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SUI NORTHERN GAS PIPELINES LIMITED

GAS HOUSE, 21-KASHMIR ROAD, P.O. BOX 56, LAHORE (PAKISTAN)

CA/PSX/694

Thru: PUCARS / Courier

March 08, 2016

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
KARACHI.

51ST ANNUAL GENERAL MEETING

Dear Sir:

This is to inform you that the shareholders of the Company at their 51st Annual General Meeting held on March 08, 2016 have approved the following:

ORDINARY BUSINESS:

1. The Audited Accounts of the Company for the year ended June 30, 2014.
2. The Audited Accounts of the Company for the year ended June 30, 2015.
3. The post facto re-appointment of A.F. Ferguson & Co., Chartered Accountants as Auditors of the Company for the year ended June 30, 2015 including their paid remuneration.
4. Appointment of A.F. Ferguson & Co., Chartered Accountants as Auditors of the Company for the year ending June 30, 2016.

THE SHAREHOLDERS ALSO APPROVED THE FOLLOWING SPECIAL RESOLUTION TO AMEND THE ARTICLES OF ASSOCIATION OF THE COMPANY:

IT IS HEREBY RESOLVED

“That the Articles No. 52, 69, 73, 85 and 112 of the Articles of Association of the Company be and are hereby amended to be read as follows:

52. Ten (10) members present in person representing not less than twenty five percent (25%) of the total voting power, either of their own account or as proxies, shall be a quorum for a general meeting. Furthermore, the Company may provide video conference facility to its members for attending general meeting at places other than the town in which general meeting is taking place after considering the geographical dispersal of its members, provided that if members, collectively holding ten percent (10%) or more shareholding residing at a geographical location, provide their consent to participate in the meeting through video conference at least ten (10) days prior to date of meeting, the Company shall arrange video conference facility in that city subject to availability of such facility in that city.
69. A person can be appointed as proxy and shall be qualified to vote even if he/she is not a member. Moreover, a corporation or a company being a member of the Company may by a resolution of the Directors authorise any of its officials or any other person



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to act as its representative at any meeting of the Company. Subject to the provisions of these Articles an agent duly authorised under a power of attorney shall be entitled to be present and vote on behalf of his appointer notwithstanding that such agent may not be a member of the Company. A member may exercise his vote at a meeting by electronic means in the manner provided in the Ordinance or Rules or Regulations made thereunder.

73. An instrument appointing a proxy may be in the following form, or in any other form which the Directors shall approve:

SUI NORTHERN GAS PIPELINES LIMITED

Option 1

Appointing other person as Proxy

I/We _____ of _____ being a member of Sui Northern Gas Pipelines Limited and holder of _____

(number of shares)

Ordinary Shares as per Registered Folio No. _____ hereby appoint Mr. _____ of _____ or failing whom Mr. _____ of _____ as my/our proxy to vote for me/us and on my/our behalf at the (annual, extraordinary general meeting, as the case may be) of the Company to be held on _____ and at any adjournment thereof. Signed under my / our this _____ day of _____, 20____.

Option 2

E-voting as per The Companies (E-voting) Regulations, 2016

I/We, _____ of _____, being a member of Sui Northern Gas Pipelines Limited, holder of _____ Ordinary Share(s) as per Register Folio No. _____ hereby opt for e-voting through intermediary and hereby consent the appointment of execution officer _____ as proxy and will exercise e-voting as per the Companies (E-voting) Regulations, 2016 and hereby demand for poll for resolutions.

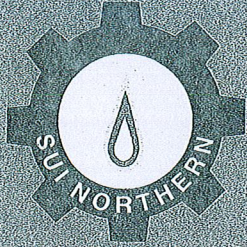
My secured email address is _____, please send login details, password and electronic signature through email.

Signature should agree
with the specimen signature
registered with the Company

Signed in the presence of:

Signature of Witness

Signature of Witness



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85. The remuneration to be paid to the Directors for attending the Board or Committee Meetings, shall be Rs.100,000/- per meeting. The Directors attending the Board or Committee Meetings shall be entitled to business class/ club class return airfare from the venue of the meeting to his/ her usual place of residence in Pakistan. The Directors attending the Board or Committee Meetings shall also be entitled to boarding, lodging and transportation in case meeting is held in a city other than his/ her usual place of residence.

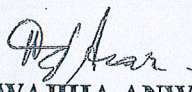
Provided that the regularly paid Chief Executive Officer/ Managing Director and Executive Directors shall not be paid any remuneration for attending the Board or Committee Meetings of the Company.

112. A resolution passed without any meeting of Directors or of a Committee of Directors appointed under Article 110 and evidenced in writing under the hands of majority of the Directors or members of the Committee for the time being in Pakistan, as the case may be, shall be as valid and effectual as a resolution duly passed at a meeting of the Directors or of such Committee called and held in accordance with the provisions of these Articles: Provided that in case one-third (1/3rd) of the total number of directors of the Company require that any resolution under circular resolution must be decided at a board meeting in person, the Chairman shall put the resolution to be decided at a meeting of the Board.

Resolved further that the Managing Director of the Company be and is hereby authorized and empowered to do or cause to be done all acts, deeds and things that may be necessary to give effect to these resolutions."

Thanks and regards,

Yours Sincerely,
SUI NORTHERN GAS PIPELINES LIMITED


(WAJIHA ANWAR)
Company Secretary
Tele: 042-99201338
Fax: 042-99201369

cc: The Executive Director, (EMD),
Securities and Exchange Commission of Pakistan,
N.I.C Building, Jinnah Avenue, Blue Area,
Islamabad.