

NOTICE OF THE 11TH ANNUAL GENERAL MEETING



Notice is hereby given that the 11th Annual General Meeting of Hum Network Limited will be held on Wednesday, October 28, 2015 at 06:30 pm at First Floor Hall, Institute of Chartered Accountants of Pakistan (ICAP), Chartered Accountants Avenue, Clifton, Karachi to transact the following businesses: -

ORDINARY BUSINESS:

- 1- To confirm the minutes of the 10th Annual General Meeting held on October 27, 2014.
- 2- To receive, consider and adopt Annual Audited Financial Statements of the Company together with the Directors' and Auditors' reports thereon for the year ended June 30, 2015 together with the Audited Consolidated Financial Statements of the Company and the Auditors' Report thereon for the year ended June 30, 2015.
- 3- To consider and if thought fit, declare final cash dividend of 17.5 % (i.e. Re. 0.175/- per ordinary share of Re. 1/- each) held by the existing shareholders, as recommended by the Board of Directors, for the financial year ended June 30, 2015. This is in addition to interim cash dividend of 35% (Re.0.35 per ordinary share of Re. 1/- each) already paid to the shareholders during the year, thus making total cash dividend of 52.5% (i.e. Re. 0.525 per ordinary shares of Re. 1/- each).
- 4- To appoint Auditors' of the Company for the financial year ending June 30, 2016 and to fix their remuneration. The Board of Directors, on the recommendation of Audit Committee of the Company, has proposed the name of retiring auditors M/s. Ernst & Young Ford Rhodes Sidat Hyder, Chartered Accountants, for their appointment as external auditors for the year ending June 30, 2016.
- 5- Any other business with the permission of the chair.

By Order of the Board

A handwritten signature in blue ink, appearing to read "Mohsin Naeem".

Mohsin Naeem
Company Secretary

Dated: October 06, 2015

Place: Karachi

HUM NETWORK LIMITED

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Notes:

1. Book Closure:

The Share Transfer Books of the Company will remain closed from October 22, 2015 to October 28, 2015 (both days inclusive). Transfer received in order by our Share Registrar, CDC Pakistan Limited, CDC House, 99 -B, Block 'B', S.M.C.H.S., Main Shahra-e-Faisal, Karachi -74400 at the close of business on October 21, 2015 will be considered in time for any entitlement, as recommended by the Board of Directors and attending the meeting.

2. Appointment of Proxies and Attending AGM:

i) A member eligible to attend and vote at the Meeting may appoint another member as his/her proxy to attend, and vote instead of him/her.

ii) A blank 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 during normal office hours.

iii) A duly completed instrument of proxy and the power of attorney or other authority (if any), under which it is signed or a notarized certified copy of such power or authority must, to be valid, be deposited at the registered office not less than 48 hours before the time of the meeting. Attested copies of valid CNIC or the passport of the member and the Proxy shall be furnished with the Proxy Form.

iv) In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature shall be submitted with proxy form.

v) The owners of the physical shares and the shares registered in the name of Central Depository Company of Pakistan Ltd. (CDC) and / or their proxies are required to produce their original Computerized National Identity Card (CNIC) or Passport (in case of foreign nationals) for identification purpose at the time of attending the meeting.

3. Change in Members Addresses:

Members are requested to notify any changes in their addresses immediately to the Share Registrar M/s. Central Depository Company of Pakistan Limited.

4. Submission of Copies of Valid CNICs:

SECP vide SRO No. 831(1)/2012 dated July 05, 2012 directed the companies to issue dividend warrant crossed as "A/c Payee only" which should also bear the Computerized National Identity Card (CNIC) of the registered member. Members, who have not yet submitted attested photocopy of their valid CNIC along with folio number are requested to send the same, at the earliest, directly to the Company's Share Registrar. In case of non-availability of valid copy of CNIC of any



member, in the Company's records, the Company may withhold the Dividend Payment, which will be released only upon providing the copy.

5. Dividend Mandate Option / E-Dividend Facility

Dividend Mandate Forms are available at the Registered Office of the Company. Members are encouraged to provide, duly filled in dividend mandate form, to receive the cash dividend declared by the Company, if any, directly into their bank account through e-Dividend payment mechanism, as advised by the Securities and Exchange Commission of Pakistan vide its communication reference no. 8(4) SM/CDC2008 dated April 05, 2013. The members who wish to avail e-Dividend payment facility shall not receive the dividend warrant. Members not providing dividend mandate shall continue to be paid through the dividend warrants.

6. Deduction of Income Tax under Section 150 of the Income Tax Ordinance, 2001

- a) Pursuant to the Finance Act, 2015, effective July 01, 2015, the rate of deduction of income tax under Section 150 of the Income Tax Ordinance, 2001, from payment of dividend to a NON-FILER of income tax return is prescribed as 17.5% and for FILER of Tax Returns as 12.5%. List of Filers is available at Federal Board of Revenue's (FBR) website: <http://www.fbr.gov.pk>. Members are therefore advised to update their tax FILER status latest by October 20, 2015.
- b) Further, according to clarification received from Federal Board of Revenue (FBR), with-holding tax will be determined separately on 'Filer/Non-Filer' status of Principal shareholder as well as joint-holder(s) based on their shareholding proportions, in case of joint accounts.

In this regard all shareholders who hold shares jointly are requested to provide shareholding proportions of Principal shareholder and Joint-holder(s) in respect of shares held by them to our Share Registrar, in writing as follows:

Folio/CDC A/c No.	Total number of shares	Principal Shareholders		Joint Holder (s)	
		Name and CNIC No.	Shareholding Proportion (No. of Shares)	Name and CNIC No.	Shareholding Proportion (No. of Shares)

The required information must reach our Share Registrar by the close of business on October 21, 2015; otherwise it will be assumed that the shares are equally held by Principal shareholder and Joint Holder(s).

- c) The corporate shareholders having CDC accounts are required to have their National Tax Number (NTN) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the company or Share Registrar. The shareholders while sending NTN or NTN certificates, as the case may be, must quote company name and their respective folio numbers.



- d) The information received within the above specified time would enable the Company to deduct income tax at the applicable rates from the payment of dividend if announced by the Company on October 28, 2015.
 - e) Members seeking exemption from deduction of income tax or deduction at a reduced rate under the relevant provisions of the Income Tax Ordinance, 2001, are requested to submit a valid tax certificate or necessary documentary evidence, as the case may be, latest by October 21, 2015.
7. Availability of Financial Statements and Reports on the Website:
The Annual Report of the Company for the year ended June 30, 2015 has been placed on the Company's website at the below link:
http://www.humnetwork.tv/Annual_Financial_Reports.html
8. Electronic Transmission of Financial Statements and Notice of Meeting
Members who desire to receive annual financial statements and notice of meeting for the financial year ending June 30, 2016 or onward through e-mail, instead of registered post/courier, are requested to submit their consent on the FORM available for the purpose on Company's website.