

**Shell Pakistan Limited**

Shell House

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April 27, 2023

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

Dear Sir/Madam,

**SUBJECT: PUBLICATION OF POSTAL BALLOT AND PROVISION OF ELECTRONIC  
VOTING**

This is in continuation to our notice of 54<sup>th</sup> Annual General Meeting of Shell Pakistan Limited ("the Company"), which was published on April 10, 2023, we are pleased to enclose Ballot paper and information for the provision of E-voting facility to our Shareholders in compliance with the requirements of the Companies (Postal Ballot) Regulations, 2018.

The said notice also published nationwide in the Dawn and Nawa-i-Waqt today.

You may please inform the TRE Certificate holders of the Exchange accordingly.

Yours Sincerely,

Lalarukh Hussain-Shaikh  
Company Secretary

Cc: Director/ HOD  
Surveillance, Supervision and Enforcement Department  
Securities & Exchange Commission of Pakistan,  
NIC Building, 63 Jinnah Avenue,  
Blue Area, Islamabad.



**Shell Pakistan Limited**  
**Electronic Voting Facility and Postal Ballot on Special Business**

In continuation to the notice of 54<sup>th</sup> Annual General Meeting of Shell Pakistan Limited (“**the Company**”) published on April 10, 2023 and in accordance with the Companies (Postal Ballot) Regulations, 2018 (the “**Regulations**”), the right to vote through electronic voting facility (e-voting) and voting by post (Postal Ballot) shall be provided to the members of the Company for special business agenda items # 3, 4 and 6, in the manner and subject to the conditions contained in the said regulations. Famco Associates (Private) Limited, the Share Registrar has been appointed as the service provider for E-Voting.

Details of e-voting facility will be shared through e-mail with those members of the Company who have their valid CNIC numbers, Cell Numbers, and e-mail addresses available in the Register of Member by the close of business on Wednesday April 26, 2023.

Under the provisions of the Regulations, members of the Company will be allowed to exercise their right to vote through electronic voting facility and voting by post for the special business agenda items # 3, 4 and 6 in its forthcoming Annual General Meeting to be held on Thursday May 04, 2023, at 10: 30 am, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations. E-Voting will start from Monday May 01, 2023 and shall close on Wednesday May 03, 2023 at 5:00 pm. Shareholders of the company can cast their votes any time in this period. Once the vote on the resolution is cast by the member, He/ She will not be allowed to change subsequently.

Members of the Company who want to opt for voting through postal ballot are requested to ensure that duly filled and signed ballot paper along with clear copy of valid CNIC should reach at the address, Chairman, Shell Pakistan Limited, Shell House, 6 Ch. Khaliquzzaman Road, Karachi, Attention: Company Secretary, or email at SHELLPK-CompanySec@shell.com, one day before the Annual General Meeting i.e. on Wednesday May 3, 2023 during working hours. The signature on the ballot paper shall match with their signature on CNIC, The Ballot paper has also been placed on the Company's website <https://www.shell.com.pk/investors/investor-relations.html>.

Lalarukh Hussain-Shaikh  
Company Secretary

April 27, 2023



**Ballot Paper for voting through Post**  
**for the Special Business at the Annual General Meeting to be held on**  
**Thursday, May 04, 2023, at 10:30 a.m. at Marriott Hotel, Karachi and virtually through video-**  
**conference facility**

## SHELL PAKISTAN LIMITED

**Registered Office Address:** Shell House, 6 Ch. Khaliqzaman Road,  
Karachi-75530 Tel: 111-888-222, Fax: (92-21), 3563-0110 website:  
www.shell.com.pk

**Contact Detail of Chairman, where ballot paper may be sent:**

**Business Address: The Chairman, Shell Pakistan Limited, Shell House, 6 Ch. Khaliqzaman Road, Karachi, Attention: Company Secretary**

**Designated email address: SHELLPK-CompanySec@shell.com**

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio number	
CNIC No./Passport No (in case of foreigner) (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	

I/we hereby exercise my/our vote in respect of the following resolution through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below (delete as appropriate):

Sr. No.	Name and Description of Resolutions	No. of ordinary shares, For which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1.	<p><b><u>Agenda Item No. 3 – To meet the requirements under S.R.O 389 (I) /2023 issued by the Securities and Exchange Commission of Pakistan (SECP)</u></b></p> <p><i>Ordinary Resolution</i></p> <p>RESOLVED THAT the annual audited financial statements and related documents (included in the Annual report) be circulated to the Members through a QR enabled code and weblink included in the Notice of a General meeting as per the requirements under S.R.O. 389(I)/2023 dated March 21, 2023 issued by the Securities and Exchange Commission of Pakistan.</p>			
2.	<p><b><u>Agenda Item No. 4 – Amendments to the Company's Articles of Association</u></b></p> <p>RESOLVED as and by way of Special Resolution THAT the Articles of Association of the Company be and are hereby amended as follows:</p> <p>(a) by substituting for the existing Article 95, the following new article:</p> <p>95. "A resolution, other than a resolution in respect of any matter specified in section 183 of the Act, passed without any meeting of the Directors or of a committee of Directors and evidenced in writing under the hands of majority of the Directors (or in their absence their alternate Directors) shall be valid and effectual as if it had been passed at the meeting of the Directors, or as the case may be of such committee, duly</p>			

	<p><i>called or constituted. Such resolution may be contained in one document or several documents in like form each signed by one or more of the Directors or members of the committee concerned. A facsimile or email transmission of a document setting out the resolution and purporting to be signed by a Director or a member of the committee shall be deemed to be a document signed by him for the purposes of this Article".</i></p> <p>(b) by substituting for the existing Article 118, the following new article:</p> <p>118. <i>"The Company may upon the recommendation and approval of the Directors resolve that it is desirable to capitalize any part of the amount for the time being standing to the credit or any of the Company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution, and accordingly that such sum be set free for distribution amongst the Members who would be entitled thereto if distributed by way of dividend and in the same proportions on condition that the same be not paid in cash but be applied in or towards paying up in full unissued share or debentures of the Company to be allotted and distributed credit as fully paid up to and amongst such Members in the proportion aforesaid, and the Directors shall give effect to such resolution."</i></p>			
3.	<p><b><u>Agenda Item No. 6 – Holding of Office of Profit by Executive Directors</u></b></p> <p><u>Ordinary Resolution</u></p> <p><b>RESOLVED THAT</b> the Executive Directors (including Alternate Directors) of the Company be and are hereby authorized to hold their respective offices of profit as executives of the Company under their respective contracts of service and that they be allowed benefits arising under their respective contracts of service and the applicable service rules of the Company.</p> <p><b>RESOLVED FURTHER THAT</b> in the event of any of the aforesaid offices of profit falling vacant, the approval hereby given shall be equally applicable to any other person appointed to fill such vacancy.</p>			

Signature of shareholder(s)

Place:

Date:

**NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:**

1. Duly filled and signed original postal ballot should be sent to the Chairman at above-mentioned postal or email address
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before May 3<sup>rd</sup>, 2023, during working hours. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match the signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot papers will be rejected.
6. In case of representative of body corporate and corporation, postal ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board Resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable. In case of foreign body corporate etc. all documents must be attested from the Counsel General of Pakistan having jurisdiction over the member.
7. Ballot paper has also been placed on the website of the Company <https://shell.com.pk>. Members may download the ballot paper from the website or use original/photocopy published in newspapers.