

NOTICE OF EIGHTH EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Eighth Extraordinary General Meeting of Kot Addu Power Company Limited will be held at 9:30 a.m at the Islamabad Serena Hotel, Khayban-e-Suhrawardy, Islamabad on Friday, October 2, 2015 to transact the following business:

1. To confirm the minutes of the 18th Annual General Meeting of the Company held on October 22, 2014.
2. To elect seven (7) directors as fixed by the Board under Section 178(1) of the Companies Ordinance, 1984 and the Company's Articles of Association for a period of three years commencing from October 2, 2015. The names of the retiring Directors are as follows:
 - i. Mr. Zafar Mahmood
 - ii. Mr. Aftab Mahmood Butt
 - iii. Syed Nizam Ahmed Shah, esq.
 - iv. Mr. Anwar-ul-Haq
 - v. Mr. Tahir Mahmood
 - vi. Mr. Owais Shahid
 - vii. Mr. Aqeel Ahmed Nasir
3. To transact any other business with the permission of the chairman.

By Order of the Board



A. Anthony Rath
(Company Secretary)

Lahore
June 16, 2015

Notes:

1. The share transfer books of the Company will remain closed from September 23, 2015 to October 2, 2015 (both days inclusive). Transfers received in order at the office of the Company's Shares Registrar, THK Associates (Private) Limited at the close of business on September 22, 2015 will be treated in time for purposes of attending and voting at the Meeting.
2. Any Member who seeks to contest the election of the Office of Director shall, whether he/she is a retiring Director or otherwise, file with the Company at its Corporate Office at 5-B/3, Gulberg-III, Lahore, 54660 not later than 14 days before the day of the Meeting, the following:
 - a) a notice of his/her intention to offer himself/herself for election as Director in terms of Section 178(3) of the Companies Ordinance, 1984;
 - b) a Declaration as required under the Code of Corporate Governance of the Listing Regulations of the Stock Exchanges;

- c) A consent Form 28;
 - d) A copy of Computerized National Identity Card (CNIC); and
 - e) Complete Profile
3. A Member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on his/her behalf, provided such proxy is also a Member.
 4. An instrument of proxy and the Power of Attorney or other authority (if any) under which it is signed, or a Notary Public certified copy of such Power of Attorney, in order to be valid, must be deposited with the Company's Registrars, THK Associates (Private) Limited not later than (48) forty-eight hours before the time of holding the Meeting.
 5. CDC account holders will in addition have to follow the under mentioned guidelines as laid down in Circular No.1 dated January 26, 2000 of the Securities & Exchange Commission of Pakistan for attending the Meeting:
 - (i) **In case of individuals:** The account holder or sub account holder and / or the person whose securities are registered on CDS; and their registration details are uploaded as per the regulations, shall authenticate his/her identity by showing his/her original National Identity Card (NIC) or original passport at the time of attending the Meeting. The Members are also required to bring their Participants' I.D. number and account numbers in CDS.
 - (ii) **In case of corporate entity:** The Board of Directors Resolution / Power of Attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of Meeting.

6. Members are requested to immediately notify any change of address to the Company's Shares Registrar, THK Associates (Private) Limited.
7. The correspondence address of the Company's Shares Registrar, THK Associates (Private) Limited is as follows:

THK Associates (Private) Limited
Second Floor, State Life Building No. 3
Dr. Zia-ud-Din Ahmed Road
Karachi, 75530