



Ref: CL-136/15
Dated: August 20, 2015

Jahangir Siddiqui & Co. Ltd.
6th Floor, Faysal House
Shahra-e-Faisal
Karachi-75530, Pakistan
www.js.com

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The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi-74000

Subject: Notice of Extraordinary General Meeting

Dear Sir,

Enclosed please find a copy of the Notice of the Extraordinary General Meeting of Jahangir Siddiqui & Co. Ltd. to be held on September 10, 2015 for circulation amongst your members.

The enclosed notice is published in "THE NEWS" and "JANG" dated August 20, 2015.

Yours truly,

Hasan Shahid
CFO & Company Secretary

Encl:



JAHANGIR SIDDIQUI & CO. LTD.

**Notice of Extraordinary
General Meeting
to be held on September 10, 2015**

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Jahangir Siddiqui & Co. Ltd. (the "JSCL" or the "Company") will be held at Defence Authority Creek Club, Zulfiqar Street No.1, Phase VIII, Defence Housing Authority, Karachi on Thursday, September 10, 2015 at 10:00 a.m., to consider and if thought fit, to pass the following resolution as Special Resolution under Section 208 of the Companies Ordinance, 1984, with or without any modification(s), addition(s) or deletion(s) in respect of special business of further equity investment in BankIslami Pakistan Limited:

"RESOLVED by way of Special Resolution that subject to requisite regulatory permissions, approval of the members of Jahangir Siddiqui & Co. Ltd. ("Company") be and is hereby accorded pursuant to the requirements of Section 208 of the Companies Ordinance, 1984 for the following long term equity investments of up to PKR 947,052,460/- in BankIslami Pakistan Limited ("BIPL"), an associated company for acquisition/purchase of up to 88,115,140 ordinary shares (constituting 8.74% of total issued paid up share capital of BIPL), as per terms and conditions disclosed to the members:

- a. PKR 749,349,280/- for purchase of up to 74,934,928 shares of BIPL already offered by Dubai Bank PJSC to the Company on proportionate basis at an offer price of PKR 10/- each in terms of Founding Shareholders Agreement dated September 19, 2005 ("FSA"); and
- b. PKR 197,703,180/- for purchase of up to 13,180,212 shares of BIPL at a price of up to PKR 15/- per share if Dubai Bank PJSC accepts the Company's offer in respect of shares it has proportionately offered to other shareholders of BIPL in terms of FSA.

FURTHER RESOLVED that this Special Resolution in terms of Section 208 of the Companies Ordinance, 1984 shall be valid for investments within a period of 2 (two) years from the date of passing of the Special Resolution thereof.

FURTHER RESOLVED that the Chief Executive Officer, the Company Secretary and/or the Chief Financial Officer of the Company be and are hereby jointly and severally authorised to take and do and/or cause to be taken or done any/all necessary acts, deeds and things, take any or all necessary actions which are or may be necessary, incidental and / or consequential for giving effect to the spirit and intent of aforesaid resolutions and to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions."

By Order of the Board

Hasan Shahid

CFO & Company Secretary

Karachi: August 20, 2015

NOTES

- (i) The Share Transfer Books of the Company shall remain closed from September 03, 2015 to September 10, 2015 (both days inclusive) for determining the entitlement of shareholders for attending the Extraordinary General Meeting.
- (ii) Physical transfers and deposit requests under Central Depository System received at the close of business on September 02, 2015 by the Company's Registrar i.e. Technology Trade (Pvt.) Ltd., Dagia House, 241-C, Block-2, P.E.C.H.S., Karachi will be treated as being in time for the purpose of attending the meeting.
- (iii) A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. A proxy must be a member of the Company.
- (iv) Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- (v) Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A. For Attending the Meeting

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the Meeting.
- b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.

B. For Appointing Proxies

- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.

- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
 - c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
 - d. The proxy shall produce his original CNIC or original passport as may be applicable at the time of the meeting.
 - e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.
- (vi) Shareholders are requested to notify immediately of any change in their address to the Company's Registrar.

IMPORTANT NOTICES TO SHAREHOLDERS

Computerized National Identity Card (CNIC) of Shareholders

Shareholders are requested to provide immediately copy of their valid CNIC to the Company's Independent Share Registrar at the address given herein below. A legible scanned copy of the same can also be forwarded at cnic@js.com along with folio number and updated address for correspondence.

Mandate for e-Dividend

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged when shareholders can get amount of the dividend credited into their respective bank accounts electronically without any delay. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 05, 2013 has advised all listed Companies to adopt e-dividend mechanism due to the benefits it entails for shareholders. You are encouraged to provide a dividend mandate in favor of e-dividend by providing duly filled in and signed dividend mandate form available at <http://www.js.com/index.php/investors/shareholders-information>.

Electronic Transmission of Financial Statements and Notices

Pursuant to Notification vide SRO 787 (1)/2014 dated September 08, 2014; the Securities and Exchange Commission of Pakistan (SECP) has directed all companies to facilitate their members receiving Annual Financial Statements and Notice of Annual General Meeting (Notice) through electronic mail system (e-mail). Jahangir Siddiqui & Co. Ltd. is pleased to offer this facility to our valued members who desire to receive Annual Financial Statements and Notices through email in future.

In this regard, those members who wish to avail this facility are hereby requested to convey their consent via email on a standard request form which is available at the Company website i.e. at <http://www.js.com/index.php/investors/shareholders-information>.

Please ensure that your email account has sufficient rights and space available to receive such email which may be greater than 1 MB in size. Further, it is the responsibility of the member(s) to timely update the Share Registrar of any change in his (her/its/their) registered email address at the following address:

The Share Registrar

Technology Trade (Private) Limited

Dagia House

241-C, Block -2, P.E.C.H.S.

Off Shahrah-e-Quaideen

Karachi

mail@ttpl.com.pk

STATEMENT UNDER SECTION 160(1)(B) OF THE COMPANIES ORDINANCE, 1984

This statement sets out the material facts pertaining to the special business to be transacted at the Extraordinary General Meeting of the Company to be held on September 10, 2015.

Investment in BankIslami Pakistan Limited

- (a) BankIslami Pakistan Limited ("BIPL") is an associated company of Jahangir Siddiqui & Co. Ltd. ("JSCL" or "Company") by virtue of one common director - namely, Mr. Ali Hussain - with an existing investment of 214,258,460 ordinary shares representing 21.26% of the total paid-up capital of BIPL.
- (b) The Company has received an offer from Dubai Bank PJSC, Dubai ("Dubai Bank") offering JSCL and another shareholder of BIPL under our Founding Shareholders' Agreement ("FSA") a right of first refusal on proportionate basis in respect of up to 144,200,144 shares of BIPL (constituting 14.31% of total issued shares of BIPL) intended to be sold by Dubai Bank at PKR 10/- each.
- (c) Accordingly, the Board of Directors of the Company in their meeting held on August 17, 2015 has approved to invest up to PKR 947,052,460/- by acquiring up to 88,115,140 shares of BIPL as per detail given below and has recommended the same for approval of shareholders pursuant to Section 208 of the Companies Ordinance, 1984, subject to requisite regulatory permission(s) for the same:
 - (i) PKR 749,349,280/- for purchase of up to 74,934,928 shares of BIPL already offered by Dubai Bank PJSC to the Company on proportionate basis at an offer price of PKR 10/- each in terms of FSA; and
 - (ii) PKR 197,703,180/- for purchase of up to 13,180,212 shares of BIPL at a price of up to PKR 15/- per share if Dubai Bank PJSC accepts the Company's offer in respect of shares it has proportionately offered to other shareholders of BIPL in terms of FSA.
- (d) The Directors, sponsors, majority shareholders of JSCL and their relatives have no vested interest, directly or indirectly, in BIPL and the proposed investment except to the extent of their/Spouses' shareholdings and directorship in BIPL which are mentioned as under:

Mr. Suleman Lalani, CEO JSCL and his spouse 48,314 shares of BIPL

Mr. Ali Hussain, Director JSCL and BIPL 158,967,492 shares of BIPL and through SAJ Capital Management Limited 50,293,194 shares of BIPL

Mr. Mahboob Ahmed, Chief Justice (Retired) Director JSCL 130,829 shares of BIPL

The above are the legal, beneficially owned, direct and indirect shareholdings of above named directors as confirmed to JSCL by them.

- (e) Mr. Ali Hussain, Director JSCL has further confirmed vide his letter dated August 12, 2015 that he is also interested in acquiring the aforesaid shares of BIPL being offered for sale by Dubai Bank PJSC. Therefore, he is interested in the transaction under consideration.

- (f) The Directors submit that they have carried out necessary due diligence for the proposed investment in BIPL.
- (g) BIPL and its sponsors/directors have no interest in JSCL except that JSCL is an associated company by virtue of common directorship of Mr. Ali Hussain. The sponsors and directors of BIPL have no interest in JSCL except for their respective shareholdings in JSCL the detail of which is as follows:

Mr. Kamal Afsar, Director BIPL 298 shares of JSCL

Mr. Ali Raza Siddiqui, Director BIPL 13,747 shares of JSCL

Mr. Ali Hussain, Director BIPL 500 shares of JSCL and through SAJ Capital Management Limited 43,367,582 shares of JSCL

Information Required under Clause (a) of sub-regulation (1) of Regulation 3 of the Companies (Associated Companies or Associated Undertakings) Regulations, 2012

S. No.	Description	Information Required
1	Name of associated company	BankIslami Pakistan Limited ("BIPL")
2	Criteria for Associated relationship	Common directorship
3	Purpose, benefit and period of Investment	<p>Dubai Bank PJSC has offered to sell /transfer its entire shareholding i.e. 144,200,144 ordinary shares, in BankIslami Pakistan Limited.</p> <p>The Company's proposed long term investment by way of purchase/acquisition of 88,115,140 shares out of 144,200,144 shares intended to be sold by Dubai Bank pursuant to Founding Shareholders' Agreement would enable the Company to increase holding in BIPL and to earn better returns in the form of dividend income and capital appreciation in the long run on strategic investments.</p>
4	Maximum amount of Investment	Up to PKR 947,052,460/- for purchase/acquisition of shares of BIPL.
5	Maximum price at which securities to be acquired	Up to 74,934,928 shares at PKR 10/- per share and up to 13,180,212 shares at maximum price of PKR 15/- per share.
6	Maximum number of securities to be acquired	88,115,140 shares.

S. No	Description	Information Required
7	Maximum number of securities and percentage held before and after the proposed investment	<p>Present shareholding Ordinary shares: 214,258,460 (21.26%)</p> <p>After the proposed investment Ordinary shares: Up to 302,373,600 (29.99%)</p>
8	Average of the preceding 12 weekly average price of the security intended to be acquired (From May 25, 2015 to August 13, 2015)	PKR 10.79 per share
9	Break-up value of securities intended to be acquired on the basis of the latest audited financial statements	<p>PKR 10.80 per share</p> <p>As of December 31, 2014</p>
10	Earnings/(Loss) per share of the associated company for the last 3 years	<p>December 31, 2014 PKR 0.5777</p> <p>December 31, 2013 PKR 0.3467</p> <p>December 31, 2012 PKR 0.5809</p>
11	Sources of funds from which securities will be acquired	The funds for the proposed investment will be raised through issuance of ordinary right shares.
12	Salient features of all agreements entered into with the associated company or associated undertaking with regards to proposed investment	The shares have been offered to the Company under Clause 6.3 of the Founding Shareholders' Agreement ("FSA") dated 19th September 2005 among the founding shareholders of BIPL including JSCL and Dubai Bank. No other Agreement is required for shares offered by Dubai Bank, as the Company will receive the shares as fully paid-up under the right of first refusal being one of the sponsors.

S. No	Description	Information Required
13	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives in the associated company or the transaction under consideration	<p>The Directors, sponsors, majority shareholders of JSCL and their relatives have no interest, directly or indirectly, in the proposed investment or BIPL except as stated below:</p> <p>Mr. Suleman Lalani, CEO JSCL and his spouse 48,314 shares of BIPL</p> <p>Mr. Ali Hussain, Director JSCL 158,967,492 shares of BIPL and through SAJ Capital Management Limited 50,293,194 shares of BIPL</p> <p>Mr. Mahboob Ahmed, Chief Justice (Retired), Director JSCL 130,829 shares of BIPL</p> <p>Mr. Ali Hussain's interest is that of being a Director of the Company as well as Director of BIPL and to the extent of his shareholdings in these companies. Mr. Ali Hussain, Director JSCL has further confirmed vide his letter dated August 12, 2015 that he is also interested in acquiring the aforesaid shares of BIPL being offered for sale by Dubai Bank PJSC. Accordingly, Mr. Ali Hussain has not participated in the proceedings of the Board Meeting.</p> <p>JSCL, one of the sponsors, hold 21.26% shareholding of BIPL. Other sponsors and majority shareholders and their relatives have no interest, direct or indirect, in BIPL or the acquisition by JSCL of shares of BIPL. Dubai Bank is interested as seller of the shares.</p>

STATEMENT UNDER REGULATION 4(2) OF THE COMPANIES (INVESTMENT IN ASSOCIATED COMPANIES OR ASSOCIATED UNDERTAKINGS) REGULATION, 2012

The Company in its Extraordinary General Meeting held on February 02, 2015 had approved the investment of upto PKR 1,668,415,690 in ordinary shares of BankIslami Pakistan Limited ("BIPL") to be offered as right shares and otherwise by way of underwriting the right shares as may be offered by BIPL under Section 208 of the Companies Ordinance, 1984. Following investment has been made against the said approvals:

PKR in million

S. No.	Name of Company	Amount of Investments approved	Amount of Investment made to date	Reasons for not making investment
1	BankIslami Pakistan Limited	1,668.415	918.416	No further investment was required as BIPL's Board of Directors allocated the unsubscribed rights to interested investors without calling the underwriters to subscribe the unsubscribed rights.

Material change in financial statements since date of resolution passed	March 31, 2015 (Quarter Ended)	December 31, 2014 (Year Ended)
a) Breakup value per share	PKR 10.93	PKR 10.80
b) Earnings per share	PKR 0.124	PKR 0.5777
c) Net assets	PKR 7,056.28 million	PKR 6,867.22 million

Inspection:

All the documents related to the special business are being kept at the registered office of the Company for inspection during usual business hours till the date of the Extraordinary General Meeting.

FORM OF PROXY
Extraordinary General Meeting

The Company Secretary
Jahangir Siddiqui & Co. Ltd.
6th Floor, Faysal House, Shahra-e-Faisal
Karachi- 75530

I/We _____ of _____
being member(s) of Jahangir Siddiqui & Co. Ltd. holding _____ ordinary shares as per Registered
Folio No /CDC A/c. No. (for members who have shares in CDS) _____ hereby appoint
Mr. / Mrs. / Ms. _____ of _____ (Folio. No. CDC A/c No.) _____ or
failing him/her Mr. / Mrs. / Ms. _____ of _____ (Folio. No. CDC A/c No.)
_____ being member of the Company, as my / our proxy to attend, act and vote for me /us and on my
/our behalf at the Extraordinary General Meeting of the Company to be held on Thursday, September 10, 2015 and /or any
adjournment thereof.

As witness my / our hand / seal this _____ day of _____, 2015. Signed by _____

In the presence of:

Witness:

1. Name _____
Signature _____
Address _____

CNIC or _____
Passport No. _____
2. Name _____
Signature _____
Address _____

CNIC or _____
Passport No. _____

Signature on
Rs.5/-
Revenue Stamp

The Signature should
agree with the specimen
registered with Company.

Important:

1. A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her.
2. This proxy form, duly completed and signed, must be received at the Office of the Company situated at 6th Floor, Faysal House, Shahra-e-Faisal, Karachi, not less than 48 hours before the time of holding meeting.
3. No Person shall act as proxy unless he / she himself / herself is a member of the Company, except that a corporation may appoint a person who is not a member.
4. If member appoints more than one proxy and more than one instruments of proxy are deposited by a member with the Company, all such instruments of proxy shall be rendered invalid.
5. Beneficial Owner of physical shares and the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxy are required to produce their original Computerized National Identity Card or passport for identification purpose at the time of attending the meeting. The form of proxy must be submitted with the Company within the stipulated time, duly witnessed by two persons whose names, addresses and CNIC numbers must be mentioned on the form, along with attested copies of CNIC or the passport of the beneficial owner and the proxy. In case of corporate entity, the Board of Directors' Resolution / power of attorney with specimen signature shall be submitted along with proxy form.

The Company Secretary
Jahangir Siddiqui & Co. Ltd.
6th Floor, Faysal House, Shahra-e-Faisal
Karachi- 75530

AFFIX
CORRECT
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REGISTERED POST

If undelivered please return to:

The Share Registrar

Technology Trade (Private) Ltd.

Dagia House, 241-C Block-2

P.E.C.H.S., Off: Shahrah-e-Quaideen, Karachi.

Tel: (92-21) 34391316-17 & 19, 34387960-61 Fax: (92-21) 34391318

Dated: August 20, 2015

جنگگیر صدیقی اینڈ کمپنی لمیٹڈ

JS

غیر معمولی اجلاس عام کی اطلاع

بذریعہ ہذا اطلاع دی جاتی ہے کہ جنگگیر صدیقی اینڈ کمپنی لمیٹڈ ("JSCL" یا "کمپنی") کا ایک غیر معمولی اجلاس عام ڈیفنس اتھارٹی، کریک کلب، ڈوالقار اسٹریٹ نمبر 1، فیر VIII ڈیفنس ہاؤسنگ اتھارٹی، کراچی میں بروز جمعرات 10 ستمبر 2015 کو صبح 10:00 بجے منعقد ہوگا جس میں کمپنیز آرڈیننس 1984 کی دفعہ 208 کے تحت مندرجہ ذیل قرارداد پر بطور خصوصی قرارداد غور کرنا اور اگر موزوں سمجھا جائے تو بینک اسلامی پاکستان لمیٹڈ میں مزید ایکویٹی سرمایہ کاری کی خصوصی قرارداد کے ضمن میں کسی ترمیم، ترمیمات، اضافہ/اضافوں یا حذف/اخذات کے ساتھ یا اس کے بغیر منظور کرنا:

"قرار پایا کہ بذریعہ خصوصی قرارداد ضروری ریگولیٹری اجازت ناموں سے مشروط، جنگگیر صدیقی اینڈ کمپنی لمیٹڈ ("کمپنی") کے ممبران کی منظوری کمپنیز آرڈیننس 1984 کی دفعہ 208 کی شرائط کی تعمیل میں ممبران کے علم میں موجود شرائط و ضوابط کے مطابق بینک اسلامی پاکستان لمیٹڈ ("BIPL") جو ایک ایسوسی ایٹڈ کمپنی ہے، میں 88,115,140 عوامی شیئرزنگ (جو BIPL کے کل جاری کردہ اثاثہ شدہ شیئرزنگ کے 8.74% بنتا ہے) کے حصول/خریداری کے لئے پاکستانی روپے تک کی مندرجہ ذیل طویل المیعاد ایکویٹی سرمایہ کاری کے لئے اجازت دی جائے اور ذریعہ ہذا دی جاتی ہے:

(الف) فاؤنڈنگ شیئر ہولڈرز ایگریمنٹ مورخہ 19 ستمبر 2005 ("FSA") کی شرائط کی رو سے ہر ایک 10/- پاکستانی روپے کی پیش کردہ قیمت پر متناسب بنیاد پر BIPL کے 74,934,928 شیئرزنگ کی خریداری کے لئے جو کہ دہائی بینک PJSC کی جانب سے کمپنی کو پیش کی گئی ہے، 749,349,280/- پاکستانی روپے، اور

(ب) BIPL کے 13,180,212 شیئرزنگ کی 15/- پاکستانی روپے فی شیئرنگ کی قیمت پر خریداری کے لئے 197,703,180/- پاکستانی روپے بشرطیکہ دہائی بینک PJSC شیئرزنگ کے ضمن میں کمپنی کی پیشکش قبول کرے جس کی اس نے FSA کی شرائط کی رو سے BIPL کے دیگر شیئر ہولڈرز کو متناسب بنیاد پر پیشکش کی ہے۔

مزید قرار پایا کہ کمپنیز آرڈیننس 1984 کی دفعہ 208 کی رو سے خصوصی قرارداد دو سالہ مدت میں سرمایہ کاری کیلئے کارآمد ہوگی، جس کا شمار خصوصی قرارداد کی منظوری کی تاریخ سے ہوگا۔ مزید قرار پایا کہ کمپنی کے چیف ایگزیکٹو آفیسر، کمپنی کے بیکریٹری اور/یا چیف فنانشل آفیسر کو انفرادی یا مجموعی طور پر اختیار دیا جائے اور بذریعہ ہذا یا جاتا ہے کہ وہ مندرجہ بالا قراردادوں پر ان کی روح کے مطابق عملدرآمد کرنے کیلئے ضروری اقدامات، ڈیڈ ز اور امور انجام دیں اور/یا اس ضمن میں تمام ضروری کارروائیاں عمل میں لائیں اور کمپنی کے فزڈ کی مجوزہ سرمایہ کاری کیلئے تمام کارروائیاں، معاملات، ڈیڈ ز، تقاضوں اور کوائف کو پورا کریں جو ضروری، اتفاقی اور/یا اس ضمن میں ہوں۔"

حسب الحکم بورڈ

حسن شاہد

سی ایف اور کمپنی بیکریٹری

کراچی: 20 اگست 2015

نوٹ:

(i) کمپنی کی شیئر ٹرانسفر بکس 03 ستمبر 2015 سے 10 ستمبر 2015 تک (دونوں دن شامل ہیں) غیر معمولی اجلاس عام میں حاضر ہونے کے لئے شیئر ہولڈرز کے استحقاق کا تعین کرنے کی غرض سے بند رہیں گی۔

(ii) سینٹرل ڈپازٹری سسٹم کے تحت فزیکل ٹرانسفرز اور ڈپازٹ ریگولیشن جو کمپنی کے رجسٹر اریٹری ٹیکنالوجی ٹریڈ (پرائیویٹ) لمیٹڈ واقع ڈاک ہاؤس C-241، بلاک 2- پی ای سی ایچ ایس کراچی کو 02 ستمبر 2015 کو کاروباری اوقات کے اختتام تک موصول ہوں گی انہیں اجلاس میں شرکت کی غرض سے ال قرار دیئے جانے کے لئے بروقت تصور کیا جائے گا۔

(iii) کمپنی کا کوئی بھی ممبر جو اجلاس میں شرکت کرنے اور ووٹ دینے کا حقدار ہے وہ اپنی بجائے شرکت کرنے اور ووٹ دینے کے لئے کسی دوسرے ممبر کو اپنا پراکسی مقرر کر سکتا/سکتی ہے۔ پراکسی کیلئے ضروری ہے کہ وہ کمپنی کا ممبر ہو۔

(iv) پراکسیاں کمپنی کے رجسٹرڈ آفس میں لازماً اجلاس کے وقت سے کم از کم 48 گھنٹے قبل موصول ہوجانی چاہئیں۔

(v) سینٹرل ڈپازٹری کمپنی آف پاکستان لمیٹڈ (CDC) کے نام رجسٹرڈ شیئرز کے بین فیڈل اور ز اور/یا گائی پراکسیز کو مندرجہ ذیل رہنما اصولوں پر عملدرآمد کرنا ہوگا جیسا کہ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان نے طے کئے ہیں۔

A۔ برائے اجلاس میں شرکت

اے۔ اشخاص کی صورت میں اکاؤنٹ ہولڈر اور/یا سب اکاؤنٹ ہولڈر جنکی رجسٹریشن تفصیلات برطانیہ CDC ریکولیشنز اپ لوڈ یڈ ہیں انہیں اجلاس میں شرکت کے وقت اپنا اصل CNIC یا اصل پاسپورٹ مع شرکت کنندہ کا شناختی کارڈ نمبر اور اکاؤنٹ نمبر دکھا کر اپنی شناخت کی تصدیق کرنا ہوگی۔
بی۔ کارپوریٹ ادارہ کی صورت میں بورڈ کی قرارداد یا پاور آف اٹارنی مع نامزد کردہ کاموند دستخط اجلاس کے وقت پیش کرنا ہوگا (تاوقتیکہ قبل ازیں فراہم نہ کیا گیا ہو)۔

B۔ برائے تقریر پر اکیسز

اے۔ اشخاص کی صورت میں اکاؤنٹ ہولڈر اور/یا سب اکاؤنٹ ہولڈر جن کی رجسٹریشن تفصیلات برطانیہ CDC ریکولیشنز اپ لوڈ یڈ ہیں انہیں مندرجہ بالا شرائط کے مطابق پر کسی فارم پیش کرنا ہوگا۔

بی۔ پر کسی فارم پر دو افراد کے دستخط بطور گواہ ہونے چاہئیں جن کے نام، پتے اور CNIC نمبرز فارم پر درج ہوں۔

سی۔ اپنی فٹنل اور قرارداد پر کسی CNIC یا پاسپورٹ کی تصدیق شدہ نقول پر کسی فارم کے ساتھ پیش کی جائے۔

ڈی۔ اجلاس کے وقت پر کسی اپنا اصل CNIC یا اصل پاسپورٹ پیش کرے۔

ای۔ کارپوریٹ ادارہ کی صورت میں بورڈ کی قرارداد یا پاور آف اٹارنی مع نمونہ دستخط کوئی کوئی پر کسی فارم کے ساتھ پیش کیا جائے (تاوقتیکہ قبل ازیں پیش نہ کئے گئے ہوں)۔

(vi) شیئر ہولڈرز سے التماس ہے کہ وہ اپنے پتے میں کسی بھی قسم کی تبدیلی سے متعلق کمپنی کے رجسٹرار کو فوراً مطلع کریں۔

(vii) کمپنیز آرڈی ننس 1984 کی دفعہ 160(1)(b) کے تحت غیر معمولی اجلاس عام میں بطور خصوصی قرارداد پیشائے جانے والے خصوصی امور سے متعلق شہوں حقائق پر مبنی اسٹیٹمنٹ کی کاپی نوٹس ہڈا کے ساتھ ارسال کی جا رہی ہے۔

شیئر ہولڈرز کیلئے اہم ہدایات:

شیئر ہولڈرز کا کمپیوٹر انڈیو می شناختی کارڈ (CNIC)

شیئر ہولڈرز سے التماس ہے کہ وہ اپنے کارڈ CNIC کی نقل فوری طور پر درج ذیل پتے پر کمپنی کے انڈیپنڈنٹ شیئر رجسٹرار کو فراہم کریں۔ اس کی ایک واضح اسکیڈ کاپی بھی فوئیو نمبر اور مراسلت کیلئے حالیہ پتے کے ہمراہ cnic@js.com پر بھی ارسال کی جاسکتی ہے۔

مینڈیٹ برائے ای ڈویڈنڈ

نقد منافع منقسمہ کی ادائیگی کے عمل کو زیادہ ہوشیاری کے غرض سے ای ڈویڈنڈ طریق کار کا آغاز کیا گیا ہے جس کے ذریعے شیئر ہولڈرز کو بلا کسی تاخیر کے اپنے متعلقہ بینک اکاؤنٹس میں منافع منقسمہ کی رقم الیکٹرونیکل جج کر دی جائے گی۔ اس طرح منافع منقسمہ جات متعلقہ بینک اکاؤنٹس میں فوراً کریڈٹ کر دیے جائیں گے اور منافع منقسمہ کے دائرہ کی ڈاک میں گمشدگی، بلا تقسیم واپس آجانے یا غلط پتے پر ڈیوڈ وغیرہ ہونے کے امکانات نہیں ہونگے۔ سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان (SECP) نے بذریعہ نوٹس نمبر SM/CDC 2008 (4) مورخہ 05 اپریل 2013ء تمام اسٹیڈ کمپنیز کو ہدایت کی ہے کہ وہ ای ڈویڈنڈ طریق کار اختیار کریں اس نام پر کہ شیئر ہولڈرز کے لئے یہ سودمند رہے گا۔ مندرجہ بالا کے پیش نظر آپ سے گزارش کی جاتی ہے کہ آپ ڈویڈنڈ مینڈیٹ فارم جو <http://www.jscom/indexphp/investors/shareholders.information> پر دستیاب ہے۔ باقاعدہ پر شدہ اور دستخط شدہ ہو فراہم کرتے ہوئے ای ڈویڈنڈ کے حق میں ایک ڈویڈنڈ مینڈیٹ فراہم کریں۔

فنانشل اسٹیٹمنٹ اور نوٹسز کی الیکٹرونک ترسیل:

نوٹیفیکیشن sro 78/(1)/2014 مورخہ 8 ستمبر 2014 کی بیرونی میں سیکورٹی اینڈ ایکسچینج کمپنی پاکستان (SECP) میں تمام کمپنیوں کو ہدایت کی ہے کہ وہ اپنے ممبران کو الیکٹرونک میل سسٹم (E-mail) کے ذریعہ سالانہ فنانشل اسٹیٹمنٹ اور سالانہ اجلاس عام کے نوٹس کی وصولیابی کی سہولت فراہم کرے۔ جہاں گیر صدیقی کمپنی لمیٹڈ معزز ممبران کو ہدایت اس سہولت کی پیشکش کرتی ہے جو مستقبل میں بذریعہ ای میل سالانہ فنانشل اسٹیٹمنٹ اور نوٹسز وصول کرنے کے خواہشمند ہوں۔

اس سلسلے میں جو ممبران یہ سہولت حاصل کرنا چاہتے ہیں بذریعہ ہڈا التماس ہے کہ کمپنی کی ویب سائٹ <http://www.jscom/indexphp/investors/shareholders.information> پر دستیاب اسٹیٹمنٹ رڈ کیوسٹ فارم پر اپنی رضامندی بذریعہ ای میل ارسال کریں۔

ازراہ کرم اس امر کو یقینی بنائیں کہ آپ کا ای میل اکاؤنٹ اس طرح کی ای میل جو 1MB سے زائد سائز کی ہوگی، وصول کرنے کیلئے معقول راہیں اور آپس کا حامل ہے۔ مستقبل میں یہ ممبران مرد و خاتون کی ذمہ داری ہوگی کہ وہ اپنے رجسٹرڈ ای میل ایڈریس میں کسی بھی تبدیلی سے شیئر رجسٹرار کو درج ذیل پتے پر برقت آگاہ کریں۔

شیئر رجسٹرار ٹیکنالوجی ٹریڈ (پرائیوٹ) لمیٹڈ

ڈاکیومنٹس C-241 بلاک 2 بی ای سی ایچ ایس آف شاہراہ قائدین کراچی (mail@ttpl.com.pk)

THE NEWS

Dated: August 20, 2015



Jahangir Siddiqui & Co. Ltd

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Jahangir Siddiqui & Co. Ltd. (the "JSCL" or the "Company") will be held at Defence Authority Creek Club, Zulfiqar Street No.1, Phase VIII, Defence Housing Authority, Karachi on Thursday, September 10, 2015 at 10:00 a.m., to consider and if thought fit, to pass the following resolution as Special Resolution under Section 208 of the Companies Ordinance, 1984, with or without any modification(s), addition(s) or deletion(s) in respect of special business of further equity investment in BankIslami Pakistan Limited:

"RESOLVED by way of Special Resolution that subject to requisite regulatory permissions, approval of the members of Jahangir Siddiqui & Co. Ltd. ("Company") be and is hereby accorded pursuant to the requirements of Section 208 of the Companies Ordinance, 1984 for the following long term equity investments of up to PKR 947,052,460/- in BankIslami Pakistan Limited ("BIPL"), an associated company for acquisition/purchase of up to 88,115,140 ordinary shares (constituting 8.74% of total issued paid up share capital of BIPL), as per terms and conditions disclosed to the members:

- PKR 749,349,280/- for purchase of up to 74,934,928 shares of BIPL already offered by Dubal Bank PJSC to the Company on proportionate basis at an offer price of PKR 10/- each in terms of Founding Shareholders Agreement dated September 19, 2005 ("FSA");
- PKR 197,703,180/- for purchase of up to 13,180,212 shares of BIPL at a price of up to PKR 15/- per share if Dubal Bank PJSC accepts the Company's offer in respect of shares it has proportionately offered to other shareholders of BIPL in terms of FSA.

FURTHER RESOLVED that this Special Resolution in terms of Section 208 of the Companies Ordinance, 1984 shall be valid for investments within a period of 2 (two) years from the date of passing of the Special Resolution thereof.

FURTHER RESOLVED that the Chief Executive Officer, the Company Secretary and/or the Chief Financial Officer of the Company be and are hereby jointly and severally authorised to take and do and/or cause to be taken or done any/all necessary acts, deeds and things, take any or all necessary actions which are or may be necessary, incidental and/or consequential for giving effect to the spirit and intent of aforesaid resolutions and to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions."

Witness my hand and seal this 20th day of August 2015.

By Order of the Board

Hasan Shahid
CFO & Company Secretary

Karachi: August 20, 2015

NOTES

- The Share Transfer Books of the Company shall remain closed from September 03, 2015 to September 10, 2015 (both days inclusive) for determining the entitlement of shareholders for attending the Extraordinary General Meeting.
- Physical transfers and deposit requests under Central Depository System received at the close of business on September 02, 2015 by the Company's Registrar i.e. Technology Trade (Pvt.) Ltd., Dagla House, 241-C, Block-2, P.E.C.H.S., Karachi will be treated as being in time for the purpose of attending the meeting.
- A member of the Company entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. A proxy must be a member of the Company.
- Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the meeting.
- Beneficial owners of the shares registered in the name of Central Depository Company of Pakistan Limited (CDC) and/or their proxies will have to follow the following guidelines as laid down by the Securities and Exchange Commission of Pakistan:

A. For Attending the Meeting

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or original Passport along with Participant ID number and the account number at the time of attending the meeting.
- b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

B. For Appointing Proxies

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
- b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
- c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
- d. The proxy shall produce his original CNIC or original passport as may be applicable at the time of the meeting.
- e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

(vi) Shareholders are requested to notify immediately of any change in their address to the Company's Registrar.

(vii) The Statement under Section 160(1)(b) of the Companies Ordinance, 1984 containing material facts concerning the special business to be transacted as special resolution at the Extraordinary General Meeting is being sent along with copy of this notice.

IMPORTANT NOTICES TO SHAREHOLDERS

Computerized National Identity Card (CNIC) of Shareholders

Shareholders are requested to provide immediately copy of their valid CNIC to the Company's Independent Share Registrar at the address given herein below. A legible scanned copy of the same can also be forwarded at cnic@js.com along with folio number and updated address for correspondence.

Mandate for e-Dividend

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged when shareholders can get amount of the dividend credited into their respective bank accounts electronically without any delay. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 05, 2013 has advised all listed Companies to adopt e-dividend mechanism due to the benefits it entails for shareholders. You are encouraged to provide a dividend mandate in favor of e-dividend by providing duly filled in and signed dividend mandate form available at <http://www.js.com/index.php/investors/shareholders-information>.

Electronic Transmission of Financial Statements and Notices

Pursuant to Notification vide SRO 787 (1)/2014 dated September 08, 2014; the Securities and Exchange Commission of Pakistan (SECP) has directed all companies to facilitate their members receiving Annual Financial Statements and Notice of Annual General Meeting (Notice) through electronic mail system (e-mail). Jahangir Siddiqui & Co. Ltd. is pleased to offer this facility to our valued members who desire to receive Annual Financial Statements and Notices through email in future.

In this regard, those members who wish to avail this facility are hereby requested to convey their consent via email on a standard request form which is available at the Company website i.e. at <http://www.js.com/index.php/investors/shareholders-information>.

Please ensure that your email account has sufficient rights and space available to receive such email which may be greater than 1 MB in size. Further, it is the responsibility of the member(s) to timely update the Share Registrar of any change in his (her/its/their) registered email address at the following address:

THE SHARE REGISTRAR
TECHNOLOGY TRADE (PRIVATE) LIMITED
DAGIA HOUSE, 241-C, BLOCK -2, P.E.C.H.S.
OFF SHAHRAH-E-QUAIDEEN, KARACHI
mail@ttpl.com.pk