr. Syed Nadeem Ahmed
   3. Mr. Asad Abdulla
   4. Mr. Munis Abdulla
   5. Mr. Ayaz Abdulla
   6. Mr. Zubair Palwala
   7. Mr. Abdullah Ghulamali (NIT Nominee)

   The retiring directors are eligible to offer themselves for re-election.

3. To transact any other business with the permission of the Chair.

By order of the Board

ADNAN AHMED FEROZE
Company Secretary

Karachi
April 23, 2014

Notes:

i) The share transfer books of the Company will remain closed from May 10, 2014 to May 16, 2014 (both days inclusive).

ii) A member entitled to attend and vote at the meeting may appoint a proxy to attend and vote on his/her behalf. A proxy need not to be a member of the Company. Proxies in order to be effective must be received at our Registrar, M/s. Central Depository Company of Pakistan Limited, CDC House 99-B, Block B, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi, not less than 48 hours before the meeting.

iii) Any member who seeks to contest the election of the Office of Directors shall file at the Company's Office at 1st Floor, N.I.C. Building, Abbasi Shaheed Road, Karachi – 75530 not later than 14 days before the day of the Meeting, a notice of his / her intention to offer himself / herself for election as Director in terms of Section 178(3) of the Companies Ordinance, 1984 along with a Declaration as required under the Code of Corporate Governance of the Listing Regulation of the Stock Exchange(s).

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iv) In pursuance of the Circular No. 1 of 2000 of SECP dated January 26th , 2000 beneficial owners of the shares registered in the name of Central Depository Company (CDC) and / or their proxies are required to produce their Original Computerized National Identity Card (CNIC) or passport for identification purpose at the time of attending the meeting.

v) Proxy form must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, addresses and Computerized National Identity Card (CNIC) numbers must be mentioned on the form, alongwith attested copies of the Computerized National Identity Card (CNIC) or passport of the beneficial owner of the proxy.

vi) In case of corporate entity, the Board of Directors' resolution/ power of attorney with the specimen signature of the proxy holder shall be submitted (unless it has been provided earlier) along with proxy form to the Company.