

Notice of 54th Annual General Meeting

Notice is hereby given that the 54th Annual General Meeting of the **Dadex Eternit Limited** will be held on Thursday, October 24, 2013 at 12:30 p.m., at Dadex House, 34-A/1, Block-6, PECHS, Shahrah-e-Faisal, Karachi to transact the following ordinary business:

1. To receive, consider and adopt the following:
 - a) Audited Financial Statements for the year ended June 30, 2013 and the Auditors' Report thereon; and
 - b) The Report of the Board of Directors for the year ended June 30, 2013.
2. To appoint auditors of the Company for the year ending June 30, 2014, and authorize the Directors to fix their remuneration. The present auditors, M/s. Ernst & Young Ford Rhodes Sidat Hyder, Chartered Accountants, being eligible have offered themselves for reappointment. As required by the paragraph (xxxv) of the Code of Corporate Governance 2012, the Board of Directors recommends, based on the recommendation of the Audit Committee the appointment of M/s. Ernst & Young Ford Rhodes Sidat Hyder, Chartered Accountants.

By Order of the Board
(Shazam Butt)
Company Secretary

Karachi: September 23, 2013

NOTES:

1. The Register of Members and the Share Transfer Books of the Company shall remain closed from October 15, 2013 to October 24, 2013 (both days inclusive). Transfers received in order at the office of our Share Registrar, M/s. JWAFPS Registrar Services (Pvt.) Limited, 505, 5th Floor, Kashif Centre, Main Shahrah-e-Faisal, Karachi by the close of business hours on October 14, 2013 will be treated in time for incorporating the change in the Register of Members as at October 15, 2013.
2. Entitlement to attend, participate and vote at the 54th Annual General Meeting will be according to the Register of Members as at October 15, 2013.
3. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend, speak and vote for him/her. An instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a notorially certified copy of such power or authority, must, to be valid, be deposited at the Registered Office of the Company not less than 48 hours before the time of the Meeting.
4. An instrument of the proxy applicable for the Meeting, in which a Member can direct the proxy how he/she wishes the proxy to vote, is being provided with the notice sent to Members. Further copies of the instrument of proxy may be obtained from the Registered Office of the Company during normal office hours.
5. Members are requested to submit declaration for Zakat on the required format and to notify immediately change, if any, in their registered addresses to our Share Registrar as mentioned above.
6. Members who have not yet submitted photocopy of their Computerized National Identity Cards are requested to send the same to our Share Registrar as mentioned above at the earliest.
7. As per the Securities and Exchange Commission of Pakistan directives issued through circular no. 8(4) SM/CDC 2008 dated April 05, 2013. All the shareholders of the Company are requested to provide bank mandate details to the Share Registrar of the Company at the abovementioned address, so that in future any entitlement, if declared, may directly be deposited in your respective bank accounts to avoid delay in payment of entitlement amount and or risk of loss or non-delivery of dividend warrants.
8. CDC Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular 1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan.

A. For Attending the Meeting:

- i. In the case of individuals, the account holder or sub-account holder whose securities and registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his original CNIC or original passport at the time of attending the meeting.
- ii. In the case of a corporate entity, the Board of Directors' resolution/power of attorney with the specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of attending the meeting.

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B. For Appointing Proxies:

- i. In the case of individuals, the account holder or sub-account holder whose securities and registration details are uploaded as per the Regulations shall submit the proxy form as per the above requirement.
- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of the CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- v. In the case of a corporate entity, the Board of Directors' resolution/power of attorney with the specimen signature shall be submitted (unless it has been provided earlier) along with the proxy form to the Company.
9. Transport will be available for members at 11:30 a.m., sharp outside the premises of the Karachi Stock Exchange Building to take them to the venue of the meeting.