



October 28, 2014

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Subject: **Special Resolution at Annual General Meeting**

Dear Sir,

In accordance with Regulation 5.6.4(b) of the KSE Rule Book, we enclosed herewith certified true copy of the special resolutions approved at the 10th Annual General Meeting (AGM) was held on Monday 27th of October 2014 at 7:00 p.m. at Al-Manzar Hall, 1st Floor, Arts Council of Pakistan, Karachi.

Yours Sincerely,

A handwritten signature in blue ink, appearing to read "Mohsin Naeem", written over a light blue horizontal line.

MOHSIN NAEEM
Company Secretary

HUM NETWORK LIMITED

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**EXTRACT OF SPECIAL RESOLUTIONS
PASSED AT THE ANNUAL GENERAL MEETING OF HUM NETWORK LIMITED
HELD ON OCTOBER 27, 2014**

Sub-division of Share Capital of HUM Network Limited

“RESOLVED THAT pursuant to Section 92(1) of the Companies Ordinance, 1984 and Article 46 of the Articles of Association of the Company, subject to regulatory approvals, if any, the existing capital of company, including authorized, issued and paid up capital, is hereby altered in the manner that each ordinary share of the Company having face value of Rs. 10/- be and is hereby subdivided into 10 ordinary shares of Re. 1/- each, with no change in rights and privileges of shares.”

“RESOLVED FURTHER THAT the Authorized Capital of the Company be and is hereby subdivided from 150,000,000 Ordinary Shares of Rs.10/- each to 1,500,000,000 Ordinary Share of Re. 1/- each.”

“RESOLVED FURTHER THAT 94,500,000 ordinary shares issued and paid for Rs.10/- each, are hereby subdivided into 945,000,000 ordinary shares of Re. 1/- each.”

“RESOLVED FURTHER THAT the 94,500,000 ordinary shares issued and paid for Rs.10/- each, shall stand cancelled and 945,000,000 ordinary shares of Re. 1/- each shall be issued / credited to the shareholders, as per their entitlement, on the effective date.”

“RESOLVED FURTHER THAT the Chief Executive and / or Company Secretary be and are hereby authorized to complete any or all necessary corporate and legal compliances and formalities to give effect to the above, including announcement of closure of Members’ Registers, determination of effective date, issue/credit of new shares into the Central Depositor System (CDS) of Central Depository Company of Pakistan Limited (CDC) and all other regulatory requirements.”

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Amendments in Capital Clauses of the Memorandum and Articles of Association of HUM Network Limited:

“RESOLVED THAT the existing Clause V of the Memorandum of Association of the company be and is hereby amended and substituted with the clause as follows;

“The share capital of the company is Rs. 1,500,000,000 (Rupees One Billion Five Hundred Million Only) divided into 1,500,000,000 (One Billion Five Hundred Million) Ordinary Shares of Re. 1/- each, with the rights, privileges, and conditions attaching thereto as are provided by the regulations of the Company for the time being in the capital for the time being into ordinary shares and to attach thereto such rights, privileges or conditions as to profits votes and other benefits proportionate to the paid up value of shares as may be determined by the Company in accordance with the regulations of the Company.”

RESOLVED FURTHER THAT the prevailing Article 4 in the Articles of Association of the company be and is hereby amended and substituted to be read as follows;

“The authorized share capital of the Company is Rs. 1,500,000,000/- (Rupees One Billion Five Hundred Million Only) divided into 1,500,000,000 (One Billion Five Hundred Million) ordinary shares of Re. 1/- each.”

“RESOLVED FURTHER THAT the Chief Executive and / or Company Secretary be and are hereby authorized to complete any or all necessary required corporate and legal formalities in respect of the above.”

“RESOLVED FURTHER THAT the resolution shall stand nullified in case, for any reason, the Company is not able to bring into effect the resolution passed for sub-division of shares.”

CERTIFIED TO BE TRUE


MOHSIN NAEEM
Company Secretary

