

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given to all the members of **Agritech Limited** (the "Company") that an **Annual General Meeting** of the Company is scheduled to be held on April 28, 2017 at 11:30 A.M. at Park Plaza Hotel, 107-B3, MM Alam Road, Gulberg III, Lahore to transact the following business:

Ordinary Business:

1. To confirm the minutes of the last Extraordinary General Meeting held on July 21, 2016;
2. To receive, consider and adopt the financial statements for the year ended on December 31, 2016 together with Director's and Auditor's reports thereon;
3. To appoint external auditors for the financial year ending December 31, 2017 and to fix their remuneration.

Special Business:

4. To incorporate mandatory E-voting provisions in the Articles of Association of the Company through following resolutions as Special Resolutions.

'RESOLVED that the Articles of Association of the Company be amended by inserting two new Articles No. 74A and 74B after Article No. 74.

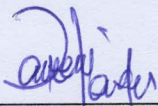
74A In case of E-voting both members and non-members can be appointed as proxy through an instrument of proxy as prescribed in option No.2 of Schedule II of SRO 43 (I)/2016 dated 22nd January, 2016 being SECP Notification of Companies (E-voting) Regulations, 2016.

74B All other provisions and requirements for E-voting as prescribed by SRO 43 (I)/2016 dated 22nd January, 2016 being SECP Notification to Companies (E-voting) Regulations, 2016 and any subsequent amendments thereto shall be deemed to be incorporated in these Articles of Associations irrespective of the other provisions of these Article and notwithstanding anything contrary therein.

Other Business:

5. Any other business with the permission of the Chair.

BY ORDER OF THE BOARD



(Syed Taneem Haider)
Company Secretary
April 07, 2017
Lahore

NOTES:

1. Share transfer books of the Company will remain closed from April 22, 2017 to April 28, 2017 (both days inclusive).
2. A member entitled to attend and vote at the meeting may appoint another member as his/her proxy to attend and vote in his/her place. Proxies completed in all respect, in order to be effective, must be received at the Registered Office of the Company not less than forty eight (48) hours before the time of meeting.
3. Members who have not yet submitted photocopies of Computerized National Identity Card (CNIC) are requested to send the same at the earliest.
4. All the account holders whose registration details are uploaded as per CDC Regulations shall authenticate their identity by showing original CNIC at the time of attending the meeting. In case of corporate entity, a certified copy of resolution of the Board of Directors / valid Power of Attorney having the name and specimen signature of the nominee should be produced at the time of meeting.
5. Annual Report of the company shall be dispatched to all the members on Friday (i.e. April 07, 2017) after publishing of financial results on Pakistan Stock Exchange.

Statement of material facts under Section 160 (1) (b) of the Companies Ordinance, 1984:

The Securities and Exchange Commission of Pakistan (SECP) has issued Companies (E-Voting) Regulations, 2016 which are effective with immediate effect.

To give effect to these regulations Company has to amend its Articles of Association by way of inserting 2 new clauses as mentioned in Agenda Item No. 4. These amendments will pave way for moving ahead to fully implement these regulations, ultimately extending E-voting right to members.

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