



07 October, 2022

The General Manager
Pakistan Stock Exchange
Stock Exchange Building
Karachi

Subject: Approval of date and time for holding the Annual General Meeting on 28 October 2022

Dear Sir,

This has reference to the captioned subject:

We intend to hold the Annual General Meeting (AGM) of our shareholders on Friday 28 October, 2022 at 1100 hours at the Company's registered office, at 75 East Blue Area Fazal ul Haq Road, Islamabad, in order to review the Annual Accounts for the year ended 30 June 2022. The intended notice is attached for your information.

You are requested to accord your approval to the date and time of the meeting.

Regards,


Waseem Ahmad
Company Secretary



Enclosure:

- Notice of Annual General Meeting
- Extract of BoD Meeting Minutes

TELECARD LIMITED

Corporate Office: World Trade Center, 10, Kh. Roomi, Block-5, Clifton, Karachi-75600

PABX: (92-21) 38330000 UAN: 111-222-123 Fax: (92-21) 35867850

www.telecard.com.pk



Notice of Annual General Meeting

Notice is hereby given that the 29th Annual General Meeting of the shareholders of the Company will be held on 28 October 2022 at 1100 hours, at 3rd Floor, 75 East Blue Area, Fazal ul Haq Road, Islamabad to transact the following business.

Ordinary Business

1. To confirm the minutes of the Extra Ordinary General Meeting held on 24 December 2021.
2. To receive, consider and adopt Annual Audited Financial Statement of the Company together with the Directors and the Auditors' report thereon for the year ended 30 June 2022, together with the Audited Consolidated Financial Statements of the Company and the Auditors' report thereon for the year ended 30 June 2022.
3. To appoint external auditors of the Company for the year ended 30 June 2023 and fix their remuneration present Auditors M/s Parker Russell - A.J.S., Chartered Accountants are retiring and being eligible offer themselves for reappointment.
4. To seek approval of 7.5% bonus shares to its existing share-holders as recommended and approved by the Board.
5. To transact any other business with the permission of the Chair.

By order of the Board

Waseem Ahmad
Company Secretary

Notes

07 October, 2022

1. The Members Register will remain closed from the 22 October 2022 to 28 October 2022 (both days inclusive). Transfer received in order by Shares Registrar, Jwaffs Registrar Services (Pvt.) Limited, 407-408, 4th Floor, Al Ameera Centre, Shahrah-e-Iraq, Saddar Karachi by the close of business on 21 October 2022 will be considered in time for attending the meeting.
2. A member of the Company entitled to attend and vote at the meeting may appoint a proxy to attend and vote instead of him/her. Proxies in-order must be received, during business hours, at the Registered Office of the Company not less than 48 hours before the time of the Meeting.
3. Shareholders whose shares are deposited with Central Depository Company (CDC) are requested to bring their Computerized National Identity Cards (CNIC) along with their CDC Account Number for verification. In case of corporate entity, the Board of Directors resolution/power of attorney with specimen signatures of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.
4. For attending the meeting and appointing proxies CDC account holder will further have to follow the guidelines as laid down in Circular 01 dated 26 January 2000 issued by the SECP.
5. Shareholders are requested to notify the Registrar as aforesaid of any change in their address.
6. Members who are holding share in physical folios are requested to submit a copy of their CNIC at the office of our Registrar.



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Extract of Minutes of 97 Board of Directors Meeting held on 07 October, 2022

This is to certify that the following resolution was passed by the Board of Directors on 07 October, 2022.

“RESOLVED that final bonus shares in the proportion of 7.5 shares for every 100 shares held (7.5%) amounting to Rs. 236,250,000/- for the year ended 30 June 2022, be and is hereby recommended.”

“FURTHER RESOLVED that the share transfer book of the Company will remain closed from Saturday 22 October 2022 to Friday 28 October 2022(both days inclusive) for the purpose to determine entitlement of Bonus Shares.”

“FURTHER RESOLVED that bonus shares to be allotted to the shareholders in proportion of (7.5) shares for every (100) existing Ordinary Shares held by the Members of the Company who are registered in the books of the Company at the close of business Friday 21 October 2022 and that, after allotment, such new shares shall rank pari passu in all respects with the existing Ordinary Shares of the Company.”

“FURTHER RESOLVED that Members fractional entitlement to Bonus Shares may be consolidated and sold on the Pakistan Stock Exchange and net proceeds of such fractional entitlements when realized be paid to a charitable organization.”

“FURTHER RESOLVED that for the purpose of giving effect to the foregoing the Chief Executive Officer and the Company Secretary be and are hereby authorized to give such directions as may be necessary and settle any questions or any difficulties that may arise in the distribution of the said Bonus Shares or in the payment of the sale proceed of the fractional shares.

Certified True Copy:

Waseem Ahmad
Company Secretary

