



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 32nd Annual General Meeting of the Members of Mari Petroleum Company Limited will be held on **Tuesday, September 27, 2016 at 10:00 a.m.**, at the Registered Office of the Company situated at **21-Mauve Area, 3rd Road, Sector G-10/4, Islamabad** to transact the following business:

ORDINARY BUSINESS

1. To confirm the minutes of the 31st Annual General Meeting held on September 18, 2015.
2. To receive, consider and adopt the Audited Accounts of the Company for the year ended June 30, 2016 together with the Directors' and Auditors' reports thereon.
3. To approve, as recommended by the Board of Directors, the payment of final dividend @ Rs.2.10 Per Share (21%) for the financial year ended **June 30, 2016**. This is in addition to interim dividend @ Rs.3/- Per Share (30%) already paid.
4. To appoint Auditors for the year 2016-17 and fix their remuneration.

SPECIAL BUSINESS

5. To obtain consent from the Members for transmission of Annual Audited Accounts to the Members of the Company either through CD/DVD/USB or in Hard Copy (Book Form) and for this purpose to pass a Special Resolution as mentioned in the Statement of Material Facts.
6. Any other business with the permission of the Chair.

Statement of Material Facts under Section 160(1)(b) of the Companies Ordinance, 1984 is being sent to the Members with this Notice.

Islamabad

September 1, 2016

Notes:

By order of the Board
Assad Rabbani
Company Secretary

1. The Share Transfer Books of the Company will remain closed from September 21, 2016 to September 27, 2016 (both days inclusive). Transfers received in order at the Company's Shares Registrar, M/s Corpink (Pvt) Limited, Wings Arcade, 1-K Commercial, Model Town, Lahore, at the close of business on September 20, 2016 will be treated as in time for the purpose to determine entitlement for the payment of final dividend, and to attend the Annual General Meeting.
2. A member entitled to attend and vote at the above meeting may appoint a person/representative as Proxy to attend and vote on his behalf at the Meeting. The instrument of Proxy duly executed in accordance with the Articles of Association of the Company must be received at the Registered Office of the Company not less than 48 hours before the time of holding of the meeting.
3. Those members, who have deposited their shares in the Central Depository system of Central Depository Company of Pakistan Ltd (CDC), are requested to bring their Original Computerized National Identity Cards along with their account numbers in CDC for verification at the time of meeting. CDC account holders will further have to follow the guidelines as laid down in Circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.
4. In accordance with the notification of the Securities and Exchange Commission of Pakistan vide their SRO 779 (1)/2011 dated August 18, 2011 and SRO 831(1) 2012 dated 5 July, 2012, dividend warrants are required to bear CNIC number of the registered member or the authorized person, except in case of minor(s) and corporate members. Accordingly, Members who have not yet submitted copy of their valid CNIC or NTN in case of corporate entities are requested to submit the same to the Company's Shares Registrar. In case of non-compliance, the Company will withhold dispatch of Dividend Warrants as per law.
5. Members are requested to notify any changes in their mailing addresses to the Company's Shares Registrar.
6. **E-Voting**
Pursuant to SECP's Companies (E-Voting) Regulations, 2016, Members can also exercise their right to vote through e-voting by giving their consent in writing atleast 10 days before the date of the meeting to the Company on the appointment of Execution Officer by the Intermediary as Proxy.
7. **Video Conference Facility**
Pursuant to provisions of SECP Circular No 10 of 2014 dated May 21, 2014, if the Company receives consent from Members holding aggregate 10% or more shareholding residing in geographical location to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.
In order to vote through e-voting and avail video conference facility, please fill the requisite forms and submit to Company within time frame mentioned in forms. The forms are being sent to each individual shareholder through post and are also available on the Company website in the press notices section.

Islamabad
September 1, 2016

Assad Rabbani
Company Secretary