

MURREE BREWERY COMPANY LIMITED

For Poll at the Extra Ordinary General Meeting to be held on Friday, 23rd June, 2023 at 10.00 AM
at 3-National Park Road, Rawalpindi

Folio /CDS Account Number		
Name of Shareholder / Proxy Holder		
Registered Address		
Number of Shares Held		
CNIC / Passport No. (in case of foreigner) (Copy to be attached)		
Additional information and enclosures (in case of representative of body corporate, corporation, and federal Government)		
Name of Authorized Signatory		
CNIC / Passport No. (in case of foreigner) (Copy to be attached)		
Resolution for Agenda		
SPECIAL BUSINESS:		
1. To consider and, if thought fit, to pass following resolutions as Special Resolution(s), with or without modification: "Resolved that the Authorized Share Capital of Murree Brewery Company Limited ("the Company") be and is hereby increased from Rs. 300,000,000/- divided into 30,000,000 ordinary shares of Rs. 10/- each to Rs. 9,000,000,000/- divided into 900,000,000 ordinary shares of Rs. 10/- each by creation of 870,000,000 additional ordinary shares of Rs 10/- each and this purpose Clause 5 of the Memorandum of Association and Article 3 of the Articles of Association of the Company be and are hereby amended to read as under: Clause 5 of the Memorandum of Association The authorized capital of the Company is Rs. 9,000,000,000.00 (Rupees nine billion only) divided into 900,000,000 ordinary shares of Rs. 10.00 (Rupees ten only) each. The Company shall have the power to increase, reduce or reorganize the capital of the Company and divide shares in the capital for the time being in several classes in accordance with the provisions of the Companies Act, 2017. Article 3 of the Articles of Association The authorized capital of the Company is Rs. 9,000,000,000.00 (Rupees Nine Billion Only) divided into 900,000,000 (Nine Hundred Million) Ordinary Shares of Rs. 10/- each. "Further Resolved that the ordinary shares, when issued, shall carry equal voting rights and rank <i>pari passu</i> with the existing ordinary shares of the Company in all respect/matters in conformity with the Companies Act, 2017." "Further Resolved that the Company Secretary be and is hereby authorized to do all acts, deeds and things, take or cause to be taken any action as may be required, necessary, incidental or consequential to give effect to this resolution."		
2. To consider and, if thought fit, to pass following resolutions as Special Resolution(s), with or without modification, to substitute Article 121 of the Articles of the Association of the Company: "Resolved that pursuant to section 38 and all other applicable provisions of the Companies Act, 2017, Article 121 of the existing Articles of Association of the Company be and is hereby substituted to read as follows: 121. The Board of Directors may capitalize any part of the amount for the time being standing to the credit of any reserve or the profit and loss account or otherwise available for distribution, and accordingly that such sum be set free for distribution, amongst members who would be entitled thereto if the same were distributed by way of dividend and in the same proportions on the condition that the same be not paid in cash but be applied in paying up in full un-issued shares as bonus shares or debentures of the Company to be allotted and distributed, credited as fully paid up, to and amongst such members in the proportion aforesaid, or partly in one way and partly in the other. Where any difficulty arises in respect of any such distribution, the Directors may subject to the provisions of Section 86(2) of the Ordinance settle the same as they think expedient, and in particular they may fix the value for distribution of any fully paid-up shares or debentures, make cash payments to any shareholder on footing of the value so fixed in order the adjust rights, and vest any such shares or debentures in trustees upon such trusts for or for the benefit of the persons entitled to share in the appropriation and distribution as may seem just and expedient to the Directors. When deemed requisite a proper contract for the allotment and acceptance of any shares to be distributed as aforesaid shall be delivered to the Registrar of Companies for registration in accordance with Section 73 of the Ordinance and the Directors may appoint any person to sign such contract on behalf of the persons entitled to share in the appropriation and distribution and such appointment shall be effective." "Further Resolved that the Company Secretary be and is hereby authorized to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and to file requisite documents with the Registrar to effectuate and implement the aforesaid resolutions." "Further Resolved that the aforesaid alteration in the Articles of Association of the Company shall be subject to any amendment, modification, addition or deletion as may be required, and such amendment, modification, addition or deletion shall not require fresh approval of members."		
Instruction for Poll		
1. Please indicate your Vote by ticking (✓) the relevant box		
2. In case if both the boxes are marked as (✓), your poll shall be treated as "Rejected"		
I/we hereby exercise my/our vote in respect of the above resolution through ballot b conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below		
Resolution	I / We assent the Resolution (FOR)	I / We assent the Resolution (AGAINST)
NOTES:		
1. Duly filled ballot paper should be sent to the Chairman MBC at registered office of Murree Brewery Company Limited, 3-National Park Road, Rawalpindi		
2. Copy of CNIC / Passport (in case of foreigner) should be enclosed with the postal ballot form		
3. Ballot paper should reach the Chairman within business hours by or before 22 nd June, 2023. Any postal ballot received after this date, will not be considered for voting.		
4. Signature on ballot paper should match with signature on CNIC / Passport.		
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.		
6. In case of representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested cop of Board Resolution, Power of Attorney, Authorization Letter etc. in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In case of foreign body corporate etc. all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member. Ballot Paper form has also been placed on the website of the company at http://www.murreebrewery.com		
Shareholder / Proxy holder Signature / Authorized Signatory (in case of corporate entity, please affix Company / Stamp)		Date: