



24 June 2016

WTL/PSX-SECP/MI/06/2016

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

**Executive Director**  
Securities Market Division  
Securities and Exchange Commission of Pakistan  
NIC Building, Jinnah Avenue, Blue Area,  
**Islamabad.**

**Subject: Disclosure under Regulation 5 of Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulation, 2008**

Dear Sir(s),

Reference is being made to the captioned subject with regard to disclosure of material information under Regulation - 5 of Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulation, 2008.

In light of the above mentioned regulation, we would like to inform you that a Notice of Public Announcement of Intention under Regulation -6 of Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulation, 2008 has been received by us from Arif Habib Limited, who are acting as Manager to Offer on behalf of Allied Supplies and Services (Pvt) Limited and Dunya Technologies Limited.

Moreover, copies of the letter received along with Public Announcement of Intention have been enclosed herewith for your information.

Yours truly,  
For and on behalf of **WorldCall Telecom Limited**

**Muhammad Azhar Saeed, ACA**  
Officiating Company Secretary

Enclosed: As Above

June 24, 2016

**Executive Director**

Public Offering and Regulated Persons Department  
Securities and Exchange Commission of Pakistan  
National Insurance Corporation Building  
Jinnah Avenue,  
Islamabad.

**Deputy Manager**

Company Affairs  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi

**Mr. Saud Mansoor Mohammed Al Mazrooei**

Company Secretary  
WorldCall Telecom Limited  
67-A, C/III, Gulberg-III  
Lahore

**Subject: Public Announcement of Intention to acquire 56.8% of the ordinary share capital of WorldCall Telecom Limited ("WTL") and 100% of the Convertible Preference Shares of WTL by Allied Supplies and Services (Private) Limited ("ASSPL") and Dunya Technologies (Private) Limited ("DTL") together hereinafter referred to as the ("Acquirers")**

Dear Sirs,

In accordance with Regulation 6(2) of the Listed Companies (Substantial Acquisition of Voting Shares and Take-overs) Regulations, 2008 ("**Regulations**") read with the Securities Act, 2015. We are pleased to submit a Public Announcement of Intention to Acquire 488,839,429 Ordinary Shares of WTL ("**Target Company**") representing 56.8% the total issued and paid up share capital of WTL and 350,000 Convertible Preference Shares representing 100% of the Convertible Preference Shares issued by the WTL.

Arif Habib Limited ("**AHL**") has been appointed as the Manager to the Offer.

The Public Announcement of Intention will be published in one English and one Urdu newspaper on June 28, 2016.

We enclose herewith a copy of the Public Announcement of Intention containing the prescribed information. You may contact the undersigned for any additional information or clarification.

Yours faithfully,

For and on behalf of **Arif Habib Limited**



**Ahmed Rajani**  
Vice President  
Investment Banking

**PUBLIC ANNOUNCEMENT OF INTENTION TO ACQUIRE 56.8% OF THE ORDINARY SHARE CAPITAL  
AND 100% OF THE CONVERTIBLE PREFERENCE SHARES OF**

**WorldCall Telecom Limited**

**By**

**Allied Supplies and Services (Pvt) Limited**

**And**

**Dunya Technologies Limited**

**Under**

**Securities Act, 2015**

**1) Information about the acquirers**

**Acquirers:**

(a) Name(s) and Address(s) of acquirer along with persons acting in concert, if any.

**Name:** Allied Supplies and Services (Pvt) Limited

**Address:** 64-E/I, Gulberg-III, Lahore, Pakistan

**Name:** Dunya Technologies Limited

**Address:** Suite# 208, Canon Bldg, Dubai Internet City, P.O.Box 500558, Dubai, UAE

(b) The Name(s) and Address(s) of financial advisors of the acquirer, if any.

Arif Habib Limited, 2<sup>nd</sup> Floor, Arif Habib Centre, 23, M.T. Khan Road, Karachi.

(c) In case the acquirer is a company(s):

**Allied Supplies and Services (Pvt) Limited**

(i) Names of the chief executive and directors of the company(s):

**Chief Executive:** Mr. Abdullah Afzal

**Directors of the Company:**

1. Mr. Abdullah Afzal
2. Mrs. Afshan Sohail



Abdullah

(ii) Names of major shareholders of the company.

1. Mr. Abdullah Afzal
2. Mrs. Afshan Sohail

## **Dunya Technologies Ltd**

(i) Names of the chief executive and directors of the company(s); and

**Chief Executive/Secretary:** Mr. Sohail Afzal

**Directors of the Company:** Mr. Sohail Afzal

(ii) Names of major shareholders of the company.

Mr. Sohail Afzal

## **2) Information about the target company**

a) Name of the target company, its directors and major shareholders.

**Name:** WorldCall Telecom Limited (WTL)

### **Directors:**

1. Mr. Mehdi Mohamed Jawad Abdullah Al-Abduwani (Chairman/Director)
2. Mr. Talal Said Marhoon Al Moamari (Vice Chairman/Director)
3. Mr. Samy Ahmed Abdul Qadir Al Ghassany (Director)
4. Mr. Aimen bin Ahmed Al-Hosni (Director)
5. Mr. Sohail Qadir (Director)
6. Dr. Syed Salman Ali Shah (Director)
7. Mr. Shahid Aziz Siddiqi (Director)
8. Mr. Babar Ali Syed (CEO)

### **Major Shareholders:**

**Omantel Telecommunications Company (SAOG)**

b) Total number of issued shares of the company.

- i. Ordinary Shares (Voting): 860,571,513/of PKR 10 each
- ii. Convertible Preference Shares: 350,000 shares of USD 100 each

**3) Number of shares already held by the acquirer(s), if any.**

None

**4) Number of shares along with the percentage intended to be acquired by the acquirer(s) through public offer or agreement.**


Allied Supplies and Services (Pvt.) Limited intends to acquire 488,839,429 Ordinary Voting Shares from Omantel Telecommunications Company (SAOG) through agreement. This represents 56.8% of the ordinary share capital of the target. A public offer is intended to be made for 50% of the remaining ordinary shares of the target.



Abdullah.

Dunya Technologies Ltd intends to acquire 350,000 Convertible Preference Shares through agreement. This represents 100% of the Convertible Preference Shares issued by the target.

For and on behalf of the **Acquirers**



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Mr. Abdullah Afzal  
Chief Executive  
Allied Supplies and Services (Pvt) Limited



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Mr. Sohail Afzal  
Chief Executive  
Dunya Technologies Ltd