PAKISTAN

June 4, 2025

The General Manager

Pakistan Stock Exchange Limited

Stock Exchange Building

Stock Exchange Road,

Karachi.

Subject: ADDENDUM TO THE NOTICE OF EOGM

Dear Sir

We refer to the notice dated May 23, 2025, regarding the Extraordinary General Meeting of United Distributors Pakistan Limited (the "Company"), scheduled to be held on June 13, 2025.

In this regard, please find enclosed an addendum to the aforementioned notice.

You may please inform the TRE Certificates Holders of the Exchange accordingly.

Sincerely Yours,

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Muhammad Imran
Company Secretary

cc: **Director / HOD**
Surveillance, Supervision and Enforcement Department
Securities Exchange Commission of Pakistan
NIC, Building, Jinnah Avenue, Blue Area,
Islamabad

UNITED DISTRIBUTORS PAKISTAN LIMITED
Plot No. 105, Sector 7-A, Mehran Town, Korangi Industrial Area, Karachi - 74900
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ADDENDUM TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING

This addendum is issued in continuation of the Notice of Extraordinary General Meeting (EOGM) of the shareholders of United Distributors Pakistan Limited ("UDPL") to be held on Friday, **June 13, 2025,** at 15:00, at Register office, Plot No. 105, Sector 7-A, Mehran Town, Korangi, Karachi, and via video link.

In accordance with the provisions of Section 208 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Undertakings) Regulations, 2017, and relevant SECP guidelines, the following additional disclosures are hereby provided:

1. Disclosure under Section 208 of the Companies Act, 2017

In accordance with the requirements of Section 208 of the Companies Act, 2017 read with the Companies (Related Party Transactions and Maintenance of Related Records) Regulations, 2018, the details are as follows:

(a)	Name of related party	Genesis Holdings (Private) Limited. Trax Distribution Private Limited (TDPL) – Associated company being acquired.
(b)	Names of the interested or concerned persons or directors	Genesis Holdings (Private) Limited (parent of UDPL) Mr. Asad Abdulla – Common director on the boards of UDPL, Genesis Holdings (Private) Limited, and TDPL. Mr. Ayaz Abdulla – Common director on the boards of UDPL and Genesis Holdings (Private) Limited. Mr. Asif Ali Khan – Substantial shareholder of TDPL (22.49%); not a director in UDPL or Genesis Holdings.
(c)	nature of relationship, interest or concern along with complete information of financial or other interest or concern of directors, managers or key managerial personnel in the related party	Genesis Holdings (Private) Limited, holding 85.23% of UDPL, is its holding company and owns 77.5% of TDPL. Mr. Asad Abdulla and Mr. Ayaz Abdulla, as common directors. Mr. Asif Ali Khan is a substantial shareholder in TDPL (22.49%) but holds no directorship in UDPL or Genesis.
(d)	detail, description, terms and conditions of transaction	Acquisition of 10,001,000 ordinary shares (100% equity interest) of TDPL by UDPL from:

		Genesis Holdings (Private) Limited (77.5%). Mr. Asif Ali Khan (22.49%). Total consideration: PKR 100 million. The transaction aims to consolidate logistics and distribution operations.
(e)	amount of transaction	PKR 100 million
(f)	timeframe or duration of the transactions or contracts or arrangements	One-time share acquisition; strategic long-term investment
(g)	pricing policy	The transaction has been executed on an arm's length basis, based on an independent valuation report confirming fairness of the price.
(h)	recommendations of the audit committee	The Audit Committee has reviewed the transaction along with valuation, due diligence, and fairness opinions, and has recommended it for approval, considering it to be in the best interest of the Company and its shareholders.

2. Closure of Share Transfer Books:

In light of the officially declared Eid holidays (June 6–9, 2025), the revised Share Transfer Books of the Company will remain closed from June 5, 2025 to June 13, 2025 (both days inclusive). Transfer (if any) should be received at the office of 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, latest by the closure of business on June 4, 2025.

3. Revised E-Voting Timeline

In light of the officially declared Eid holidays (June 6–9, 2025), the e-voting period is revised as follows to comply with Regulation 7 of the Companies (Postal Ballot) Regulations, 2018:

Start Date: June 10, 2025, at 9:00 A.M.
End Date: June 12, 2025, at 5:00 P.M.
Members are requested to cast their votes during the revised e-voting window.

4. Appointment of Scrutinizer

Pursuant to Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, PKF F.R.A.N.T.S Chartered Accountants has been appointed as Scrutinizer to oversee the voting process (including e-voting) for the proposed investment in an associated company. The Scrutinizer has the necessary knowledge and experience to independently scrutinize the voting process. Furthermore, M/s Central Depository Company of Pakistan Limited, the Company's Shares Registrar, have been appointed as "e-voting service provider" as per requirement of the Regulations.

Muhammad Imran
Company Secretary