



**Pakistan Petroleum Limited**

P.I.D.C. House, Dr. Ziauddin Ahmed Road,  
P. O. Box 3942, Karachi-75530, Pakistan  
Tel: 92-21-35681391-95, 35683853-57, 35657730-39  
UAN: 92-21-111-568-568  
Fax: 92-21-35680005 & 35682125  
Website: www.ppl.com.pk

Our reference: SAA/CS/EGM-0483

Your reference:

Date: 23<sup>rd</sup> August 2017

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

Dear Sir,

**Re: *Notice of Extraordinary General Meeting***

As required by Rule 5.6.4(b) of the Pakistan Stock Exchange Rules we enclose the notice of an Extraordinary General Meeting of the Company to be held on Saturday, 16<sup>th</sup> September 2017, to transact the business mentioned therein, which shall be published on 24<sup>th</sup> August 2017.

Yours truly,

**Shahana Ahmed Ali**  
Company Secretary

Enclosure: As above.

(saa/cs/ppl/psx-egm/230817)



## **NOTICE OF EXTRAORDINARY GENERAL MEETING**

NOTICE is hereby given that an Extraordinary General Meeting of the Company will be held on Saturday, 16<sup>th</sup> September, 2017 at 11:00 a.m. at Marriot Hotel, Karachi, for transacting the following business:

### **ORDINARY BUSINESS**

1. To confirm the minutes of the 65<sup>th</sup> Annual General Meeting of the Company held on 28<sup>th</sup> February 2017.
2. To elect ten directors of the Company pursuant to Section 159 of the Companies Act, 2017, for a term of three years.

The Board of Directors of the Company has fixed the number of directors as ten (10).

The retiring directors are:

1. Dr. Ibne Hassan
2. Mr. Aftab Nabi
3. Mr. Asif Baigmohamed
4. Mr. Imtiaz Hussain Zaidi
5. Mr. Mohammad Jalal Sikandar Sultan
6. Mr. Muhammad Ashraf Iqbal Baluch
7. Mr. Muhammad Sajid Farooqi
8. Mr. Nadeem Mumtaz Qureshi
9. Mr. Saeed Ullah Shah
10. Mr. Salman Akhtar

3. To transact any other business with the permission of the Chair.

The Share Transfer Books of the Company will remain closed from 8<sup>th</sup> September, 2017 to 16<sup>th</sup> September, 2017 (both days inclusive) when no transfer of shares shall be accepted for registration.

By the Order of the Board

**Shahana Ahmed Ali**  
Company Secretary

24<sup>th</sup> August 2017  
Karachi

### **NOTES:**

1. **Closure of Share Transfer Books:**

The register of members and the share transfer books of the Company will remain closed from 8<sup>th</sup> September 2017 until 16<sup>th</sup> September 2017 (both days inclusive).

Only persons whose names appear in the register of members of the Company as at 7<sup>th</sup> September 2017 are entitled to attend, participate in, and vote at the Meeting.

A member entitled to attend and vote may appoint another member as proxy to attend and vote on his / her behalf. Proxies must be received at the registered office of the Company not less than 48 hours before the time for holding the Meeting. A form of proxy has been uploaded on Company's website [www.ppl.com.pk](http://www.ppl.com.pk).

2. **Eligibility of Candidates to Contest Election:**

Any person seeking to contest the election of directors shall lodge with the Company at its registered office not later than fourteen (14) days before the date of the Meeting a letter of intention to offer himself / herself for election as a director in terms of Section 159(3) of the Companies Act, 2017, along with the following documents:

- (i) A letter of consent to act as a director of the Company, if elected;
- (ii) A declaration under Rule 3(4) of Public Sector Companies (Corporate Governance) Rules, 2013 that he or she is not serving as a director of more than five companies public sector or listed companies except subsidiaries thereof.
- (iii) A declaration that the person is aware of the duties and powers of directors under the Companies Act, 2017, the Memorandum and Articles of Associations of the Company, the Pakistan Stock Exchange Rules and Public Sector Companies (Corporate Governance) Rules, 2013, and has read the provisions contained therein.
- (iv) A declaration that he or she is a registered tax payer and has not been convicted by any court of competent jurisdiction as a defaulter in the payment of any loan to a banking company, development financial institution or a non-banking financial institution and neither he / she or his or her spouse is engaged in the business of stock brokerage.

3. **Representation of Independent Directors on Board:**

The Company encourages representation of independent directors on its board in accordance with Rule 3(2) of the Public Sector Companies (Corporate Governance) Rules, 2013, which requires one-third of members of the board to be independent directors.

4. **Convertible Preference Shareholders:**

In accordance with Article 3 (v) of the Company's Articles of Association holders of Convertible Preference Shares are not entitled to vote at any election of directors.

5. **Guidelines for CDC Account Holders**

CDC account holders should comply with the following guidelines of the SECP:

A **For Attendance**

- a) Individuals should be account holder(s) or sub-account holder(s) and their registration details should be uploaded according to CDC regulations and must establish their identity at the time of the Meeting by presenting their original Computerized National Identity Card (CNIC) or passport.

- b) Unless provided earlier, corporate entities must at the time of the Meeting produce a certified copy of a resolution of their Board of Directors or a Power of Attorney, bearing the specimen signature of the attorney.

**B** For Appointing Proxies

- a) Individuals should be account holder(s) or sub-account holder(s) whose registration details should be uploaded according to CDC regulations and their proxy forms must be submitted at the registered office of the Company not less than 48 hours before the time for holding the Meeting.
- b) The proxy form must be attested by two persons whose names, addresses and CNIC numbers must be specified therein.
- c) Attested copies of the CNIC or passport of the beneficial owner and the proxy must be provided along with the form of proxy.
- d) Proxies must at the time of the Meeting produce their original CNIC or passport.
- e) Unless provided earlier, corporate entities must at the time of the Meeting produce a certified copy of a resolution of their Board of Directors or a Power of Attorney, bearing the specimen signature of the attorney.

**6.** Intimation of Change of Address

Members holding share certificates should notify any change in their registered address to the Company's shares registrar. Members holding shares in CDC / participant accounts should notify their addresses to the CDC or respective participants / stockbrokers.

**7.** Minutes of Preceding AGM

Copies of the minutes of the Annual General Meeting held on 28<sup>th</sup> February 2017 will be available to members free of charge on request.

