

NOTICE OF THE FOURTH EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the fourth Extraordinary General Meeting of Pakistan Telecommunication Company Limited will be held on Saturday, 31st October, 2015 at 10:30 a.m. at S.A. Siddiqui Auditorium PTCL Headquarters, Sectors G-8/4, Islamabad, to transact the following business:

1. To confirm the minutes of the last AGM held on 28th April, 2015.
2. To elect Directors of the Company for another term of three years commencing from **October 31, 2015** in terms of Section 178 of the Companies Ordinance, 1984 and article 62 of the Articles of Association of the Company.
 - a. Pursuant to Section 178 (1) of the Companies Ordinance 1984 and article 56 of the Articles of Association of the Company, the Board of Directors has fixed the number of elected Directors of the Company at nine.
 - b. Pursuant to Section 178 (2)(b) of the Companies Ordinance 1984, names of the retiring Directors are as under:

1. Mr. Azmat Ali Ranjha	2. Dr. Waqar Masood Khan
3. Sardar.Ahmad Nawaz Sukhera	4. Mr. Mudassar Hussain
5. Mr. Abdulrahim A. Al Nooryani	6. Mr. Serkan Okandan
7. Dr. Daniel Ritz	8. Mr. Rainer Rathgeber
9. Mr. Hesham Abdulla Qassim Al Qassim	
 - c. Pursuant to Section 178 (3) of the Companies Ordinance 1984 and article 64 of the Articles of Association of the Company, the retiring Directors have indicated their intentions to offer themselves for election to the office of Director.
3. To transact any other business with the permission of the Chair.

BY ORDER OF THE BOARD


(Saima Akbar Khattak)
Company Secretary

Islamabad:
Dated: 01 October, 2015.

Notes:

1. Participation in the Extraordinary General Meeting

Any member of the Company entitled to attend and vote at this meeting may appoint another person as his/her proxy to attend and vote on his/her behalf. A corporate entity, being a member, may appoint any person, regardless whether he is a member or not, as its proxy. In case of corporate entities, a resolution of the Board of Directors /Power of Attorney with specimen signatures of the person nominated to represent and vote on behalf of the corporate entity shall be submitted to the Company along with a completed proxy form. Proxies in order to be effective must be received by the Company at the Registered Office not less than 48 hours before the time fixed for holding the meeting.

2. Closure of Share Transfer Books

The Share Transfer Books of the Company will remain closed from 23rd October, 2015 to 31st October, 2015 (both days inclusive).

3. **Change of Address**

Members holding shares in physical form are requested to notify any change in address immediately to our Share Registrar, M/s FAMCO Associates (Pvt.) Limited at 8-F, Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S., Shakra-e-Faisal, Karachi. Members holding shares in CDC/Participants accounts are also requested to update their addresses with CDC or their Participants/Stock Brokers.

4. **Further Guidelines for CDC Account Holders**

CDC account holders will have to follow the guidelines issued by the Securities and Exchange Commission Pakistan (SECP) through its Circular 1 of January 26, 2000, stated herein below:

A. For Attending the Meeting

- (i) In case of individuals, the account holders or sub account holders whose registration details are uploaded as per the Regulations, shall authenticate his/her identity by showing his/her original CNIC or original passport at the time of attending the Meeting.
- (ii) In case of corporate entity, a resolution of the Board of Directors / Power of Attorney with specimen signature of the nominee shall be produced (unless the same has been provided to the Company earlier) at the time of the Meeting.

B. For appointing Proxies

- (i) In case of individuals, the account holder or sub-account holders whose 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 stated on the proxy form.
- (iii) Attested copies of CNICs or passports of the beneficiary owner and the proxy shall be attached with the proxy form.
- (iv) The proxy shall produce his/her original CNIC or original passport at the time of the Meeting.
- (v) In case of corporate entity, a resolution of the Board of Directors/ Power of Attorney with specimen signature should be submitted along with the proxy form to the Company.

5. **Consent for Video Conference Facility**

Members can also avail video conference facility in Karachi & Lahore. In this regard please fill the following and submit to registered address of the Company at least 10 days before holding of general meeting.

The Video facility will be provided only if the Company receives consent from members holding in aggregate 10% or more shareholding residing at Karachi or Lahore (a geographical location), to participate in the meeting through video conference at least 10 days prior to date of meeting, the company will arrange video conference facility in that city subject to availability of such facility in that city.

The Company will intimate members regarding venue of videoconference facility at least 5 days before the date of general meeting along with complete information necessary to enable them to access such facility.

I/we _____ of _____, being a member of Pakistan Telecommunication Company Limited holder of _____ Ordinary Shares(s) as per Register Folio No. _____ hereby opt for video conference facility at _____.

Signature of member