

Notice of Annual General Meeting - Addendum

Notice is hereby given that the 21st Annual General Meeting of Nimir Industrial Chemicals Limited (the "Company") shall be held on Thursday, October 30, 2014 at 11:00 a.m. at Qasr-e-Sultan, Lahore-Faisalabad By-pass, Near Housing Colony, Sheikhpura to transact the following business:

ORDINARY BUSINESS:

1. To confirm the minutes of the last Annual General Meeting of the Company held on October 29, 2013.
2. To receive, consider and adopt the audited accounts of the Company for the year ended June 30, 2014 together with the Reports of the Directors' and Auditors' thereon.
3. To appoint Auditors for the year ended June 30, 2015 and fix their remuneration. The retiring auditors M/s Ernst & Young Ford Rhodes Sidat Hyder-Chartered Accountants have offered themselves for re-appointment.

SPECIAL BUSINESS :

4. To consider and approve the remuneration of Chief Executive and working Directors.
5. To consider and approve the meeting fee for non-executive and independent directors for attending the meetings of Board of Directors and Audit Committee.

OTHER BUSINESS:

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

By Order of the Board

Muhammad Inam-ur-Rahim
(Company Secretary)

Sheikhpura
September 22, 2014

Notes:

- i. The share transfer books of the Company shall remain closed from October 24, 2014 to October 30, 2014 (both days inclusive).
- ii. A member eligible to attend and vote at this meeting is entitled to appoint another member as his/her proxy to attend and vote instead of him/her. A proxy must be a member of the Company and shall produce his/her original Computerized National Identity Card (CNIC) or passport at the time of meeting. Proxies in order to be effective must be received at the registered office of the Company not later than forty eight (48) hours before the time of holding the meeting.

- iii. The corporate shareholders shall nominate someone to represent them at the Annual General Meeting. The nominations, in order to be effective must be received by the Company not later than forty eight (48) hours before time of holding the meeting.
- iv. Any individual Beneficial Owner of CDC, entitled to attend and vote at this meeting, must bring his/her original CNIC or passport, Account and participants' I.D numbers to prove his/her identity, and in case of proxy must enclose an attested copy of his / her CNIC or passport. Representatives of corporate members should bring the, will bring Board resolution/power of attorney with specimen signature shall be submitted (unless it had been provided earlier) along with the proxy form to the Company.
- v. All shareholders who had not yet submitted the valid copies of CNIC and NTN Certificate(s) are requested to send the copies of the same to the Shares Registrar. Shareholders of the Company who holds shares in scrip-less form on Central Depository Company of Pakistan Ltd. (CDC) are requested to submit/send valid copies of CNIC and NTN Certificate(s) directly to their CDC participant (brokers)/CDC Investor Account Services.
- vi. Shareholders are requested to immediately notify change in address, if any, to the Company's Share Registrar, at the following address :

M/s Corplink (Pvt.) Limited

Wings Arcade, 1-K (Commercial), Model Town, Lahore.

Tel : 042 35916714, 35916719, 35839182. Fax : 042 35869037.

The statement of material facts under section 160 (1) (b) of the Companies Ordinance, 1984 concerning the special business contained in item No. 4 and 5 of the Notice of Annual General Meeting.

ITEM No.4

- To consider and approve the increase in the annual remuneration of Chief Executive Officer of the Company to Rs. 6.3 million per annum exclusive of perquisites, bonus, company maintained cars, genset, reimbursement of actual medical expenses, travelling, entertainment and other incidentals relating to their office in accordance with the company policy.
- To consider and approve the increase in the annual remuneration of each working director of the Company to Rs. 4.8 million per annum exclusive of perquisites, bonus, company maintained cars, genset, reimbursement of actual medical expenses, travelling, entertainment and other incidentals relating to their office in accordance with the company policy.

ITEM No.5

- To consider and approve to pay a fee of Rs. 20,000/- per meeting to non-executive directors attending the Board meeting.
- To consider and approve a fee of Rs. 20,000/- per meeting to audit committee members attending the audit committee meeting.