WorldCall

WorldCall Telecom Limited

An Omantel Company

March 31, 2015

WTL/MOA/AOA/03/2015

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road,
Karachi.
Fax # (021) 111 573 329

The Secretary
Lahore Stock Exchange Limited
Stock Exchange Building
19-Khayaban-e-Aiwan-e-Iqbal
Lahore.
Fax # (042) 3636 8485

Subject: **ALTERATIONS IN THE ARTICLES OF ASSOCIATION**
Worldcall Telecom Limited

Dear Sir(s)

We would like to inform you that the Board of Directors of the company in their Meeting held on 29 March 2015 has approved some alterations in Articles of Association of **Worldcall Telecom Limited** which are detailed attached as an **Annexure**.

Pursuant to Regulation 26 of Listing Regulation of the exchange, you are requested to kindly provide your "**No Objection**" in respect of amendments in the Articles of Associations of the Company.

An early response would be highly appreciated.

Yours truly,
For **Worldcall Telecom Limited**

Muhammad Azhar Saeed, ACA
Officiating Company Secretary

Encl: Annexure

Telecom Office:
Ibrahim Trade Centre, 1-Aibak Block
New Garden Town, Lahore. Pakistan
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www.worldcall.com.pk

Head Office:
67 A, C-III, Gulberg-III, Lahore.
Tel: (92 42) 35872636-38, Fax: (92 42) 35755231

Annexure

Existing Articles	Proposed Article
Articles: 61 The Directors may meet together for the despatch of business, adjourn and otherwise regulate their meetings, as they think fit. The quorum of the meeting of Directors shall not be less than one-third of their number or four whichever is greater. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall have and exercise a second or casting vote. A Director may, and the secretary on the requisition of a Director shall, at any time, summon a meeting of Directors. It shall not be necessary to give notice of a meeting of Directors to any Director for the time being absent from Pakistan.	**Articles: 61 (amended)** "The directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings, as they think fit. The quorum of the meeting of directors shall be in accordance with the provisions of the Ordinance. Questions arising at any meeting shall be decided by a majority of votes. In case of an equality of votes, the chairman shall have and exercise a second or casting vote. A director may, and the secretary on the requisition of director shall, at any time, summon a meeting of directors. Notice sent to a director through email or other valid means of communication whether such director is in Pakistan or outside Pakistan shall be a valid notice".
N/A	**Articles: 61 (Addition)** Article 61-A: "Board Meeting Through Tele/Video Conferencing". "The directors may hold their meetings through tele/video conferencing in emergent situation where it is not possible for them to be physically present at the venue of the meeting, provided that the minutes of such meeting are approved/signed subsequently by all the directors who participated in such meeting, requirement of requisite quorum and other legal formalities relating to holding of such meetings have been observed, as applicable for the time being".
Articles: 67 A resolution in writing circulated to all the Directors signed by all the Directors or affirmed by them through telex or telegram shall be as valid and effectual as if it had been passed at a meeting of the Directors duly convened and held.	**Articles: 67 (Amended)** "A resolution in writing signed/approved by all the directors for the time being entitled to receive notice of a meeting of the directors or affirmed by them through any valid communication modes e.g. email, fax, telex or telegram etc shall be as valid and effectual as if it had been passed at a meeting of the directors duly convened and held".
Articles: 93 A Balance Sheet, Profit and Loss Account, and other reports referred to in the preceding Article shall be made out in every year and laid before the Company in the Annual General Meeting made up to a date not more than six months before such meeting. The Balance Sheet and Profit and Loss Account shall be accompanied by a report of the auditors of the Company and the report of Directors.	**Articles: 93 (Amended)** "A balance-sheet, profit and loss account and other reports required by the Ordinance shall be made out in every year and laid before the Company in the Annual General Meeting made up to a date not more than four months before such meeting. The balance-sheet and profit and loss account shall be accompanied by a report of the auditors of the Company and the report of directors".