

UNITED SUGAR MILLS LTD.

RESOLUTION PASSED IN THE MEETING OF BOARD OF DIRECTORS OF UNITED SUGAR MILLS LIMITED HELD ON February 16, 2008 AT ITS REGISTERED OFFICE 17 - ABID MAJEED ROAD, LAHORE CANTT.

PRESENT

Syed Ahmed Mahmud	Chairman
Mrs. Sameera Mahmud	Chief Executive
Ms. Meher Khan Tareen	Director
Mr. Ejaz Ahmed Phulpoto	Director
Mr. Asim Nisaar Bajwa	Director
Mr. Zafar Iqbal	Director
Mr. Abdul Ghaffar	Director
Mr. Muhammad Rafique	Executive Director Finance
Mr. Ghufan Ali Khan	Company Secretary

Agenda item No. 1

1. Confirmation of Minutes of last Meeting.

Minutes of the last meeting were read by Mr. Ghufan Ali Khan, Company Secretary. On proposal of Ms. Abdul Ghaffar, Director and Seconded by Ms. Meher Khan Tareen, Director the minutes were confirmed.

Agenda item No. 2

1. Voluntarily delisting of United Sugar Mills Limited from KSE.

Mrs. Sameera Mahmud apprised the Board about the need for the delisting of the company from the Karachi Stock Exchange. After a long deliberation the Directors considered the following facts regarding delisting of the United Sugar Mills Limited:

1. Only 100,717 shares are outstanding with minority investors and thus there is virtually no float in the company.
2. The shares of the company are traded only a few times in a year.
3. The company has been experiencing operational problems and has not been able to pay any return to the shareholders since 2006.
4. The break up value of ordinary shares is in negative by 5.6 times of its face value.