

AKZO NOBEL PAKISTAN LIMITED

NOTICE OF ANNUAL GENERAL MEETING

NOTICE is hereby given that the third Annual General Meeting of Akzo Nobel Pakistan Limited will be held on Wednesday, the 23rd day of April, 2014, at 10:30 a.m. at 346, Ferozepur Road, Lahore, to transact the following business:

1. To confirm the minutes of the 2nd Annual General meeting held on April 25, 2013.
2. To receive, consider, approve and adopt the accounts of Akzo Nobel Pakistan Limited, for the year ended December 31, 2013, together with the Auditors Report and the Directors Report thereon.
3. To declare and approve final cash dividend @ Rs. 2.50 per ordinary share of Rs.10 each for the year ended December 31, 2013 as recommended by the Directors, payable to the Members whose names appear in the Register of Members as at April 16, 2014.
4. To appoint the auditors of the Company and to fix their remuneration.
5. Any other business with the permission of the Chairman.

March 31, 2014
Lahore

By Order of the Board

Saira Soofi
Company Secretary

NOTES

1. Share Transfer Books of the Company will remain closed from April 16, 2014 to April 23, 2014 (both days inclusive). Transfers received in order at the office of our Shares Registrar, FAMCO Associates (Pvt) Ltd., 8-F, Next to Hotel Faran Nursery, Block 6, P.E.C.H.S. Shakra-e-Faisal Karachi, by the close of business on April 15, 2014 will be in time to entitle the transferees to the final dividend and to attend the Meeting.
2. All Members are entitled to attend and vote at the Meeting.
3. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend, speak and vote for him/her. A proxy must be a Member of the Company.
4. An instrument of proxy applicable for the Meeting 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 located at 346, Ferozpur Road, Lahore, during normal office hours. Proxy Form may also be downloaded from the Company's website www.akzonobel.com/pk/paints.
5. An instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a notarially 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.
6. Pursuant to the directive of the Securities and Exchange Commission of Pakistan, where CNIC numbers of shareholders are mandatorily required to be mentioned on dividend warrants, to submit a copy of their Computerized National Identity Card (CNIC), if not already provided and notify immediately changes, if any, in their registered address to our Share Registrar, FAMCO Associates (Pvt) Ltd.
7. Shareholders are also entitled to receive their cash dividend directly in their bank accounts instead of receiving it through dividend warrants (crossed as A/c Payee only). Shareholders desiring to exercise this option may submit their application to Akzo Nobel Pakistan Limited or FAMCO Associates (Pvt) Ltd by April 23, 2014, giving their particulars relating to their name, telephone number, folio number, bank account number, title of account and complete mailing address of the bank. CDC account holders should submit their request directly to their broker (participant)/CDC.

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 case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- (ii) In case of corporate entity, the Board of Directors' 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:

- (i) In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their 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 CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- (iv) The proxy shall produce his original CNIC or original passport at the time of the Meeting.
- (v) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.