



**PAKISTAN
BROADCASTING
CORPORATION**

PBC ACT 1973

Whereas it is expedient to provide for the establishment of a Broadcasting Corporation to ensure effective operation and growth of broadcasting as a function-oriented public service medium, general improvement in the quality of programmes, speedy implementation of projects and better utilisation of talent, and for matters connected therewith;

It is hereby enacted as follows :—

CHAPTER I

PRELIMINARY

1. **Short title, extent and commencement.**— (1) This Act may be called the Pakistan Broadcasting Corporation Act, 1973.

(2) It extends to the whole of Pakistan.

(3) It shall come into force at once and shall be deemed to have taken effect on the twentieth day of December, 1972.

2. **Definitions.**— In this Act, unless there is anything repugnant in the subject or context,—

- (a) “Board” means the Board of Directors of the Corporation;
- (b) “Chairman” means the Chairman of the Board;
- (c) “Corporation” means the Pakistan Broadcasting Corporation established under section 3;
- (d) “Director” means a Director of the Corporation;
- (e) “regulation” means a regulation made under this Act;
- (f) “rule” means a rule made under this Act;
- (g) “station” means any production, receiving, or transmitting unit, fixed or mobile.

CHAPTER II

ESTABLISHMENT AND INCORPORATION OF THE CORPORATION

3. **Establishment of the Corporation.**— (1) As from the commencement of this Act, there shall be established a corporation to be called the Pakistan Broadcasting Corporation.

(2) The Corporation shall be a body corporate by the name of the Pakistan Broadcasting Corporation, having perpetual succession and a common seal, with power to hold and dispose of property, and shall by the said name sue and be sued.

CHAPTER III

MANAGEMENT

4. **The Board.**— (1) The general direction and the administration of the affairs of the corporation shall vest in a Board, to be constituted in accordance with the provisions of sub-section (2).

(2) The Board shall consist of the following Directors, namely :—

- (a) the Chairman of the Board, to be appointed by the Federal Government; and
- (b) not more than seven other Directors, of whom one shall be the Director-General and one the Finance Director, to be appointed by the Federal Government.

(3) In particular and without prejudice to the generality of the provisions of sub-section (1), the Board shall have full powers with regard to—

- (a) the preparation of the annual revenue budget of the Corporation and approval of that budget and expenditure not included in its annual budget for capital and development expenditure;
- (b) the formulating and implementing of all programmes and policies; and
- (c) the making of plans for technical development within the country and for promotion of the corporation's interests abroad.

5. **Qualifications of Directors and term of office.**— (1) A Director, other than the Finance Director, shall be a person with experience in the field of broadcasting and public information media.

(2) A Director shall hold office during the pleasure of the Federal Government.

(3) A Director may at any time, by writing under his hand addressed to the Federal Government, resign his office, but he shall continue to perform his functions until his resignation has been accepted by the Federal Government.

6. **Removal of Directors.**— The Federal Government may, by notification in the official Gazette, remove a Director other than the Chairman if—

- (a) he refuses or fails to discharge, or becomes, in the opinion of the Federal Government, incapable of discharging his responsibilities as a Director; or
- (b) he is adjudged an insolvent by a competent court; or
- (c) he is declared to be disqualified for employment in, or has been dismissed from, the service of Pakistan; or
- (d) he is convicted of an offence involving moral turpitude.

7. **Meetings of the Board.**—(1) The Board shall meet at such time and such place as may be prescribed by regulations:

Provided that not less than one meeting of the Board shall be held every month.

(2) To constitute a quorum at a meeting of the Board, the Chairman, or in his absence a Director authorised by him, and two other Directors shall be present.

(3) The Chairman, or in his absence a Director authorised by him, shall preside at the meetings of the Board.

8. **Director-General.**—(1) There shall be a Director-General of the Corporation who shall be appointed by the Federal Government on such salary and terms and conditions as the Federal Government may determine and shall be the chief executive of the Corporation.

(2) The Director-General shall hold office during the pleasure of the Federal Government.

9. **Delegation of power.**— The Board may, from time to time, delegate any of its powers to the Director-General or any other officer of the Corporation.

CHAPTER IV

FUNCTIONS OF THE CORPORATION

10. (1) The functions of the corporation shall be—
- (a) to provide broadcasting services for general reception in all parts of Pakistan and the territorial waters thereof and on board ships and aircrafts (such services being hereafter referred to as Home Services) and in other countries and places (such services being hereafter referred to as External Services) for the purposes of disseminating information, education and entertainment through programmes which maintain a proper balance in their subject-matter and a high general standard of quality and morality;
 - (b) to broadcast such programmes as may promote Islamic ideology, national unity and principles of democracy, freedom equality, tolerance and social justice as enunciated by Islam, discourage parochial, racial, tribal, sectarian, linguistic and provincial prejudices and reflect the urges and aspirations of the people of Pakistan;
 - (c) to broadcast in the Home Services such special programmes as the Federal Government may, from time to time, direct;
 - (d) to broadcast programmes in the External Services to such countries and in such languages and at such times as the Federal Government may, from time to time, direct;
 - (e) to bring to public awareness the whole range of significant activity and to present news or events in as factual, accurate and impartial a manner as possible;
 - (f) to carry out instructions of the Federal Government with regard to general pattern or policies in respect of programmes, announcements and news to be put out on the air from time to time;
 - (g) to hold the existing and to construct or acquire and establish or install additional stations and apparatus;

- (h) to hold the existing and to construct or acquire additional equipment and apparatus for telephony in Pakistan for purpose of broadcasting;
- (i) to compile, prepare, print, publish, issue, circulate and distribute, with or without charge, such papers, magazines, periodicals, books, circulars and other such matter as may be conducive to any of the functions of the Corporation; and
- (j) to collect news and information in any part of the world in any manner that may be deemed fit.

(2) In the discharge of its functions the Corporation shall be guided on questions of policy by the instructions, if any, given to it from time to time by the Federal Government which shall be the sole judge as to whether a question is a question of policy.

CHAPTER V

ESTABLISHMENT

11. **Employment of officers and staff.**— The Board may, from time to time, employ such persons as it may consider necessary for the performance of its functions on such terms and conditions as it may prescribe by regulations.

12. **Transfer of Radio Pakistan servants to the Corporation.**— (1) Notwithstanding anything to the contrary in any contract or agreement or in the conditions of service, the Federal Government may, subject to the provisions of sub-sections (2) and (3), transfer persons in the service of Pakistan and serving in connection with the affairs of the department of the Government of Pakistan headed by the Director-General Radio Pakistan, hereinafter referred to as Radio Pakistan, immediately before the commencement of this Act, including persons on deputation to other organisations in Pakistan or abroad, to the Corporation on the same terms and conditions to which they were entitled immediately before such commencement.

*(1A) The persons transferred to the Corporation under sub-section (1) shall cease to be civil servants in the service of Pakistan and become employees of the corporation from the date of its establishment under section 3, on the same terms and conditions to which they were entitled immediately before such transfer.

*(1B) Notwithstanding any judgement of any Court or tribunal, including the Supreme Court, any law, contract, agreement or the conditions of service, all actions taken, powers exercised, orders or instructions issued, by the Corporation in respect of terms and conditions of employees referred to in sub-section (1A) after their transfer to the Corporation till the coming into force of the Pakistan Broadcasting Corporation (Amendment) Act, 1996 (IV of 1996), shall be deemed to have been validly taken, exercised or issued by the Corporation.”.

(2) Notwithstanding anything in sub-section (1), only such members of the Information Service of Pakistan serving Radio Pakistan immediately before the commencement of this Act shall be transferred to the Corporation as opt for service in the Corporation.

(3) The persons transferred to the Corporation under sub-section (2) shall, on such transfer, cease to be members of the Information Service of Pakistan.

(4) The terms and conditions of service of the members of the Information Service of Pakistan transferred to the Corporation under sub-section (2) shall not be altered by the Corporation to their disadvantage.

(5) No person in the service of Pakistan who is transferred to the Corporation under sub-section (1) shall, notwithstanding anything contained in any law for the time being in force, be entitled to any compensation because of such transfer.

*Section 12 Act XXXII of 1973 as amended by the Gazette of Pakistan, EXTRA, March 6, 1996.

CHAPTER VI

FINANCE

13. **Sources of income.**— The sources of income of the Corporation shall be—

- (a) grants-in-aid made by the Federal Government for approved projects of the Corporation;
- (b) money paid by the Federal Government for the expenditure incurred by the Corporation on the External Services and other Services performed by the Corporation at the instance and on behalf of the Government;
- (c) such annual subsidy as the Federal Government may grant;
- (d) licence fee as the Federal Government may fix in respect of licences issued under section 4 of the Wireless Telegraphy Act, 1933 (XVII of 1933), to possess wireless telegraphy apparatus;
- (e) income derived from sale of programmes and broadcast time for advertisement; and
- (f) income from other sources.

14. **Budget for capital and development expenditure.**— Before the commencement of each financial year, the Corporation shall submit to the Federal Government for its approval a budget for the capital and development expenditure proposed to be incurred by the Corporation during the financial year and shall not incur any expenditure of the nature of capital and development expenditure which is not provided for in the budget as approved by the Federal Government.

15. **Borrowing power.**— The Corporation may, with the previous sanction of the Federal Government, and on such terms and conditions as may be approved by the Government, borrow in Pakistan currency or foreign currency.

16. **Audit and accounts.**— (1) The accounts of the Corporation shall be maintained in such manner as may be prescribed by rules and shall be audited every year, in such manner as may be so prescribed, by an auditor appointed by the Corporation who is a chartered accountant within the meaning of the Chartered Accountants Ordinance, 1961 (X of 1961), and

if the Federal Government so directs, by the Auditor-General of Pakistan.

(2) Copies of the audit report shall be sent to the Board and the report shall also be available for public inspection.

(3) The statement of audited accounts of the Corporation together with a report of the Board thereon shall be furnished to the Federal Government by the Corporation within six months of the close of every financial year.

(4) The Federal Government may at any time issue directions to the Corporation to rectify any audit objection and the Corporation shall comply with every such direction.

17. **Exemption from taxes.**— Notwithstanding anything contained in the Income-tax Act, 1922 (XI of 1922), the Business Profits Tax Act, 1947 (XXI of 1947), the Gift-tax Act, 1963 (XIV of 1963), the Wealth-tax Act, 1963 (XV of 1963), or any other law for the time being in force relating to income-tax, super-tax, wealth-tax, gift-tax or business profits tax, the Corporation shall not be liable to pay any such tax on its income, profits or gains.

18. **Reports.**— (1) The Corporation shall submit to the Federal Government at such time, after the end of every financial year, in such form and in such manner as may be prescribed by rules, a report on the conduct of its affairs for that year.

(2) The Federal Government shall cause the report to be laid before the National Assembly.

19. **Transfer of assets and liabilities of Radio Pakistan.**— All assets and liabilities of the Federal Government in relation to Radio Pakistan subsisting immediately before the commencement of this Act shall, unless the Federal Government, by notification in the official Gazette, otherwise directs, vest in the Corporation as from such commencement.

20. **Liquidation of Corporation.**— No provision of law relating to the winding up of companies shall apply to the Corporation and the Corporation shall not be wound up save by an order of the Federal Government and in such manner as the Federal Government may direct.

CHAPTER VII

RULES AND REGULATIONS

21. **Power to make rules.**— The Federal Government may make rules for carrying out the purposes of this Act.

22. **Power to make regulations.**— The Board may, with the previous sanction of the Federal Government, make regulations to provide for all matters not required to be provided for by rules and for which provision is necessary or expedient for carrying out the purposes of this Act.

*(2) The regulations made under this section on the first occasion, other than those having financial implications, may be made so as to have effect from the date of the establishment of the Corporation.

23. **Repeal.**— The Pakistan Broadcasting Corporation Ordinance, 1972 (LXVI of 1972), is hereby repealed.

*Section 22 of the PBC Act, 1973 as amended by PBC (Amendment) Ordinance, 1979 (No. XXXIII of 1979), at Annexure to this Chapter.

Memorandum

OF

Association

OF

PAKISTAN TELEVISION CORPORATION LIMITED

— *ORD 1984*
THE COMPANIES ACT, 1934
—

COMPANY LIMITED BY SHARES

- I. The name of the Company is "Pakistan Television Corporation Limited".
- II. The Registered Office of the Company will be situated in Islamabad, Pakistan.
- III. The objects for which the Company is established are:
 - (1) To establish a network of Television Stations in Pakistan by erecting, constructing, maintaining and improving Television Stations at places approved by the Government of Pakistan or by using facilities of any organization or institution under such arrangements or terms which may seem desirable to the Company and providing television broadcasting services by telecasting live programmes of all kinds, news pictorials and documentaries, local and foreign films of all kinds and nature for the purposes of disseminating information, education and entertainment.
 - (2) To ensure that programmes telecast by the Company from its each Television Station maintain a high general standard in all respects and in particular in respect of their content, quality, balance and wide range of the subject matters, having regard to programmes as a whole.
 - (3) To carry out instructions of Government of Pakistan with regard to general pattern or policies of programmes, announcements and news etc., to be put on Air from time to time and also in respect of television code of ethics and television broadcasting timing from various stations of the Company.

* The words "West Pakistan" substituted to read as "Islamabad, Pakistan" in accordance with the Resolution passed in 4th Extra-ordinary General Meeting of the Pakistan Television Corporation Ltd., held on 24th day of March, 1982.

- (4) To ensure that while its affairs are conducted on sound commercial principles, it does not lose the character of public service.
- (5) To carry on the business of commercial advertisement by selling programmes and advertising time of television stations either directly or through advertising agencies or by setting up advertising agencies or by other means.
- (6) To carry on all or any of the business of shooting-scripts, developing, processing, printing, editing, telecasting and selling films of all kinds and nature; setting up studios, laboratories, shops, showrooms, etc., in connection with making of films; importing and exporting of raw and developed films; and producing music discs and other recorded material.
- (7) To carry on all or any of the business of manufacture, purchase import, export, store, warehouse, sell and generally to deal in all materials, articles and things required for or incidental to telecasting service or any other business of the Company.
- (8) To adopt such means of increasing television receiver sets in the country, as may seem expedient, and to carry on all or any of the business of manufacturing, assembling, importing, exporting, buying, selling or dealing with Television Receiver Sets, Radio Sets, Record Players and Tape Recorders of all kinds and description.
- (9) To carry on any other business whether manufacturing or otherwise which may seem to the Company capable of being carried out to the benefit of the Company in any way whatever.
- (10) To take on rent, construct, maintain or alter any buildings etc., necessary for the purposes of the Company.
- (11) To acquire and undertake the whole or any part of the business, property, and liabilities of any person or company carrying on any business which the Company is authorized to carry on, or possessed of property suitable for the purposes of this Company and also to set up subsidiary Companies for the same purpose.
- (12) To establish laboratories, research and development centres to perform such research and development as the Company may deem advisable or feasible.
- (13) To train or arrange to be trained the personnel and workers, both in Pakistan and abroad, to obtain technical proficiency in various specialities connected with the Television or other business of the Company.
- (14) To apply for, purchase or otherwise acquire any patents, brevets d'invention, licences, concessions, and the like, conferring any exclusive or non-exclusive or limited right to use, or any secret or other information as to any invention which may seem capable of being used for any of the purposes of the Company, or the acquisition of which may seem calculated directly or indirectly to benefit the Company, and to use, exercise, develop, or grant licences in respect of, or otherwise turn to account the property, rights or information so acquired.
- (15) To enter into partnership or into any arrangement for sharing profits union of interest, co-operation, joint adventure or reciprocal concession, with any person or company carrying on or engaged in, any business or transaction which this Company is authorized to carry on or engage in, or any business or transaction capable of being conducted so as directly or indirectly to benefit this Company. And to lend money to, guarantee the contracts of, or otherwise assist, any such person or company and to take or otherwise acquire shares and securities of any such company, and to sell, hold, re-issue with or without guarantee, or otherwise deal with the same.

- (16) To take, or otherwise acquire, and hold shares in any other company having objects altogether or in part similar to those of this Company, or carrying on any business capable of being conducted so as directly or indirectly to benefit this Company.
- (17) To enter into arrangement with any Government, State or Authority, Central or Provincial, Municipal, Local or otherwise, that may seem conducive to the Company's objects, or any of them and to obtain from any such Government State or Authority any rights, privileges, and concessions, grants, licenses, powers or other form of statutory or official authority to levy Licence Fee on Television Receiver Sets, Television Set sellers, or importers and manufacturers and collect the same as its revenue as it may deem fit.
- (18) To establish and support or aid in the establishment and support of associations, institutions, funds, trusts, and conveniences calculated to benefit employees or ex-employees of the Company or the dependants or connections of such persons, and to grant pensions and allowances and to make payments towards group insurance.
- (19) To promote any company or companies for the purpose of acquiring all or any of the property, rights and liabilities of this Company, or for any other purposes which may seem directly or indirectly calculated to benefit this Company.
- (20) To amalgamate with any other company having objects altogether or in part similar to those of this Company.
- (21) To sell or dispose of the undertaking of the Company or any part thereof for such consideration as the Company may think fit, and in particular for shares, debentures, or securities of any other company having objects altogether or in part similar to those of this Company.
- (22) To distribute any of the property of the Company in specie among the members.
- (23) To act as agents or brokers of any person, firm, Company or Corporation.
- (24) Generally to purchase, take on lease or in exchange, hire or otherwise acquire any moveable or immovable property, and any rights or privileges which the Company may think necessary or convenient for the purpose of its business, and in particular any land, buildings, easements, machinery, plant and stock-in-trade.
- (25) To construct, maintain, and alter any buildings, or works, necessary or convenient for the purpose of the Company.
- (26) To construct, improve, maintain, develop, work, manage, carry out, or control any manufactories, warehouses, shops, stores and other works and conveniences which may seem calculated directly or indirectly to advance the Company's interest.
- (27) To sell, improve, manage, develop, exchange, lease, mortgage, enfranchise, dispose of, turn to account, or otherwise deal with, all or any part of the property and rights of the Company.
- (28) To invest and deal with the moneys of the Company not immediately required in such manner as may from time to time be determined.
- (29) To lend money to such persons or companies and on such terms as may seem expedient and in particular to customers and others having dealings with the Company, and to give guarantees or become security for any such persons, firms or companies.
- (30) To borrow or raise or secure the payment of money in such manner as the Company shall think fit and in particular by the issue of debentures, or debenture stock, perpetual.

or otherwise charged upon all or any of the Company's property both present and future including its uncalled capital, and to purchase, redeem, or pay off any such securities.

- (31) To open any current, overdraft, cash credit account, fixed deposit account or any other account with any bank or banks.
- (32) To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, bills of lading, warrants, debentures and other negotiable or transferable, instruments.
- (33) To adopt such means of making known the business of the Company as may seem expedient, and in particular by advertising in the press, by circulars, by purchase and exhibition of works of art or interests, by publication of books and periodicals, and by granting prizes, rewards and donations.
- (34) To underwrite the shares, stocks or securities of any other company and to pay under writing commission and brokerage on any shares, stock or securities issued by the Company.
- (35) To subscribe or contribute or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific, technical, national, public, political or any other institutions, objects or purposes or for any exhibition.
- (36) To receive money on deposit or loan upon such terms as the Company may approve, and to guarantee the obligations and contracts of customers and others.
- (37) To remunerate the directors, consultants, administrators, officials and servants of the Company or any person or firm or company rendering services to the Company, out of, or in proportion to the returns or profits of the Company or otherwise as the Company may think proper, either by cash payment or by the allotment to him or them of shares or securities of the Company credited as paid up in full or in part or otherwise as may be thought expedient.
- (38) To undertake and execute any trust the undertaking whereof may seem desirable, and either gratuitously or otherwise.
- (39) To obtain any provisional order or act of legislature for enabling the Company to carry any of its objects into effect or for effecting any modification of the Company's constitution, or for any other purpose which may seem expedient and to oppose any proceedings or application which may seem calculated, directly or indirectly, to prejudice the Company's interests.
- (40) To capitalise such portion of the profits of the Company as are not distributed among shareholders of the Company in the form of dividends and as the directors of the Company may think fit and to issue bonus shares, as fully paid-up, in favour of the shareholders of the Company.
- (41) To act as managing agents for any other person, firm or company as may be deemed convenient and upon such terms as may be agreed.
- (42) To appoint such person, firm or company as may be deemed expedient to be managing agents, secretaries, managers, branch managers or district representatives of the Company upon such terms as the Company may determine.
- (43) To do all such other things as are incidental or conducive to the attainment of the above objects.

The objects set forth in any sub-clause of this clause shall not, except when the context expressly so requires, be in any way limited or restricted by reference to or inference from the terms of any other sub-clause, or by the name of the company. None of such sub-clause or the objects therein specified or the powers thereby conferred shall be deemed subsidiary or auxiliary merely to the objects mentioned in the first sub-clause of this clause, but the Company shall have full power to exercise all or any of the powers conferred by any part of this clause in any part of the world and notwithstanding that the business, undertaking property or acts proposed to be transacted, acquired, dealt with or performed do not fall within the objects of the first sub-clause of this clause.

IV. The liability of the members is limited.

V. The authorised ordinary shares capital of the Company is Rs. 2000,000,000/- (Rupees two thousand million) divided into 10,000,000 'A' Class Ordinary shares of Rs. 100/- (Rupees one hundred each) and 10,000,000 'B' Class Ordinary shares of Rs. 100/- (Rupees one hundred) each with power for the Company to increase, consolidate, subdivide, reorganise or reduce the shares capital, whether original or increased and to divide the shares in the capital of the Company for the time being into several classes in accordance with the provisions of the Companies Ordinance, 1984.

We, the several persons whose names and addresses are subscribed below are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names:

S. No.	Names, addresses and descriptions of subscribers.	No. of shares.	Names, address and descriptions of witnesses.
1.	Mr. Altaf Gauhar, S.Pk., SQA., T.Pk., CSP., Secretary, Ministry of Information and Broadcasting, Rawalpindi, for and on behalf of the Government of Pakistan.	6	
2.	Mr. S. Okamoto, Nippon Electric Company, Representative in Pakistan, for and on behalf of Nippon Electric Co. Ltd., Tokyo.	3	
3.	Sir Timothy Bligh, K.B.E., D.S.O., D.S.C., Director, Thomson Television (International) Ltd., London, for and on behalf of Thomson Television (International) London.	1	
TOTAL :		10	

The Company was incorporated on 10th February, 1966, as a Private Limited Company under the name "Television Promoters Company Limited". Subsequently on 27th June 1967 the Company was converted into a Public Limited Company under the name "Pakistan Television Corporation Limited".

Articles

OF

Association

OF

PAKISTAN TELEVISION CORPORATION LIMITED

ORD/883
THE COMPANIES ACT, 1913

(COMPANY LIMITED BY SHARES)

I. PRELIMINARY

1. The Regulations contained in Table "A" in the First Schedule to the Companies Ordinance, 1984, shall not (except as reproduced herein) apply to the Company.
2. In these Articles, unless the context or subject matter otherwise requires:
 - (i) "The Articles" means these Articles of Association as originally framed or as altered from time to time by Special Resolution.
 - (ii) "The Authority" means the Corporate Law Authority constituted under Section 11 of the Ordinance.
 - (iii) "Board" means a meeting of the directors duly called and constituted or as the case may be the directors assembled at a Board.

- (iv) "The Chief Executive" means the Chief Executive of the Company appointed from time to time pursuant to the Articles.
- (v) "The Company" means Pakistan Television Corporation Limited.
- (vi) "The Directors" means the directors for the time being of the Company or as the case may be, the directors assembled as a Board.
- (vii) "Dividend" includes Bonus.
- (viii) "Month" means calendar month according to the English calendar.
- (ix) "Member" means the Member of the Company as defined by Clause (21) of Sub section (1) of Section 2.
- (x) "The Office" means the registered office for the time being of the Company.
- (xi) "The Ordinance" means the Companies Ordinance 1984, or any modification or re-enactment thereof for the time being in force.
- (xii) "Proxy" include Attorney duly constituted under a Power of Attorney.
- (xiii) "The Register" means, unless the context otherwise requires, the register of members to be kept pursuant to Section 147 of Ordinance.
- (xiv) "The Registrar" means the Joint/Deputy Registrar Joint Stock Companies, Islamabad.
- (xv) "The Seal" means the common seal of the Company.
- (xvi) "Section" means the Section of the Ordinance.
- (xvii) "Secretary" means the Secretary of the Company and the expression Secretary shall include the person appointed to perform the duty of Secretary.
- (xviii) "Special Resolution" has the meanings assigned thereto by Clause (36) of Subsection (1) of Section 2 of the Ordinance.
- (xix) Words Importing person include bodies corporate.
- (xx) Words importing singular number shall only include the plural number.
- (xxi) Words importing masculine gender shall only include the feminine gender.
- (xxii) Expressions referring to writing shall, unless the contrary intention appears, be construed as including reference to printing, lithography, photography and other modes of representing or reproducing works in a visible form.
- (xxiii) Unless the context otherwise requires words or expression contained in these Articles shall bear the same meaning as in the Ordinance or any statutory modification thereof in force at the date at which these Articles become binding on the Company.

II. SHARE CAPITAL AND SHARES

3. Except to the extent and in the manner permitted by Section 95, of the Ordinance, none of the funds of the Company shall be employed in the purchase of, or in loans upon the security of, shares of the Company.

4. The Share Capital of the Company is Rs. 2000 million, divided into 20 million ordinary Shares of Rs. 100.00 each, classified as follows:—

- a) 10 million A Class ordinary Shares of Rs. 100.00 each.
- b) 10 million B Class ordinary Shares of Rs. 100.00 each.

The rights as between the classes of ordinary shares, as to profits votes and other benefits shall be strictly proportionate to the fully paid-up value of Shares.

5. Subject to the provisions of these Articles and to the provisions of Section 86 of the Ordinance, the shares shall be under the control of the Director, who may allot or otherwise dispose of the same to such persons on such terms and conditions either at a premium or at par and at such times and for such consideration as the Directors think fit unless the Company shall in General Meeting decide upon the issue of such shares on other terms.
6. The Directors shall, as regards any allotment of shares, duly comply with such of the provisions of Sections 67 to 73 of the Ordinance, as may be applicable thereto.
7. If and whenever as a result of an issue of new shares, or any consolidation or subdivisions of shares, any member becomes entitled to held shares in fractions, the Directors shall be entitled to sell whole shares at a reasonable price and pay and distribute to and amongst the members entitled to such fractional shares in due proportion or dispose of in any other manner, as determined by the members in General Meeting, the net proceeds of the sale thereof. For the purpose of giving effect to any such sale the Directors may authorise any person to transfer the shares sold to the purchaser thereof and the purchaser shall be registered as the holder of shares comprised in any such transfer and he shall not be entitled to see to the application of the purchase money nor shall his title to the shares be affected by the irregularity or invalidity in the proceedings in reference to the sale.
8. Subject to the provisions of the Ordinance and these articles, the Directors may allot and issue shares in the capital of the Company as payment or part payment for any property sold or transferred, goods or machinery supplied, or for services rendered to the Company in the conduct of the business or affairs, and any shares, which are allotted, shall be issued as fully paid up shares.
9. With the previous sanction of the Company in General Meeting and the sanction of the Authority and upon otherwise complying with section 34 of the Ordinance it shall be lawful for the Directors to issue shares at a discount.
10. The Company shall not issue partly paid shares.
11. The Company may issue ordinary shares or grant option to convert into ordinary shares against loans etc in the manner provided in section 87 of the Ordinance.
12. An application signed by or on behalf of an applicant for shares in the Company followed by an allotment of any shares therein, shall be an acceptance of shares within the meaning of these Articles, and every person who thus or otherwise accept any shares and whose name is on the Register, shall for the purposes of these Articles, be a Member.
13. Every Member shall name to the Company a place to be registered as his address and such address shall for all purposes be deemed to be his registered address for the purposes of the Company.
14. If two or more persons are registered as joint holders of any share, any one of such persons may give effectual receipts for any dividends or other moneys payable in respect of such share.

15. Shares may be registered in the name of any person, a limited company or corporate body, the Government of Pakistan, its nominees, the Government of the Provinces of Pakistan, their nominees, but not in the name of a minor, or a firm, nor shall more than four persons be registered as joint holders of any share. —

III. COMMISSION AND BROKERAGE

16. The Company may, at any time when shares or debentures are offered for allotment or for sale, pay a commission to any person for subscribing or agreeing to subscribe (whether absolutely or conditionally) for any shares, debentures or debenture stock of the Company or procuring or agreeing to procure subscriptions (whether absolute or conditional) for any shares, debentures or debenture stock of the Company, but so that the statutory conditions and requirements as prescribed in Section 82 of the Ordinance shall be observed and complied with, and the rate of commission shall not exceed the rate, if any, fixed under Section 82 of the Ordinance or any other law for the time being in force. The commission may be paid or satisfied in cash or (subject to the provisions of the Ordinance and these Articles) in shares, debentures or debenture stock of the Company. The Company may also on issue of shares pay such brokerage as may be lawful.
17. Except as required by law, no person shall be recognised by the Company as holding any share upon any trust, and the Company shall not be bound by or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, further or partial interest in any share or any interest in any fractional part of a share or (except only as by the Articles or by Law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.
18. The Company shall not give, whether directly, and whether by means of loan, guarantee, the provision of security or otherwise, any financial assistance for the purpose of or in connection with a purchase made by any person of any shares in the Company, nor shall the Company make a loan for any purpose whatsoever on the security of its shares, but nothing in these Articles shall prohibit any transactions which may be permitted by the Ordinance.

IV. CERTIFICATES

19. Every person whose name is entered as a Member in the Register shall be entitled without payment to one certificate for all his ordinary shares of each class, or upon payment of such sum every certificate after the first, as the Directors shall from time to time determine, to several certificates, each for one or more of his shares. Every certificate shall be issued within 90 days after allotment or within 45 days of the lodgement with the Company of the transfer of the shares and shall be under the Seal of the Company, and bear the autographic signatures of the Chairman and one Director or two Directors and the Secretary, and shall specify the number and class and distinguishing number (if any) of the shares to which it relates. The Company shall not be bound to register more than four persons as the joint-holders of any share or shares (except in the case of executors or trustees of a deceased member) and in the case of a share held jointly by several persons, the Company shall not be bound to issue more than one certificate thereof, and delivery of a certificate for a share to one of several joint-holders shall be sufficient delivery to all.
20. If any certificate be worn out or defaced then upon production thereof to the Directors, they may order the same to be cancelled, and may issue a new certificate in lieu thereof, and if any certificate be lost or destroyed then, upon enquiry and/or proof thereof to the satisfaction of the Directors and on such indemnity as the Directors deem adequate being given, a new certificate in lieu thereof shall be given to the registered holder of the share to which such lost or destroyed certificate shall relate. Such certificate shall be issued within forty five days of the application or in case of refusal to so issue for any reasonable cause, the Company shall notify to the applicant the reason for refusal within thirty days from the date of the application.

V. TRANSFER OF SHARES

21. The Company shall maintain a Register of transfers and therein shall be fairly and distinctly entered the particulars of every transfer or transmission of any shares.
22. The Directors shall not refuse transfer of any fully paid shares or debentures unless the transfer deed is defective or invalid.
23. If the Directors refuse to register the transfer of any shares, they shall, within thirty days from the date on which the instrument of transfer was lodged with the Company, send or cause to be sent to the transferee and the transferor notice of the refusal.
24. Subject to the provisions of Section 76 of the Ordinance, no transfer of shares shall be registered unless a proper instrument of transfer duly stamped and executed by the transferor and transferee has been delivered to the Company together with the Certificate or Certificates of shares. The instrument of transfer of any share shall be signed both by the transferor and transferee, and shall contain the name and address alongwith other particulars as contained in Article 26 hereof, both of the transferor and transferee, and the transferor shall be deemed to remain the holder of such share until the name of the transferee is entered in the Register in respect thereof. Each signature to such transfer shall be duly attested by the signature of one credible witness who shall add his address and occupation.
25. Application for the registration of the transfer of a share shall be made either by the transferor or the transferee, and subject to the provisions of Article 23 the Directors shall, unless objection is made by the transferor within two weeks from the date of receipt of the notice, enter in the Register the name of the transferee in the same manner and subject to the same conditions as if the application for registration was made by the transferee.
26. The instrument of transfer of any share shall be in writing in the usual common form.
27. No transfer shall be made to a minor insolvent or person of unsound mind.
28. Every instrument of transfer shall be left at the Office for registration, accompanied by the certificate of the shares to be transferred, and such other evidence as the Directors may require to prove the title of the transferor or his right to transfer the shares and upon payment of the proper fee, the transferee shall (subject to the Directors' right to decline to register hereinbefore mentioned) be registered as a member in respect of such shares. The Director may waive the production of any certificate upon evidence satisfactory to them of its loss.
29. All instruments of transfer which shall be registered shall be retained by the Company, but any instrument of transfer which the Directors may decline to register shall (except in any case of fraud) be returned to the person depositing the same.
30. A fee not exceeding rupee two may be charged for each transfer and shall if required by the Directors, be paid before the registration thereof.

VI. TRANSMISSION OF SHARES

31. The executors or administrators or the nominees(s) appointed under section 80 of the ordinance of a deceased member (not being one of several joint holders) shall be the only persons recognised by the company as having any title to the shares registered in the name of such members, and in case of the death of any one or more of the joint holders of any registered shares, the survivors shall be the only persons, recognised by the Company as having any title to or interest in such shares. Before recognising any such executor or administrator the Directors may require him to obtain a Grant of Probate or nomination as mentioned above or Letters of Administration or other legal representation as the

case may be, from a competent court of Law: Provided nevertheless that in any case where the Board in their absolute discretion think fit it shall be lawful for the Directors to dispense with the production of Probate or Letters of Administration or such other legal representation upon such terms as to indemnity or otherwise as the Directors, in their absolute discretion, may consider necessary.

32. Any person becoming entitled to a share in consequence of the death or insolvency of a Member may, upon such evidence as to the title being produced as may from time to time be required by the Directors, and subject as hereinafter provided, elect either to be registered himself as holder of the share or to have some person nominated by him registered as the transferee thereof, but the Director shall in either case have the same right to decline or suspend registration as they would have had in the case of a transfer of the share by that Member before his death or bankruptcy as the case may be
33. If the person so becoming entitled shall elect to be registered himself he shall deliver or send to the Company a notice in writing signed by him stating that he so elects. If he shall elect to have another person registered he shall notify his election by executing to that person a transfer of the share. All the limitations, restrictions and provisions of Articles relating to right to transfer and the registration of transfer of shares shall be applicable to any such notice or transfer as aforesaid as if the death or bankruptcy of a Member had not occurred and the notice or transfer were a transfer signed by that Member.
34. The Company shall incur no liability or responsibility whatever in consequence of its registering or giving effect to any transfer of shares made or purporting to be made by any apparent legal owner thereof (as shown or appearing in the register) to the prejudice of persons having or claiming any equitable right title or interest to or in the same share, notwithstanding that the Company may have had notice of such equitable right, title or interest or notice prohibiting registration of such transfer, and the Company shall not be bound or required to regard or attend or give effect to any notice which may be given to it if any equitable right, title or neglecting so to do, but the Company shall nevertheless be at liberty to regard and attend to any such notice and give effect thereto, if the Board shall so think fit.

VII. ALTERATION OF CAPITAL

35. Subject to Section 92 of the Ordinance, the Company by Ordinary Resolution in General Meeting may from time to time increase its share capital by the creation of new shares of such amount as may be deemed expedient. The new shares shall be issued upon such terms and conditions and with such rights and privileges annexed thereto as the General Meeting resolving upon the creation thereof shall direct and if no directions be given, as the Board shall determine.
36. Subject to Section 87 of the Ordinance any agreement made by the Company and approved in General Meeting giving any financial institution, company, firm or person, the right or option of requiring at a future date, the allotment of any shares at par or at such premium as may be agreed, and subject to Section 86 all new shares shall, before issue, be offered to Members of the Company in proportion as nearly as the circumstances admit, to the amount of the existing shares held by each Member. The offer shall be made by notice specifying the number of shares offered, and limiting a time within which the offer, if not accepted will be deemed to have been declined and after the expiration of that time, or on the receipt of an intimation from the person to whom the offer is made that he declines to accept the shares offered, the Directors may dispose of the same subject to the provision of sub-section (7) of Section 86, to such person or persons, companies or corporations whether Members or not, in such manner as they in their absolute discretion may think fit. The directors likewise so dispose of any new shares which (by reason of the ratio which the new shares bear to shares held by persons entitled to an offer new shares) cannot, in the opinion of the directors, be conveniently offered Under the Article. Such fractional of share be disposed of as provided in Article 7.

37. The new shares shall be subject to the same provisions with reference to transfer and transmission and otherwise as the shares in the original share capital.
38. The Company may, by ordinary resolution:
- a) consolidate and divide its share capital into shares of larger amount than its existing shares;
 - b) by sub-division of its existing shares or any of them, divide the whole or any part of its share capital into shares of smaller amount than is fixed by the Memorandum of Association;
 - c) cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.
39. The Company may subject to the provision of Section 96 to 106 by Special Resolution, reduce its share capital in any manner and with subject to any incident authorised and consent required by the Ordinance.
40. The company may vary and modify the rights of Members of any class of share-holders provided always that such variation or modification shall be carried out only if a majority of at least three-fourth of the members affected by such alteration, as the case may be, personally or through proxy, vote for such alteration.

VIII. BORROWING POWERS

41. The Directors may from time to time at their discretion obtain finance as defined in the Banking Tribunal Ordinance, 1984 or otherwise raise or borrow money/term capital, participatory redeemable capital from Banks, Financial Institutions or from any other institution or person and secure the payment of any such sum or sums of money borrowed and to mortgage or charge its undertaking, or property or any part thereof and to issue Participation Term Certificate, Term Finance Certificate, Modarba-Musharika, Debenture, Debenture Stock or any other type of security permitted by law and may themselves lend to the Company on security or otherwise.
42. The Directors may raise or secure the payment or repayment of any sum or sums in such manner and upon such terms and conditions in all respects as they think fit and, in particular, by the creation of any mortgage or charge on the undertaking of the whole or any part of the property, present or future, or by the issue of bonds, perpetual or redeemable, debentures or debenture-stock of the Company charged upon all or any part of the property of the Company, both present and future.
43. Subject to the provisions of Section 114 of the Ordinance any debentures, debenture-stock, bonds or other securities may be issued at a discount, premium or otherwise and with any special privileges as to redemption, surrender, drawings, allotment of shares, attending and voting at General Meetings of the Company, appointment of Directors of the Company or otherwise.
44. The Directors shall cause a proper register to be kept in accordance with Section 125 of the Ordinance, of all the mortgages and charges specifically affecting the property of the Company, and shall duly comply with the requirements of Section 121, 122, 128 and 129 of the Ordinance, in regard to the registration of the mortgages and charges therein specified and otherwise and shall also duly comply with the requirements of Section 130 of the Ordinance, as to keeping a copy of every instrument creating any mortgage or charge by the Company at the Office, and the requirements of Section 132 of the Ordinance as to giving intimation of the payment or satisfaction of any charge or mortgage created by the Company.

45. Debentures, debenture-stock, bonds and other securities may be made assignable free from any equities between the Company and the person to whom the same may be issued.
46. With regard to transfer of debentures and refusal to transfer, the conditions of Articles 22, 23, 27 and 34 and Sections 76 to 81 of the Ordinance shall be complied with.
47. The Company shall comply with the provisions of Section 136 of the Ordinance as to allowing inspection of copies kept at the Office in pursuance of Section 130 of the Ordinance, and as to allowing inspection of the register of mortgages to be kept at the Office in pursuance of Section 125 of the Ordinance.
48. The Company shall comply with the provisions of Section 113 of the Ordinance as to supplying copies of any trust deed for securing any issue of debentures.

IX. REGISTERS, INSPECTION AND COPIES

49. The Directors shall cause to be kept at the Office of the Company register of Members and register of debenture holders together with the indices thereto and register of annual list of Member in accordance with the provisions of Sections 147, 149 sub-Section (a) of Section 156 of the Ordinance.
50. Every register mentioned in Article 49 shall, subject to such reasonable restrictions, as the Company in General Meeting may impose, so that not less than two hours in each day be allowed for inspection, be open to the inspection of a Member, debenture holder or a creditor gratis and to the inspection of any other person on payment of such amount not exceeding the prescribed amount as the Company may fix; and any such Member, debenture holder or other person may make extracts therefrom.
51. A certified copy of the registers mentioned in Article 49 or of any part thereof shall, at the request of a Member, debenture holder or any person, be supplied to him, on payment such amount not exceeding the prescribed amount as the Company may fix, in the manner provided in sub-Section (2) of Section 1 of the Ordinance.
52. Register of Members or of debenture holders, as the case may be, may be closed for any time or times, as the Directors think fit, but not exceeding in the whole forty five days in a year and not exceeding thirty days at a time, in the manner laid down in Section 151 of the Ordinance.

X. GENERAL MEETINGS

53. A General Meeting of the Company shall be held in accordance with the provisions of Section 158 of the Ordinance once at least in every calendar year within a period of six months following the close of its financial year in the town in which the Office is situated, and at such time and place as may be determined by the Directors, provided that no greater interval than fifteen months shall be allowed to elapse between two such General Meetings.
54. The above-mentioned General Meeting shall be called Annual General meeting; and all other General Meetings shall be called Extraordinary General Meeting.
55. The Directors may, whenever they think fit, and they shall, on the requisition of the holders of not less than one-tenth of the issued capital of the Company, forthwith proceed to convene an Extraordinary General Meeting of the Company, and in the case of such requisition the following provisions shall have effect:
 - (1) The requisition must state the objects of the meeting and must be signed by the requirement and deposited at the Office and may consist of several documents in like form each signed by one or more requisitionists.

- (2) If the Directors do not proceed within twenty-one days from the date of the requisition being so deposited to cause a meeting to be called, the requisitionists or a majority of them in value may themselves convene the meeting, but any meeting so convened shall not be held after three months from the date of the deposit.
- (3) Any meeting convened under this Article by the requisitionists shall be convened in the same manner as nearly as possible as that in which meetings are to be convened by the Directors but shall be held at the Office.
- (4) A requisition by joint-holders of shares must be signed by all such holders.
56. No less than twenty-one days' notice to the Members specifying the place, day and hour of meeting shall be sent by post or otherwise served as provided by Section 50 of the Ordinance. Such notice shall be accompanied by copies of draft resolutions, other than routing or procedural resolutions which are proposed for consideration in the Meeting. Provided always that not less than twenty-one days' notice shall be given of a meeting to pass a Special Resolution specifying the intention to propose the resolutions a Special resolution but if all the Member entitled to attend and vote at any such meeting so agree, a resolution may be proposed and passed as a Special Resolution at a meeting of which less than twenty-one days' notice has been given.
57. The accidental omission to give any such notice to or the non receipt of notice by any of the members shall not invalidate the proceedings of any such meetings.

XI. PROCEEDINGS AT GENERAL MEETINGS

58. All business shall be deemed special that is transacted at a Extraordinary General Meeting and all that is transacted at an Annual General Meeting with the exception of sanctioning a dividend, the consideration of the accounts, balance sheets and the ordinary report of Directors and Auditors, the election of Directors and Auditors in the place of those retiring in the manner provided in Section 178 to 252 of the Ordinance and the fixing of the remuneration of the auditors, and to transact any other business which, under these Articles, ought to be transacted at an Annual General Meeting.
59. No business shall be transacted at any General Meeting unless a quorum of Members is present at the time when the meeting proceeds to business; save as herein otherwise provided, five Members present personally or by proxy, and entitled to vote, representing not less than 50 per cent of the issued share capital of the Company shall be a quorum.
60. If within half an hour from the time appointed for the meeting a quorum is not present, the meeting, if called upon the requisition of Members, shall be dissolved; in any other case, it shall stand adjourned to the same day in the next succeeding week at the same time and place, and if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the Members present personally or by proxy shall be quorum and may transact the business for which the meeting was called.
61. The Chairman of the Board of Directors shall preside as Chairman at every General Meeting of the Company.
62. If at any of the meeting the Chairman is present within fifteen minutes after the time appointed for holding such meeting, or is unwilling to act as Chairman, the members present shall choose another Director of the Company as Chairman, and if no such Director be present or if all the Directors present decline to take the chair, then the members present shall choose one of their number being a member entitled to vote to be Chairman.
63. The Chairman may with the consent of any meeting at which a quorum is present (and shall, if so directed by the meeting), adjourn the meeting from time to time but no business shall be transacted at any adjourned meeting other than the business left unfinished at the

meeting from which the adjournment took place and it shall not be necessary to give any notice of an adjournment, provided when a meeting adjourned for 10 days or more notice of the adjourned meeting shall be given as in the case of an original meeting.

64. At any General Meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless a poll is (before the declaration of the result of the show of hands) demanded in accordance with the provisions of Section 167 of the Ordinance and unless a poll is so demanded a declaration by the Chairman, that a resolution has, on a show of hands, been carried, or carried unanimously or by a particular majority, or lost, and an entry to that effect in the book of the proceedings of the Company shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of or against that resolution.
65. A poll demanded on any matter, other than that contained in Article 66, shall be taken at such time, not more than fourteen days from the day on which it is demanded, as the Chairman of the Meeting may direct. When a poll is taken, the Chairman or his nominee and a representative of the Members demanding the poll shall scrutinize the votes given on the poll and the result shall be announced by the Chairman. Subject to the provisions of these Articles, the Chairman shall have power to regulate the manner in which a poll shall be taken. The result of the poll shall be deemed to be the decision of the meeting on the resolution on which the poll was taken. In case of any dispute as to the admission or rejection of a vote on poll, the Chairman shall decide such dispute and his decision shall be final and conclusive.
66. All poll demanded on the election of a Chairman or on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken at such time as the Chairman of the meeting directs.
67. The demand for a poll shall not prevent the continuation of a Meeting for the transaction of any business, other than the question on which the poll was demanded.
68. Minutes shall be made in books provided for the purpose of all resolutions and proceedings at General Meetings, and any such minutes if signed by any person purporting to have been the Chairman of the Meeting to which it relates or by the Chairman of the Board shall be receivable as evidence of the facts therein stated without further proof.
69. The books containing minutes of proceedings of General Meetings of the Company shall be kept at the Office of the Company and shall during business hours (subject to reasonable restrictions as the Board may from time to time impose but so that no less than two hours each day is allowed for inspection) be open to the inspection of any Member without charge.

XII. VOTES OF MEMBERS

70. Every Member present in person or by proxy on a show of hands shall have one vote and on a poll shall have one vote in respect of each share held by him. Provided always that in the case of election or removal of directors the provisions of Articles 100 and 105 respectively shall apply.
71. In the case of joint-holders, the vote of the senior who tenders a vote, whether in person or by proxy, shall be accepted to the exclusion of the vote of the other joint-holders; and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members.
72. A member who is of unsound mind, or in respect of whom an order has been made by any Court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.

73. Any person entitled under the "Transmission clause" conferred in Article 31 to transfer any shares may vote at any General Meeting in respect thereof as if he was the registered holder of such shares, provided that at least forty-eight hours before the time of holding the Meeting or adjourned Meeting as the case may be at which he proposes to vote he shall satisfy the Directors of his right to transfer such shares unless the Directors shall have previously admitted his right to vote at such meeting in respect thereof.
74. (i) No person shall act as proxy unless the instrument appointing him as proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of such power or authority shall have been deposited at the Office of the Company not less than forty-eight hours before the time of holding the Meeting at which he proposes to vote, and in default, the instrument of proxy shall not be treated as valid.
- (ii) A proxy shall also be a Member of the Company who is qualified to vote.
- (iii) A company or corporation being a Member of the Company may appoint as proxy or as its representative under sub-section(1) of Section 162 of the Ordinance any person to exercise in General Meeting the same powers on behalf of the company or the corporation which he represents as that company or corporation could exercise if it were an individual Member of the Company.
- (iv) A company or a corporation which is a creditor of the Company may authorise any of its officials or any other person to act as its representative at any meeting of the Creditors of the Company held under the provisions of the Ordinance or any other meeting to which it is entitled to attend in pursuance of the provisions contained in any debenture or trust deed or any other document and the person so authorised shall be entitled to exercise the same powers as are available to the company or corporation which he represents.
- (v) The Federal Government, or a Provincial Government, as the case may be, if a Member of the Company, may appoint such person as it thinks fit to act as its representative at any meeting of the Company or at any meeting of any class of Members of the Company.
- (vi) A person appointed to act as aforesaid shall, for the purposes of Ordinance, be deemed to be a Member of the Company and shall be entitled to exercise the same rights and powers, including in the right to appoint proxy as the Federal Government or the Provincial Government as the case may be, may exercise as a Member of the Company.
75. If any such instrument of appointment be confined to the object of appointing a proxy, agent or representative and, if embracing other objects, a copy thereof, examined with the original, shall be delivered to the Company to remain permanently, or for such time as the Board may determine, in the custody of the Company.
76. Subject to the provision of these Articles, votes may be given either personally or by proxy. The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing, or if the appointer is a corporation either under the common seal or under the hand of an officer or attorney so authorised. No person shall be appointed a proxy who is not a member of the Company qualified to vote except that a corporation being a member may appoint as proxy a person who is not a member.
77. The instrument appointing a proxy and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy of that power or authority, shall be deposited at the office of the Company not less than 48 hours before the time for holding the meeting at which the person named in the instrument proposes to vote, and in default the instrument of proxy shall not be treated as valid.

78. A vote given in accordance with the terms of an instrument appointing a proxy shall be valid notwithstanding the previous death of the principal, or revocation of the proxy or of any power of attorney under which such proxy was signed, or transfer of the share in respect of which the vote is given, provided no intimation in writing of the death, revocation or transfer shall have been received at the office before the Meeting.
79. An instrument appointing a proxy may be in the following form or in any other forms which the Directors may approve.

PAKISTAN TELEVISION CORPORATION LIMITED

I/We
of
being a Member/Members of PAKISTAN TELEVISION CORPORATION LIMITED
hereby appoint Mr.
of (or failing him
Mr of)
as my/our proxy to vote for me/us and on my/our behalf at the (Annual or Extraordinary,
as the case may be) General Meeting of the Company to be held on the day of
. and at any adjournment thereof
As witness my/our hand this day of 19.....

signed by the said
in the presence of:

80. No objection shall be made to the validity of any vote except at the Meeting or at the poll at which such vote shall be tendered, and every vote whether given personally or by an agent duly authorised under a power of attorney or by proxy, not disallowed at such Meeting or poll, shall be deemed valid for all purposes of such Meeting or poll.
81. The Chairman of any meeting shall be the sole judge of the validity of every vote tendered at such Meeting. The Chairman present at the taking of a poll shall be the sole judge of the validity of every vote tendered at such poll.

XIII. DIRECTORS

82. Until otherwise determined by the Company in General Meeting the number of Directors shall be not less than seven including the Chairman and the Managing Director, excluding the Debenture Directors, if any.¹
83. Subject to the provisions of Section 183 of the Ordinance, the Government of Pakistan shall have the right to nominate directors who shall hold office during the pleasure of the Government of Pakistan. In addition to the directors nominated by the Government of Pakistan, the Company may have directors nominated by the Company's Creditors or other special interests by virtue of contractual arrangement.²
84. The continuing directors may act notwithstanding any vacancy in their body, but if the minimum falls below the number fixed by Article 82 hereof, the Directors shall not, except for the purpose of filling a vacancy in their number, act so long as the number remains below the minimum.

XIV. REMUNERATION OF DIRECTORS

85. Unless otherwise determined by the Company in General Meeting each Director (other than a Chief Executive and a full time working Director) shall be paid out of the funds of the Company by way of remuneration for his services a sum not exceeding Rs. 500/- for each meeting of the Directors attended by him. The Directors may allow and pay to any Director who for the time being is resident out of the place at which any meeting of

the Directors may be held and who shall come to that place for the purpose of attending the meeting, such sum as the Directors may consider fair and reasonable for his expenses in connection with his attending the meeting in addition to his remuneration as above specified.

86. The remuneration of the Directors, shall from time to time be determined by the Company in its General Meeting, except those who are deputed to work on a wholetime basis in which case the remuneration will be determined by the Board.
87. Any Director appointed to any executive office including for the purpose of this Article the Office of Chairman or to serve in any Committee or to devote special attention to the business of the Company or who otherwise perform extra services, which in the opinion of the Board are outside the scope of the ordinary duties of a Director, may be paid such extra remuneration by way of salary, fees, allowances or otherwise as shall from time to time be determined by the Directors.
88. No person shall be appointed as a Director of the Company if he:
- (a) is a minor;
 - (b) is of unsound mind;
 - (c) has applied to be adjudicated as an insolvent and his application is pending;
 - (d) is an undischarged insolvent;
 - (e) has been convicted by a court of law for an offence involving moral turpitude;
 - (f) has been debarred from holding such office under any provision of the Ordinance;
 - (g) has betrayed lack of fiduciary behaviour and a declaration to this effect has been made by the Court under section 217 of the Ordinance, at any time during the preceding five years;
 - (h) is not a Member;
- Provided that clause (h) shall not apply in the case of:
- (i) a person representing the Government or an institution or authority which is a Member;
 - (ii) a whole time Director who is an employee of the Company;
 - (iii) a Chief Executive; or
 - (iv) a person representing a creditor.

IX. POWER AND DUTIES OF DIRECTORS

89. The business of the Company shall be managed by the Directors who may in addition to the powers and authorities by these presents otherwise, expressly conferred upon them, exercise all such powers and do all such things as may be exercised or done by the Company and are not hereby or by any enactment expressly directed or required to be exercised or done by the Company in General Meeting but subject nevertheless to provision of Section 195 and 196 and to the other provisions of the Ordinance and of these articles and to any regulations from time to time made by the Company in its General Meeting provided that no regulation so made shall invalidate any prior act of Directors which would have been valid if such regulation had not been made.
90. Without prejudice to the general powers conferred by the last preceding article and the other powers conferred by these Articles, the Directors shall subject to sub-Section (3) of Section 196 have the following powers namely:—
- a) To take on lease, purchase or otherwise acquire for the Company any property, rights or privileges which the Company is authorised to acquire at such price and generally on such terms and conditions as they think fit.
 - b) To appoint any person or persons to hold in trust for the Company any property belonging to the Company or in which it is interested or for any other purpose, and

execute and do all such instruments and things as may be requisite in relation to any such trust.

- c) To buy or procure the supply of all plant, machinery, material, stores, fuel, implements and other movable property required for the purpose of the Company.
- d) To sell and dispose of all articles and goods manufactured, or dealt in by the Company.
- e) To engage, fix and pay the remuneration of and dismiss or discharge all managers, engineers, agents, secretaries, clerks, servants, workmen and other persons, employed, or to be employed in or in connection with the Company's Business.
- f) To appoint any person or persons to be attorney or attorneys of the Company for such purpose and with powers, authorities and discretions, not exceeding those vested in or exercisable by the Directors, and for such period and subject to such conditions, as the Directors may from time to time think fit.
- g) To enter into, carry out, rescind or vary all financial arrangements with any banks, persons and corporations for or in connection with the Company's business or affairs and pursuant to or in connection with such arrangements to deposit, pledge or hypothecate any property of the Company or the documents representing or relating to the same.
- h) To make and give receipts, for money payable to the Company and for the claims and demands of the Company.
- i) To compound and allow time for the payment or satisfaction of any debts due by the Company and any claims and demands against the Company to arbitration and observe and prefer the awards.
- j) For and on behalf of the Company to draw, accept, endorse and negotiate all such cheques, bills of exchange, promissory notes, hundies, drafts, Government and other securities as shall be necessary in or for carrying on the affairs of the Company.
- k) To institute, prosecute, defend, compromise, withdraw or abandon any legal proceedings by or against the Company or its officers otherwise concerning the affairs of the Company.
- l) To invest and deal with any of the moneys of the Company not immediately required for the purpose thereof upon such securities or investments and in such manner as they may think fit and from time to time to vary or realize such securities and investments.
- m) To enter into such negotiations and contracts and rescind or vary all such contracts and execute and do all such acts, deeds and things in the name and on behalf of the Company as they may consider expedient for or in relation to any of the matters aforesaid or otherwise for the purpose of the Company.
- n) To pay for any property or rights acquired by or service rendered to the Company or the premium payable in respect of any lease taken by the Company either wholly or partially in cash or in shares, bonds, debentures or other securities of the Company and any such shares to be issued as fully paid up and any such bonds, debentures or securities to be either specially charged upon all or any part of the property of the Company not so charged.

91. The Board may entrust to and confer upon the Chief Executive any of its powers upon such terms and conditions and subject to the provisions of sub-Section (2) of Section 196

of the Ordinance and to such restrictions as it may deem fit. The Board may at any time amend, supplement, revoke, withdraw, alter or vary any or all of its powers so delegated.

92. The Directors of the Company and any Officers, so authorised by the Directors, may be or become Directors of any Company promoted by the Company or in which it may be interested as a vendor, shareholder or otherwise, and no such Director/Officer shall be accountable for any benefits received as Director or Member of such Company.
93. The Board shall cause Minutes to be made in Books provided for the purpose:
- (a) of the names of Directors present at each meeting of the Company, and of the Board, and of any committee of Directors.
 - (b) of all resolutions and proceedings at all meetings of the Company, and of the Board, and of any committee of Directors.

Any such minutes of any meeting of the Board or of a committee of Directors or of the Company, if signed or purporting to be signed by the Chairman of such meeting, or of the next succeeding meeting shall be receivable as evidence of the matter stated in such minutes.

94. The Board may pay and agree to pay pension or other retirement, superannuation, death or disability benefits or allowances to any person in respect of any Director of former Director who may hold or may have held any executive office of employment under the Company, or any subsidiary company of the Company, or its holding Company, (if any), and for the purpose of providing any such pension or other benefits or allowances, may contribute to any scheme or fund and may make payments towards insurance or trusts in respect of such persons.

XVI. CHAIRMAN

95. The Board of Directors shall elect a Chairman of the Company from amongst the Directors representing Government of Pakistan to preside over their meeting, and determine the period for which he is to hold office. The office of the Chairman shall be filled up on any vacancy by the Directors in accordance with the directives received by them from the Government of Pakistan and subject to the provision of the Ordinance.

XVII. MANAGING DIRECTOR/CHIEF EXECUTIVE

96. i) There shall be Chief Executive of the Company who shall be appointed in the manner provided in Section 196 and 199 of the Ordinance by the Board from amongst the Directors representing the Government of Pakistan. He may be styled as the Managing Director.
- ii) Such appointment of Chief Executive shall not be for a period exceeding three years from the date of appointment.
- iii) A retiring Chief Executive shall be eligible for re-appointment.
- iv) The terms and conditions of appointment of Chief Executive shall be determined by the Directors.
- v) The Chief Executive shall exercise such powers as are conferred on him by the Directors under Article 91.
- vi) The Chief Executive shall, if he is not already a Director of the Company, be deemed to be its Director and be entitled to all the rights and privileges and subject to all the liabilities of the Office.

- vii) The Chief Executive shall act subject to the restriction and removal as are prescribed in Sections 201 to 203 of the Ordinance.
- viii) The Chief Executive shall be authorised to sub-delegate all or any of powers, authorities and discretions for the time being vested in him and, in particular, from time to time for the appointment of any attorneys for management and transactions of the affairs of the Company in any special locality in such manner as he thinks fit.

XVIII. DISQUALIFICATION OF DIRECTORS

97. The office of a Director shall ipso facto be vacated if:
- (a) he becomes ineligible to be appointed a Director on any one or more of the grounds enumerated in clauses (a) to (h) of Section 187 of the Ordinance;
 - (b) he absents himself from three consecutive meetings of the Directors or from all the meetings of the Directors for a continuous period of three months; whichever is the longer, without leave of absence from the Directors;
 - (c) he or any firm of which he is a partner or any private Company of which he is a Director:—
 - (i) without the sanction of the Company in General Meeting accepts or holds any office of profit under the Company other than that of Chief Executive or a legal or technical adviser or a banker; or
 - (ii) accepts a loan or guarantee from the Company in contravention of Section 195 of the Ordinance;
 - (d) he is removed as a Director by resolution of Members in General Meeting in compliance with Article 105.
 - (e) he tenders to the Board his resignation from the office of Director of the Company.
 - (f) he fails to obtain within two months after his appointment, or at any time thereafter ceases to hold, the share qualifications, if any, necessary for his appointment.

The appointment of an alternate Director under Article 120 will constitute leave of absence from the Board to the Director for whom such alternate is appointed during such Director's absence.

98. Subject to the provisions of the Ordinance, the Directors shall not be disqualified by their respective offices from contracting with Company, either as vendors or purchasers or otherwise (Provided any such contract is approved by the appropriate vote of the Board where necessary) nor shall any such contract or arrangement entered into, by or on behalf of the Company with any company or partnership of or in which any Director shall be a Member or be otherwise interested, be avoided; nor shall any Director so contracting or being such a Member or so interested be liable to account to the Company for any profit realised by any such contract or arrangement, by reason only of such Director holding that office, of the fiduciary relation thereby established, but the nature of his interest must be disclosed by him at the meeting of the Directors at which the contract or arrangement is determined upon, or approved, if the interest then exists, or in any other case, at the first meeting of the Directors after the acquisition of the interest provided nevertheless that a general notice that any Director is a Member of any specified firm or company, and is to be regarded as interested in any subsequent transaction, be a sufficient disclosure within the meaning of this Article, and after such general notice, it shall not be necessary to give any special notice relating to any particular transaction with such firm or company. Any such general notice shall expire at the end of the financial year in which it was given and may be renewed for a further period of one financial year by giving fresh notice in the last month of the financial year in which it would otherwise

expire. And provided also that (except in the case of a contract of indemnity against any loss that any one or more of the Directors may suffer by reason of becoming or being sureties or a surety of the Company) no Director shall take part in the discussion of or vote in respect of any contract or arrangement in which he is so interested, nor his presence shall be counted for the purpose of forming a quorum at a meeting of Directors at the time of any such discussion or voting, and if he does so, vote shall not be counted.

99. A register shall be kept or caused to be kept by the Directors in which shall be entered particulars of all contracts or arrangements to which the preceding Article applies.

XIX. ELECTION AND REMOVAL OF DIRECTORS

100. (a) The Directors shall, subject to Article 82 fix number of Directors of the Company not later than thirty five days prior to the convening of the General Meeting at which Directors are to be elected, and the number so fixed shall not be changed except with the prior approval of a General Meeting of the Company.
- (b) The notice of the meeting at which Directors are proposed to be elected shall among other matters expressed state.
- (i) the number of the elected Directors fixed under clause (a) of this Articles; and
- (ii) the names of the retiring Directors.
- (c) Any person who seeks to contest an election to the office of Director shall, whether he is a retiring Director or otherwise file with the Company not later than fourteen days before the date of the meeting at which elections are to be held, a notice of his intention to offer himself for election as a Director; provided that any such person may, at any time before the holding of election, withdraw such notice.
- (d) All notices received by the Company in pursuance of clause (c) of this Article shall be transmitted to the Members not later than seven days before the date of the meeting.
Subject to the provision of Article 83
- (e) the Directors of the Company shall, unless the number of persons who offer themselves to be elected is more than the number of Directors fixed under clause (a) of this Article, be elected by the Members in General Meeting in the following manner, namely:
- (i) a Member shall have such number of votes as is equal to the product of the number of voting shares or securities held by him and the number of Directors to be elected;
- (ii) a Member may give all his votes to a single candidate or divide them between more than one of the candidates in such manner as he may propose and
- (iii) The candidate who gets the highest number of votes shall declared elected as Director and then the candidate who the next highest number of votes shall be so declared and on until the total number of Director to be elected has so elected.
101. The Company may from time to time by ordinary resolution increase the number of Directors subject to the provisions of the Ordinance.
102. The Company at the General Meeting at which Directors retire may fill, the vacated office in the manner prescribed in Article 100 and in default the retiring Director shall if offering himself for re-election be deemed to have been re-elected.
103. If at any Meeting at which an election of Directors ought to take place, the places of the vacating Directors are not filled up, the Meeting shall stand adjourned till the same day in the next succeeding week at the same time and place, and if at the adjourned Meeting

the places of the vacating Directors are not filled up, the vacating Directors or such of them as have not had their places filled up shall be deemed to have been re-elected at the adjourned Meeting.

104. A Director elected under Section 178 of the Ordinance shall hold office for a period of three years unless he earlier resigns, becomes disqualified from being a Director or otherwise ceases to hold office.
105. The Company may by a Resolution remove any Director before the expiration of his period of office, elected in the manner provided in Article 83 or 100 or appointed under Article 106 provided that a resolution for removing a Director shall not be deemed to have been passed unless the votes cast in favour of such resolution is not less than, (i) the minimum number of votes that were cast for the election of Director at the immediately preceding election of Directors, if the resolution relates to removal of a Director elected in the manner provided in Article 83 or 100, or (ii) the total numbers of votes for the time being computed in the manner laid down in Article 83 divided by the number of directors for the time being, if the resolution relates to removal of Director appointed under Article 83.
106. Any directive received by the Board or the Company from the Government of Pakistan authorised to appoint Directors, as per Article 83, regarding the removal or substitution of any or all of the nominees, shall be binding on the Board and on the Company and shall be acted upon. Intimation of any casual vacancy occurring in the Board of Directors out of directors so nominated shall be given to the Government of Pakistan by the Company and any directive received in this regard shall be acted upon so far as they are in conformity with the Article referred to above and the Ordinance.
107. Subject to Article 106 – Any casual vacancy occurring among the Directors may be filled up by the Directors, but any person so chosen shall retain his office so long only as the vacating Director would have retained the same if no vacancy had occurred. Provided that the Directors may not fill a casual vacancy by appointing any person who has been removed from the office of a Director of the Company under Article 106.
108. The Company shall keep at the office a Register of the Director and officers, containing the particulars required by Section 205 of the Ordinance and the Company shall otherwise comply with the provisions of that Section as regards furnishing returns to the Registrar and giving inspection of the Register.
109. So long the Government of Pakistan hold 100% issued and paid up Capital of the Company, the provisions of Articles 100, 102, 103, 104, 105, 107 and Section 178, 180 and 181 of the Ordinance pertaining to the appointment of Chief Executive/Directors, election and removal of Directors, filling of casual vacancies, etc. shall not apply to the Directors representing special interest, which has been defined in Section 183 of the Ordinance, subject, however, to the conditions as imposed in the said Section 183.

XX – PROCEEDINGS OF DIRECTORS

110. The Directors shall meet to together at least twice a year for the despatch of business, adjourn, and otherwise regulate meeting of the Board as they may think fit. The Chairman or the Chief Executive, if any, may at any time, summon a meeting of the Board. At least four clear days' notice must be given to all Directors to summon a meeting of the Board, and such notice shall set forth the purpose or purposes for which such meeting is summoned. However, with the consent of all Directors entitled to receive notice of a meeting, or to attend and vote at any such meeting, a meeting of the Board may be convened by shorter notice than specified in this Article. It shall not be necessary to give notice of a meeting of Directors to any Director for the time being absent from Pakistan.

111. The quorum necessary for the transaction of the business of the Directors may be fixed by the Directors and unless so fixed shall be Five.
112. The meeting of Directors at which quorum is present shall be competent to exercise all or any of the authorities, power and discretions by or under these Articles for the time being vested in or exercisable by the Directors generally other than those required to be exercised by the Board under Section 196(2) of the Ordinance.
113. Questions arising at any meeting shall be decided by a majority of votes, each Director having one vote and in case of equality of votes the Chairman shall have a second or casting vote.
114. Subject to sub-section (2) of Section 196 of the Ordinance the Directors may delegate any of their powers to the Managing Director, Chief Executive Committees consisting of such Member or members of their body as they think fit. Any Committee so formed shall in the exercise of the powers so delegated conform to any regulations that may be imposed on it by the Directors.
115. A committee may meet and adjourn as it thinks proper. Question arising at any meeting shall be determined by a majority of votes of the Members present. The quorum for a meeting of a Committee, unless, otherwise determined by the Directors, shall be a majority of the Committee.
116. All acts done by any meeting of Directors or of a Committee of Directors or by any person acting as a Director, shall notwithstanding that it be after-wards discovered that there was some defect in the appointment of any such Director or person acting as aforesaid or that they or any of them were disqualified or had vacated office or were not entitled to vote, be as valid as if every such person had been duly appointed and was qualified and had continued to be a Director and had been entitled to vote. Provided, however, as soon as such defect has come to the notice of the Director or the person concerned shall not exercise the right of his office till the defect has been rectified.
117. Retiring Directors shall continue to perform their functions until their successors are elected.
118. A resolution in writing other than resolution in respect of the matters specified in sub-Section (2) of Section 196 of the Ordinance, circulated to all the Directors who are for the time being entitled to receive a notice of meeting of Directors (not being less than the quorum required for a Board Meeting) and signed by majority of such Directors shall be as valid and effectual as if it had been passed at a meeting of the Directors duly called and constituted.
119. The Company, its Directors or Officers, as the case may be, shall comply with the provisions of Sections 214 to 227 of the Ordinance, regarding disclosure of interest by the Directors and Officers, restriction on voting, disclosure to Members of interest, keeping the register of Directors' shares, notice of beneficial interest, filing of statements of such interest, prohibition of short-selling, purchase and sale of the Company's security and depositing of provident fund.

XXI – ALTERNATE DIRECTORS

120. A Director who is about to leave or is absent from Pakistan may with the approval of the Directors appoint any person to be an Alternate Director during his absence from Pakistan; provided such absence shall not be less for a period of three months and such appointment shall have effect and such appointee, whilst he holds office as an Alternate Director, shall be entitled to exercise in place of his appointer all the functions of his appointer as a Director of the Company but he shall ipso facto vacate office as and when his appointer

returns to Pakistan or vacates office as a Director or remove the appointee from office. Any appointment or removal under this Article shall be effected by notice in writing under the hand of the Director making the same.

121. If and when Debentures of the Company are issued, the Company by a special resolution given the holders thereof the right to appoint and from time to time remove and reappointment one or more Director in accordance with the provision of the Trust Deed securing the said Debentures. The Directors appointed under this Article are herein referred to as the Debenture Directors and the term "Debenture Director means the Director for the time being in office under this Article

XXII – SECRETARY

122. The Directors may from time to time appoint any person to be Secretary of the Company and may determine his powers and duties.

XXIII – THE SEAL

123. The Directors shall provide a Common Seal for the purposes the Company and shall have power from time to time destroy the same and substitute a new Seal in lieu thereof, and the Directors shall provide for the safe custody of the Seal for the time being, and the Seal shall never be used except by or under the authority of the Board or a Committee of Directors and in the presence of at least two Directors or one Director and the Secretary who shall sign every instrument to which the Seal is affixed.

XXIV – DIVIDENDS AND RESERVES

124. The Company in General Meeting may declare dividends, but no dividends shall exceed the amount recommended by the Director and shall be paid within the time period prescribed by the Ordinance.
125. The Directors may from time to time pay to the members such interim dividends as appear to the Directors to be justified by the profits of the Company.
126. No dividends shall be paid otherwise than out of profit of the year subject to the restriction in sub-section (2) of Section 248 or any other un-distributed profits.
127. The declaration of the Directors as to the amount of the net profits of the Company shall be conclusive.
128. The Directors may, before recommending any dividend, set aside out of the profits of the Company such sums as they think proper as a reserve or reserves which shall, at the discretion of the Directors, be applicable for meeting contingencies, or for equalising dividends, or for any other purpose to which the profits of the Company may be properly applied, and pending such application may, at the like discretion, either be employed in the business of the Company or be invested in such investments (other than shares of the Company) as the Directors may from time to time think fit.
129. If several persons are registered as joint-holders of any share, any one of them may give effectual receipts for any dividend payable on the share.
130. No dividend shall bear interest against the Company.

131. Any General Meeting declaring a dividend may resolve that such dividend be paid and satisfied wholly or in part in cash or by the distribution of specific assets, and in particular by the distribution of paid up shares, debentures or debentures-stock of the Company, or paid up shares, debentures or debenture-stock of any other Company, or in any one or more of such ways.
132. Notice of any dividends that may have been declared shall be given in the manner herein-after mentioned to the person entitled to share therein.
133. For the purpose of giving effect to any resolution under Article 109 or Article 110 the Directors may settle any difficulties which may arise in regard to the distribution as they think expedient and may fix the value for distribution of any specific assets and may determine that cash payments shall be made to any Members upon the footing of the value so fixed in order to adjust the rights of all parties and may vest any such cash or specific assets in trustees upon such trusts, for the persons entitled to the dividend or capitalised funds as may seem expedient to the Directors. When required a proper contract shall be filled in accordance with the provisions of Section 73 of the Ordinance, and the Directors may appoint any person to sign such contract on behalf of the person entitled to the dividend or capitalised fund and such appointment shall be effective.
134. A transfer of shares shall not pass the rights to any dividend declared thereon before the registration of the transfer.
135. The Directors may retain the dividends payable upon shares in respect of which any person under the Transmission Clause is entitled to become a Member or which any person under the same clause is entitled to transfer until such person shall become a member in respect thereof or shall duly transfer the same.
136. Unless otherwise directed, any dividend may be paid by cheque or warrant sent through post to the registered address of the member or person entitled thereto, or in the case of joint holders to the registered address of that one whose name stands first on the Register in respect of the joint-holding or to a financial institution or the bankers, the Member or person entitled; or such joint-holders as the case may be, may direct, and every cheque or warrant so sent shall be made order of the bankers or a financial institution, as aforesaid, as the Member or person entitled or such joint-holders as the case may be may direct. The dividend shall be paid within the period laid down in Section 251 of the Ordinance.
137. All dividends unclaimed after having been declared may be invested or otherwise made use of by the Directors for the benefit of the Company until claimed.

XXV – CAPITALISATION OF PROFITS

138. The Company in General Meeting may upon the recommendation of the Directors resolve that it is desirable to capitalise any part of the amount for the time being standing to the credit of 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 may not be set free for distribution amongst the Members who would have been entitled thereto if distributed by way of dividend and in the same proportions on conditions that the same be not paid in cash but be applied for paying up in full unissued shares or Debentures of the Company to be allotted and distributed credited as fully paid up to and amongst such members in the proportion aforesaid and the Directors shall give effect to such resolution.
139. Whenever such a resolution as aforesaid shall have been passed the Directors shall make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and allotments and issues of fully paid shares or debentures if any and generally

shall do all acts and things required to give effect thereto, with full powers to the Directors to make such provision by the issue of fractional certificates or by payment in cash or otherwise as they think fit for the case of shares or debentures becoming distributable in fraction, and also to authorise any person to enter on behalf of all the members entitled thereto into an agreement with the Company providing for the allotment to them respectively, credited as fully paid up, of any further shares or debentures to which they may be entitled upon such capitalisation any agreement under such authority shall be effective and binding on all such Members.

XXVI – ACCOUNTS

140. The Directors shall cause to be kept proper books of account with respect to the matters set out in Section 230 of the Ordinance.
141. The books of accounts shall be kept at the office or at such other places as the Directors shall think fit and shall be open to inspection by the Directors during business hours.
142. The Directors shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations the accounts and books of the Company or any of them shall be open to the inspection of Members not being Directors, and no Member (not being a Director) shall have any right of inspecting any account or book or document of the Company except as conferred by law or authorised by the Directors or by the Company in General Meeting.
143. The Directors shall as required by Section 236 of the Ordinance, cause to be prepared and to be laid before the Company in General Meeting such profit and loss accounts, Income and Expenditure Account, Balance Sheet, and reports as are referred to in those Section.
144. The profit and loss account shall subject to the provisions of Section 234 of the Ordinance show, arranged under the most convenient heads, the amount of gross income, distinguishing the several sources from which it has been derived, and the amount of gross expenditure, distinguishing the expenses of the establishment salaries and other like matters. Every item of expenditure fairly chargeable against the year's income shall be brought into account, so that a balance of profit and loss may be laid before the Meeting, and in cases where any item of expenditure which may in fairness be distributed over several years has been incurred in any one year, the whole amount of such item shall be stated with the addition of the reason why only a portion of such expenditure is charged against the income of the year.
145. A balance sheet shall be made out in every year and laid before the Company in General Meeting made upto a date not more than six months before such Meeting. The Balance Sheet may be accompanied by a report of the Chairman and of the Directors as to the state of the Company's affairs in accordance with Section 236 of the Ordinance and the amount (if any) which they recommend to be paid by way of dividend, and the amount (if any) which they propose to carry to a reserve fund.
146. A copy of Balance Sheet and Profit & Loss Account together with the report of the Directors and Auditors shall, not less than 21 days before the date of the Meeting be sent to the persons entitled to receive notice of General Meeting in the manner in which notices are to be given hereinafter.
147. The Directors shall in all respect comply with the provisions of Section 230 and 247 of the Ordinance or any statutory modification thereof for the time being in force.
148. After the Balance Sheet and Profit & Loss Account have been laid before the Company at the Annual General Meeting, such number of copies thereof alongwith the reports and documents required to be annexed to the same, not being less than five, as may be prescribed, signed by the Chief Executive, Directors, Chairman of Directors, or the Auditor

of the Company, as the case may be, in the manner provided by Sections 236, 241 and 257 of the Ordinance, shall be filed by the Company with the Registrar of Joint Stock Companies in accordance with the requirements of Section 242 of the Ordinance.

XXVII – AUDIT

149. Once at least in every year the accounts of the Company shall be examined and reported upon to Members by one or more Auditor or Auditors in such form and manner as may be prescribed by the Ordinance or any other law for the time being in force in this respect.

150. The Company at the Annual General Meeting in each year shall appoint an Auditor or Auditors to hold office until the conclusion of the next Annual General Meeting and the following provisions shall have effect, that is to say :-

- (1) If an appointment of an Auditor is not made at an Annual General Meeting, the Authority may appoint an Auditor of the Company for the current year;
- (2) The Directors may fill up any casual vacancy that may occur in the office of Auditor by the appointment of a person who shall hold such office until the conclusion of the next Annual General Meeting, but while any such vacancy continues, the surviving or continuing Auditor or Auditors (if any) may act;
- (3) None of the following persons shall be appointed as Auditor of the Company, namely:
 - (a) a person who is not a chartered accountant within the meaning of the Chartered Accountants Ordinance, 1961 (X of 1961).
 - (b) a person who is, or at any time during the preceding three years, was a Director, other Officer or employee of the Company;
 - (c) a person who is a partner of, or in the employment of, a Director, Officer or employee of the Company;
 - (d) the spouse of a Director of the Company;
 - (e) a person who is indebted to the Company; and
 - (f) a body corporate.

If, after his appointment, an Auditor becomes subject to any of the disqualifications specified in this Article, he shall be deemed to have vacated his office as Auditor with effect from the date on which he becomes so disqualified.

(4) Retiring Auditor shall be eligible for re-election.

(5) No person other than a retiring Auditor shall be capable of being appointed to the office of Auditor at an Annual General Meeting unless notice of an intention to nominate him be given to the Company not less than fourteen days before the day appointed for the holding of such Annual General Meeting and upon receipt of such notice the provisions of Section 253 of the Ordinance shall be complied with.

151. The remuneration of the Auditor of the Company shall be fixed :-

- (a) in the case of an Auditor appointed by the Directors or by the Authority, as the case may be; and
- (b) in all other cases, by the Company in General Meeting or in such manner as the General Meeting may determine.

152. The Auditor of the Company shall have a right of access at all times to the books, papers, accounts and vouchers of the Company and shall be entitled to require from the Company and the Directors and other Officers of the Company such information and explanation as may be necessary for the performance of the duties of the Auditors.

153. The Auditor of the Company shall be entitled to attend any General Meeting of the Company, and to receive all notices of, and any communications relating to, any General Meeting which any Member of the Company is entitled to receive, and to be heard at any General Meeting which he attends on any part of the business which concerns him as Auditor.
154. Every account of the Directors when audited and approved by the Company in General Meeting shall be conclusive except as regards any error discovered therein within three months next after the approval thereof. Whenever any such error is discovered within that period the accounts shall forthwith be corrected and henceforth shall be conclusive.

XXVIII – NOTICES

155. A notice (which expression shall be deemed to include and shall include any summons, notice, process, or order, judgement, or any other document in relation to or in the winding up of the company) may be given by the Company to any member or Director either personally or by sending it by post to him to his registered address or (if he has no registered address in Pakistan) to the address, if any, within Pakistan supplied by him to the Company for the giving of notice to him.
156. Where a notice is sent by post, service of the notice shall be deemed to be effected properly addressing, prepaying and posting the letter containing the notice, and unless the contrary is proved to have been effected at the time at which the letter would be delivered in the ordinary course of post.
157. If a Member or Director has no registered address in Pakistan and has not supplied to the Company an address within Pakistan for the giving of notice to him, a notice addressed to him and advertised in a newspaper circulating in the neighbourhood of the Office shall be deemed to be duly given to him on the day on which the advertisement appears.
158. A notice may be given by the Company to the joint-holders of a share by giving notice to the joint-holder named first in the Register in respect of the share.
159. A notice may be given by the Company to the persons entitled to a share in consequence of the death or insolvency of a Member by sending it through the post in a prepaid letter addressed to them by name or by the title or representatives of the deceased or assignee of the insolvent or by any like description at the address (if any) in Pakistan supplied for the purpose by the persons claiming to be so entitled, or (until such an address has been so supplied) by giving the notice in any manner in which the same might have been given if the death or insolvency had not occurred.
160. Notice of every General Meeting shall be given in same manner hereinbefore authorised to (a) every Member of the Company except those Members who (having no registered address within Pakistan) have not supplied to the Company an address within Pakistan for giving of notice to him; (b) every person entitled to a share in consequence of the death or insolvency of a Member who, but for his death or insolvency, would be entitled to receive notice of the meeting; and (c) the Auditors of the Company.
161. Every person who by operation of law, transfer or other means whatsoever, shall become entitled to any share, shall be bound by every notice in respect of such share which, previous to his name and address being entered on the Register, shall be duly given from whom he derives his title to such shares.
162. Any notice to be given by the Company shall be signed by the Chief Executive or by the Secretary or by such other Director or Officer as the Directors may appoint and the signature thereto may be written, printed or lithographed.

163. A notice to be given on the part of the Members shall be served on the Company by sending it to the Company at the Office of the Company by post under a certificate of posting or by registered post, or by delivering it at the office of the Company against a proper acknowledgement of such delivery.

XXIX -- INDEMNITY

164. Subject to the provisions of Section 194 of the Ordinance and so far as such provisions permit, every director, chief executive, manager or officer of the Company or any person (whether an officer of the Company or not) employed by the Company as Auditor or advisor, shall be indemnified out of the funds of the Company against any liability incurred by him as such director, chief executive, manager, officer, auditor, or advisor, in defending any proceedings, whether civil or criminal, in which judgement is given in his favour or in which he is acquitted or in connection with any application under section 488 of the Ordinance in which relief is granted to him by court.
165. Subject to the provisions of the Ordinance, no Director, Chief Executive or other Officer of the Company shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer, or for joining in any receipt or other act for conformity, or for any loss or expense happening to the Company through insufficiency or deficiency of title to any property acquired by order of the Chief Executive, Directors or other Officer for or on behalf of the Company, or for the insufficiency or deficiency of any security in or upon which any of the moneys of the Company shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, company or corporation with whom any moneys, securities or effects shall be entrusted or deposited or for any loss occasioned by error of judgement or oversight on his part or for any other loss or damage or misfortune whatever which shall happen in the execution of the duties of his office, or in relation thereto, unless the same shall happen through his own dishonesty.
166. If the Company shall be wound-up and the surplus assets shall be more than sufficient to repay the whole of the paid up capital, the excess shall be distributed among the members in proportion to the capital paid up on ordinary shares held by them respectively at the commencement of the winding up, and if the surplus assets shall be insufficient to repay the whole of the paid up capital, such surplus assets shall be distributed so that, as near as may be, the losses shall be borne by the members in proportion to the capital paid up on ordinary shares held by them respectively at the commencement of the winding up.
167. In a winding up the Liquidator may, irrespective of the powers conferred on him by the Ordinance and as an additional power, with the authority of a Special Resolution, sell the undertaking of the Company, or the whole or any part of its assets, for shares fully paid up or the obligations of or other interest in any other Company and may by the contract of sale, agree for the allotment to the members directly of the proceeds of the sale in proportion to their respective interests in the Company. Any such sale or arrangement or the Special Resolution confirming the same may, subject to any special rights of members contained in these Articles, provided that a time may be limited at the expiration of which shares, obligations or other interests not accepted or required to be sold, shall be deemed to have been refused and be at the disposal of the Liquidator or the purchasing Company.
168. If the Company shall be wound up whether voluntarily or otherwise, the Liquidator may, with the sanction of Special Resolution, divide amongst the contributors in specie or kind any part of the assets of the Company and may, with like sanction, vest any part of the property of the Company in trustees upon such trusts for the benefits of the contributors, or any of them, as the Liquidators, with like sanction, shall think fit.

169. A Special Resolution sanctioning a sale to any other Company duly passed pursuant to the provisions of the Ordinance may, in like manner as aforesaid, determine that any shares or other consideration, receivable by the Liquidators be distributed amongst the Members.

XXXI – RECONSTRUCTION

170. On any sale of the undertaking of the Company the Directors or Liquidator on a winding up, may, if authorised by a Special Resolution, accept fully paid up shares, debentures or securities of any other company whether incorporated in Pakistan or not, either then existing or to be formed for the purchase in whole or in part of the property of the Company and the Directors (if the profits of the Company permit) or the Liquidator (in a winding up) may distribute such shares or securities or any other property for the other company amongst the Members without realization or vest the same in trustees for them, and any Special Resolution may provide for distribution or appropriation of the cash, shares or other securities, benefits, or property, and for the valuation of any such securities or property at such price and in such manner as the Meeting may approve, and all holders of shares shall be bound to accept and shall be bound by any valuation or distribution so authorised and shall waive all rights in relation thereto save only, in case the Company is proposed to be or is in the course of being wound up, such statutory rights, if any under the law, as are incapable of being varied or excluded by these Articles.

XXXII – SECRECY

171. (i) Every Director, Chief Executive, Manager, Auditor, Trustee, Member of a Committee, Officer, Servant, Agent, Accountant or other person employed in the business of the Company shall, if so required by the Board before entering upon his duties, sign a declaration in the form approved by the Board pledging himself to observe strict secrecy respecting all transactions of the Company with its customers and the state of accounts with individuals and in matters relating thereto, and shall by declaration pledge himself not to reveal any of the matters which may come to his knowledge in the discharge of his duties except when required so to do by the Board, or by any general meeting, or by a Court of law, and except so far as may be necessary in order to comply with any provisions in these Articles.
- (ii) No Member or other person, (not being a Director of the Company) shall be entitled to enter the property of the Company, or to inspect or examine the Company's premises or properties of the Company, without permission of the Board or the Chief Executive or subject to these Articles to require disclosure of any information respecting any detail of the Company's trading, or any matter which is or may be in the nature of a trade secret, mystery of trade, or secret process; or of any matter whatsoever which may relate to the conduct of the business of the Company and which in the opinion of the Board or the Chief Executive will be inexpedient in the interest or of the Members of the Company to communicate.

ATTORNEY GENERAL

Appendix C

6. As already submitted by me on another file (forwarded to the Special Assistant Information yesterday) Asghar Khan's request should be ignored and no reply in writing or verbally be given to him by any officer of the Radio or Television Corporations. Even on telephone they should not speak to him if an attempt is made to contact them. If he fails to get any reply in writing then he would be advised to file an affidavit stating that he was given such and such reply on the 'phone or in a meeting with the officer concerned. The Information Ministry should also convey these instructions verbally and the Corporation Officers should be directed not to convey the same to each other in writing as Asghar Khan is bound to find out about them and we may be confronted with photostats of official notings in the Court.

7. Respectfully submitted.

Yahya Bakhtiar
 (Yahya Bakhtiar)
 6-2-76

The Prime Minister

6/2/76

11-2-76



For immediate action.
Resim Chandel
12 2/76
12/2/76

Minister's Secy. (Pl.)
 U.O. No. D-25/76 (Pl.)
 Dt 11.2.1976

Appendix D

STATEMENT SHOWING PROGRESSIVE BUDGET GRANT IN RESPECT OF MINISTRY OF INFORMATION AND BROADCASTING UNDER "NON-DEVELOPMENT REVENUE EXPENDITURE" FROM 1970-71 TO 1976-77

Units of Appropriation	1970-71 (Incl. East Pakistan)		1971-72 (Incl. East Pakistan)		1972-73		1973-74		1974-75		1975-76		1976-77 (Election year)	
	Original Grant	Supplementary Grant	Original Grant	Supplementary Grant	Original Grant	Supplementary Grant	Original Grant	Supplementary Grant	Original Grant	Supplementary Grant	Original Grant	Supplementary Grant	Original Grant	Supplementary Grant
Secretariat (Main)	29,77,000	—	29,80,900	—	29,80,900	—	29,80,900	—	29,80,900	—	29,80,900	—	29,80,900	—
Directoratory Grant by Minister	10,000	—	10,000	—	10,000	—	10,000	—	10,000	—	10,000	—	10,000	—
Bureau of National Research and Reference	10,00,000	—	7,94,700	—	6,77,600	—	7,01,700	—	7,33,700	—	9,02,300	—	9,30,900	—
Central Board of Film Censors	2,36,900	—	2,50,100	—	2,02,500	—	2,08,300	—	2,08,300	—	—	—	—	—
Tribal/Border Publicity Organization	5,01,000	—	4,87,700	—	4,94,800	—	—	—	3,96,000	—	22,17,400	—	21,00,400	—
Publicity of Government Activities on TV	15,00,000	—	14,25,000	—	15,00,000	—	30,00,000	—	30,00,000	—	40,00,000	—	50,00,000	—
Lump Provision for Devaluation	—	—	—	—	1,10,300	—	—	—	—	—	—	—	—	—
Pakistan National Centre	20,00,000	—	35,00,000	—	18,00,000	—	3,49,000	—	20,36,000	—	3,87,500	—	48,62,600	—
New Measur (Main Sect)	—	—	—	—	—	—	—	—	—	—	—	—	—	—
Department of Films and Publications:														
(a) Films Wing	38,24,800	—	36,61,900	—	32,75,400	—	5,00,000	—	42,97,400	—	3,39,000	—	46,52,400	—
(b) Publications Wing	26,96,200	—	24,18,100	—	31,93,600	—	4,00,000	—	27,42,600	—	10,33,000	—	37,95,600	—
(c) New Measur (D.F.P.)	—	—	—	—	—	—	—	—	—	—	—	—	—	—
Press Information Department	46,14,000	—	45,11,000	—	39,08,000	—	7,87,000	—	53,70,000	—	11,66,000	—	65,36,000	—
New Measur for P.I.D.	—	—	—	—	—	—	—	—	—	—	—	—	—	—
Pakistan Broadcasting Service	3,30,54,000	—	3,58,21,000	—	3,09,64,000	—	9,11,000	—	3,69,72,000	—	88,65,000	—	2,84,27,000	—
Subscription to News Agencies	5,80,000	—	6,42,000	—	7,50,000	—	9,31,000	—	7,29,000	—	13,33,000	—	21,11,000	—
Special Publicity Scheme	1,25,000	—	3,00,000	—	3,00,000	—	3,00,000	—	4,00,000	—	96,000	—	4,96,000	—

* Transferred to Education Ministry.

Source: White Paper on Misuse of Media. Government of Pakistan, 1978.

In the Supreme Court of Pakistan
(Constitutional jurisdiction)

CONSTITUTIONAL PETITION NO. _____ OF 1996

- 1 - Javed Jabbar,
son of (late) Ahmed Abdul Jabbar,
Muslim, adult,
48-B Block-6 PECHS Karachi Petitioner
- 2 - Dr Mubashir Hasan,
son of (late) Munawwar Hasan,
Muslim, adult,
4-K Gulberg-II Lahore Co-petitioner
- Versus
- 1 - Federation of Pakistan
through the
Secretary, Ministry of Information &
Broadcasting Government of Pakistan,
Islamabad
- 2 - Pakistan Broadcasting Corporation
Constitution Avenue, Islamabad
- 3 - Pakistan Television Corporation
Aga Khan Avenue, Islamabad
- 4 - Shalimar Recording Company Ltd
36 - Sector H-9, Islamabad
- 5 - Shaheen Pay TV
c/o Shaheen Foundation, Islamabad
- 6 - First Media Services
P.O. Box 1901, Islamabad

Petition under Article 184, clause (3) of the Constitution of Pakistan for determination of meaning and implications of Article 19 of the Constitution of Pakistan and for enforcement of fundamental rights and for other remedies.

This petition respectfully shows as under:

1. That this constitutional writ petition is sought to be moved directly under the original jurisdiction of the Supreme Court of Pakistan as expressed in Article 184, clause (3) of the Constitution of the Islamic Republic of Pakistan which enables the Supreme Court to consider a question of public importance which in this instance concerns the fundamental rights of citizens.

2. That this petition is motivated by the necessity for an interpretation by the Supreme Court of Article 19 of the Constitution which, in part, refers to: "freedom of the Press". As the advent of radio, TV, cinema and video in recent decades has placed these mass media in the same category as the Press by virtue of being means of mass communication, it is urgently necessary to determine that the phrase: "freedom of the Press" in the context of contemporary history and as per the spirit of the Constitution, actually refers to: "freedom of the mass media". At the present time, the freedom of expression guaranteed by Article 19 is withheld by the failure of the Government to allow freedom of expression on radio and TV with particular reference to the news bulletins and programmes dealing with political issues and current affairs.

3. That this petition is also based on the conviction that the fundamental rights of the citizens of Pakistan as enshrined in Article 3 (elimination of exploitation), Article 4 (right of individuals to be dealt with in accordance with law), Article 18 (freedom of trade, business or profession), Article 19 (freedom of speech and freedom of the press), Article 25 (equality of citizens) and Article 38A (preventing the concentration of wealth and means of production and distribution) have been grossly violated by the Governmental and private monopolies created in media and TV which

discriminate against citizens by depriving them of freedom of expression in the electronic media and which give undue and unfair advantage in use of media to government controlled organizations and to private companies specially favoured by government through non-transparent procedures.

4. That in the Constitution, the words: "freedom of the Press" as intended by framers thereof or by implications in modern times, must necessarily include radio and TV within the scope of: "freedom of the Press".

5. That Article 159 of the Constitution dealing with broadcasting and telecasting relates only to the entrustment of a provincial government by the Federal government of functions with respect to the construction and use of transmitters and does not deal with substantive aspects of the use of radio and TV as means of mass communication in Pakistan. In any case this Article is to be read and construed while keeping alive other provisions of the Constitution dealing with fundamental rights, directive principles of policy, equality provisions, etc.

6. That the Press, as a means of reporting and analyzing information and, as a means of representing public opinion serves a vital and essential function in a democratic society. This is why the Press is considered to be the fourth pillar of the State alongwith the Legislature, the Judiciary and the Executive.

7. That with the evolution of new media in the 20th century such as radio, cinema, TV etc. the function of reporting and analyzing information and of representing different shades of public opinion has also evolved into a function of these new media, thus ending the original monopoly of the Press in this field. In the 2nd half of the 20th century, the mass media have become the fourth pillar of the State.

8. That even though it is true that the mass medium of cinema is also part of mass media, in the context of this petition, the media of radio and TV are "news media"

whereas the cinema is a medium that predominantly on a non-news basis provides both information and entertainment i.e. the cinema does not have the daily immediacy of the coverage which radio and TV possess. Thus, while there should also be freedom of expression in the cinema, detailed arguments in the context of cinema are deliberately not being submitted at this time because it is in the daily news and current affairs dimensions of radio and TV where a clarification by the Supreme Court is required and where a reform of the present arrangement is needed.

9. That in a country like Pakistan where the rate of literacy is amongst the lowest in the world we have a situation where, in a nation of about 130 million people, the combined circulation of all newspapers and magazines which conventionally represent the term: "the Press" does not exceed, at the very most, 1.5 million copies. At an average readership per copy of each printed newspaper or magazine of 6 to 8 persons per copy (which is a generous estimate) we get a total readership of only about 12 million people. This is less than 10 per cent of the country's population.

10. That the media of radio, TV and cinema which do not require the ability to read, have far greater coverage of the population than the Press. For example, as compared to the 12 million people who read newspapers and magazines, it is estimated that at least 100 million people of the country listen to the radio at one time or another during the day or the week. In the case of TV, going by the unofficial estimates for ownership of TV sets in the country (these estimates range from 3.5 million to 5 million TV sets whereas the officially licenced TV sets are only 2.4 million), with an average viewership of about 8 to 10 viewers per TV set, means that there is an audience of about 50 million people for TV as compared to the only 12 million people who read newspapers.

11. That due to their illiteracy and due to the Government control over radio and TV in Pakistan, over 115 million people out of the population of 130 million people are daily deprived

of fair and convenient access to the wide range of political events, statements and analyses that characterize our society. Only about 12 million people who are readers of the Press are able to gain information on the wide range of domestic political and social news, events and opinions. Most of the remaining 115 million people are compelled to turn to sources such as the South Asian Service of BBC Radio and/or the BBC TV World News Service and similar services of other foreign countries in order to learn about important news and events in their own country.

12. That on the one hand, the ruling party that forms the government approaches the illiterate voter for his vote on the premise that the voter, though illiterate, is intelligent enough and wise enough to exercise his fundamental right to vote to elect a political party to office.

13. That on the other hand, as soon as a political party comes to form the government, the same voter who has elected the party to office is now treated with contempt. The illiterate voter who listens to the radio and may watch TV but cannot read the Press is disregarded as being unworthy of being able to learn about all the opinions and information expressed by different political leaders. The illiterate voter as well as the literate voter who have put the political party into public office and who have ensured legitimacy to the democratic and electoral process are now deemed eligible only to be fed the propaganda of the ruling party, and the government through the news bulletins of radio and TV.

14. That it is bad enough for dictatorships to use electronic media for propaganda. But when radio and TV are used in a democratic, multi-party system entirely at the will of the ruling party, then the misuse is diametrically opposed to the norms of democracy and the public interest.

15. That this practice deprives the citizen of his basic rights and this tendency has been given an institutional form through the complete government control over radio and TV

and through the contents of the news bulletins in these two media.

16. That the historic, sustained, narrow, restricted interpretation by the Government of the term: "the Press" as being descriptive only of newspapers and magazines while excluding radio and TV from the ambit of this term in the context of the Constitution has actually promoted an unhealthy intolerance of dissenting opinion in the country. It is also sought to be established that the views of non-official elected political leaders are not worth broadcasting or telecasting, except in brief or mutilated form. This practice has corrupted and vulgarized the process of public discourse and is substantially responsible for the very low credibility of radio and TV in Pakistan as media of political and investigative reporting.

17. That there are three serious consequences of the failure of radio and TV to apply the principle of "freedom of expression" as contained in Article 19 in news bulletins and current affairs programmes of these media:

a) Reporting of the political debate which is the very life-blood of democracy remains biased and one-sided in favour of the ruling party and denies citizens access to information to which citizens have a basic right.

b) Numerous issues of public interest, arising from instances of corruption, misuse of public office, etc that are regularly covered by the Press are deliberately ignored by radio and TV because they implicate individuals who hold elected or appointive government office. This denies citizens access to information about the conduct of *their elected* representatives and officials.

c) Different facets of the plurality and diversity of opinion and of political activities that characterize our country fail to be reflected in the coverage provided by the electronic media thus projecting an inaccurate and restricted view of the broad range of news and issues that exist in our society. Even though the Act of PBC {Chapter IV-10-(a) and (e)} and the

Memorandum of PTV require "balance" and "impartiality" in the coverage provided to political and social events, PBC and PTV have almost always failed to ensure balance and impartiality in their news bulletins and programmes on political issues.

18. That rare and occasional exceptions to the pattern of extreme bias are inadequate and do not, in any way, redress the gross imbalance in political coverage by radio and TV.

19. That while radio and TV in Pakistan have excelled in certain instances by producing drama and other types of programmes of a high quality it is in the important area of political coverage that both radio and TV have consistently failed to achieve minimal standards of fairness and balance.

20. That it is only prior to the elections of 1970, 1988 and 1993 that radio and TV provided reasonable coverage to different political parties as part of the election process and it is only in one instance i.e. the period between December 1988 and March 1989 immediately following the elections of November 1988 when Petitioner No.1 served as Minister of State for Information & Broadcasting that radio and TV provided a reasonably balanced level of coverage to both the ruling and the opposition parties. However, these exceptions in duration are minuscule compared to the predominant pattern of bias in favour of the ruling party alone. The coverage provided by radio and TV in the pre-election phases in the elections of 1977 reflected a bias in favour of the ruling party and in 1990 in favour of the blatantly partisan caretaker government.

21. That whereas the Press represents virtually all shades of political opinion, in the case of radio and TV there is almost total predominance of the Government of the day or, more precisely of the views and interests of the political party or coalition of parties which forms the Federal Government at any given time.

22. That the petitioner in calling for balance in news coverage is advocating only the principle of equity and

accuracy without holding the brief for one or the other party. The interests of the people and the country in any case supersede the interests of one or more political parties.

23. That the unnatural and unhealthy control of radio and TV in Pakistan by the Government of the day is well reflected in statistics submitted to the National Assembly in 1995.

24. That the Minister for Information & Broadcasting answered a tabled question on June 28, 1995 with the news that between December 1994 and April 1995, PTV's Khabarnama gave 16 hours and 39 minutes to Government coverage and only 50 minutes and 30 seconds to the Opposition. That works out to less than 6 per cent of the time given to Government.

25. That calculated by the number of seats in the National Assembly respectively secured by the ruling coalition, the PDF i.e. about 100, and the principal opposition party, the PML(N) i.e. 72, the percentage of time that the Opposition is entitled to is about 35 per cent, not 6 per cent. In other words, the Opposition should get about 500 per cent more time than what was given in that particular period.

26. That while Governments are certainly entitled to the major part of the time, in this instance there is no co-relation even between the votes secured by the ruling party and the opposition party in the 1993 elections at which time the opposition actually got more votes -- though less seats -- than the ruling party. In misusing radio and TV, political parties share the same attitude. For example, today's principal opposition party misused the electronic media in exactly the same manner when it was in office between 1990 and 1993 as is currently being done by the present ruling party.

27. That during sessions of Parliament, radio and TV do give brief summaries of the daily proceedings of both Houses. It is notable that these summaries are presented at a very late hour in the night and are also presented in a most unattractive manner which seems to be deliberately designed so as to reduce the interest of viewers and listeners. However

in this case as well, the coverage given to the members of the ruling party and the coverage given to the members from other parties, particularly the opposition parties, is disproportionate. There is also frequent suppression of substantive points made by the Opposition. This represents an institutionalized form of repression of information to deprive the domestic radio and TV audiences from gaining an accurate picture of the proceedings of Parliament on a particular date.

28. That when Parliament is not in session, i.e. for over 200 days of the year, then the views and activities of the Opposition and other parties and groups are completely suppressed from coverage on radio and TV.

29. That as regards the reporting of political and public opinion which is not directly represented in Parliament, radio and TV exercise almost total suppression. Only when a party that is not represented in Parliament but is in favour with the government of the day does it receive some occasional coverage on radio and TV.

30. That as for giving fair representation to the political opinion of citizens that is independent of the opinions of both ruling and opposition parties, radio and TV simply do not recognize the existence of such opinion, particularly if it is critical of the government of the day or dissents on matters of principle.

31. That whereas the speeches of the President, Prime Minister, the Minister or the Minister of State for Finance (on budget day) and other functionaries such as chief ministers are telecast live or recorded depicting the individuals concerned speaking in their own voices on screen and on the air, the speeches made by the Leader of the Opposition or prominent members of the Opposition are virtually never telecast in a similar fashion and are simply blacked out altogether. Even the still photographs of opposition Leaders are not shown on the TV screens when their speeches are being incompletely -- or inaccurately! -- reported. The people

are prevented from learning about how and what respective leaders have stated and how they have rendered themselves on issues of vital public interest within and outside the legislatures.

32. That in contrast, newspapers and magazines do give reasonably well-balanced coverage in text and pictures to both ruling and opposition parties.

33. That the fundamental right to freedom of speech guaranteed in Article 19 is thus blatantly violated in radio and TV.

34. That freedom of expression as embodied in Article 19 is a singular, indivisible fundamental right which cannot be made available to citizens only on a selective basis at the pleasure of the Government by permitting freedom of expression in the Press and by preventing freedom of expression on radio and TV.

35. That the main reason for this condition is the total control exercised over the Pakistan Broadcasting Corporation and Pakistan Television Corporation by the Federal Government in a which alone appoints the chairman, the managing director and the directors of these two corporations. As the Secretary of the Ministry of Information and Broadcasting is most often appointed as the chairman of these two corporations, radio and TV become entirely subservient to the will and the whim of the ruling party that constitutes the Government and its related interest groups.

36. That in the case of the Shalimar Recording Company which operates the STN TV channel the Federal Government holds 54 per cent of the shares of this company and reserves the right to appoint the chairman and the chief executive. PTV and PBC are also represented on the Board of Directors of Shalimar, thus giving Government and the ruling political party a controlling role on this TV channel as well. One manifestation of the totality of Government control over the STN channel is the fact that the STN channel, despite ostensibly being a separate channel from PTV, is not

permitted to broadcast its own news bulletins. Instead it is compelled to telecast the news bulletins and, on many occasions, the special political programmes of PTV.

37. That even if one of the new TV channels which has reportedly secretly been given permission to come into operation shortly may have been allowed to originate its own news bulletins, the fact that the permission has been given in a secret manner without open, public competition indicates the mala fide intent of the Federal Government by ensuring that the news bulletins that may be telecast from a possible new TV channel will basically be either indirectly controlled/influenced by the Government or always slanted in its favour. Secondly, as the Shaheen Foundation of the Pakistan Air Force is associated with a new TV channel, the official connection between an institution of the Armed Forces and the Government will ensure that non-official opinion will not receive fair and adequate representation.

38. That unlike the case of the Press which operates under a specific regulatory law i.e. the Registration of Printing Presses and Publications Ordinance 1995, there is no specific regulatory law for either radio or TV in Pakistan. This is a serious vacuum which appears to have been deliberately maintained by successive governments in order to enable the exercise of personal whim and favour at the unbridled discretion of the competent authority to manipulate the control of electronic media in favour of the ruling political party and of particular interest groups.

39. That whereas Radio Pakistan is governed by the Pakistan Broadcasting Corporation Act of 1973 which is confined exclusively to the functions of Radio Pakistan/PBC, there is no law that regulates private FM radio stations or any other type of radio stations.

40. That in the case of TV there is simply no Federal or Provincial law that regulates the ownership, operation and use of the TV medium. Pakistan Television Corporation Limited functions simply as a joint stock company whose

shares are entirely owned and controlled by the Federal Government. Similarly, Shalimar Recording Company functions as a simple corporate entity. There is no law to regulate privately owned TV channels. This vacuum is a deliberate omission to facilitate the arbitrary exercise of power.

41. That there can be no real freedom of the Press in Pakistan unless there is freedom of expression on radio and TV in Pakistan. The exercise of such freedom in the media should obviously be subject to reasonable restrictions as specified in Article 19 e.g. “.....reasonable restrictions imposed by law in the interest of the glory of Islam or the integrity, security or defence of Pakistan or any part thereof, friendly relations with foreign States, public order, decency or morality, or in relation to contempt of court, (commission of) or incitement to an offence.”

42. That by the principles of equity and justice which are the essence of Islam and by the standards and practice of multi-party democracies across the world, the imbalanced use of radio and TV in Pakistan by the Government makes a mockery of Article 19 of the Constitution.

43. That the nature of mass communications in the world at large, the speed of change in society and the imperatives of justice require that the pledge made by the Constitution through Article 19 to the citizens of Pakistan guaranteeing them freedom of speech be given tangible and purposeful meaning by a relevant reinterpretation of the term: “freedom of the Press” to mean: “freedom of the media”.

44. That the second related motivation for this petition emanates directly from the first motivation. This concerns the secret, non-transparent manner in which permission has been granted by the competent authority of the Federal government to a selected individual and/or group/s to operate a new private TV channel in the country with token participation of the Shaheen Foundation, a welfare organization of the Pakistan Air Force.

45. That a report published in Dawn on 6th May 1996 is at Annexure. The report provides details of this transaction and may be treated as part of this petition.

46. That by decisions reportedly taken by the competent authority in the Federal Government during 1996 and 1995, the fundamental right of interested citizens to engage in a business or a profession on the basis of free and open competition (as indicated in Article 18) has been violated because the Federal government has arbitrarily and capriciously awarded permission to a particular favoured private party/parties to establish and operate radio channels and cable TV channels/TV channels without giving prior public notice and without providing an opportunity to other interested private parties to submit proposals, bids etc. for the same purpose. This entire process lacks transparency, smacks of favouritism and was discriminatory. It is also clearly violative of the equality clause (Article 25) and was mala fide.

47. Some private parties are reported to have also applied for permission to establish new TV channels. If this is correct, the parties concerned may have had access to privileged information as no public notice inviting bids was published.

48. That the air-waves of Pakistan are, like the air-space of Pakistan, a valuable national resource to which access for use should be based on the principles of fairness and equity as enshrined in the letter and spirit of the Constitution.

Just as utilization of land, water, mineral resources, etc. are subject to an open and transparent process of fair competition for their ownership, control, exploitation, etc., so too should the use of air-waves in Pakistan and the ownership and operation of electronic media in Pakistan be subject to principles of transparency, fairness and equity.

49. That earlier in 1995, ostensibly 3 different private parties in Karachi, Lahore and Islamabad which are reportedly 3 different manifestations of a singular party using different nomenclatures was given permission by the competent authority of the Federal government to operate FM

radio stations under the names of "FM 100 Pakistan" FM Radio Stations.

50. That investigative reports published in a leading newspaper, The News dated 24th April 1995 and 7th May 1995 (at Annexure) provide full details. The petitioner prays that the contents of the same be treated as a part hereof for the sake of brevity.

51. That the same party was also given permission to establish and operate the first-ever cable TV system in Pakistan (as per report cited in para 45 above, at annexure) on entirely unprecedented and highly advantageous terms not disclosed to any other person interested in the said venture. All this was done by respondent No.1 by keeping all the people of Pakistan in the dark.

52. That the permission for this new TV channel was granted without publishing criteria for the pre-qualification of potential bidders.

53. That the actions taken by the Federal Government in 1996 and 1995 illegally create new entities and are, in part, clearly in line with actions taken earlier in 1993 and 1994 by which particular individuals are being granted special media contracts in violation of the Constitution and law. Reference is made to case of the STN channel where an unhealthy monopoly was created in favour of a single private party (i.e. NTM) without regard to the need for an open and transparent process. 14 advertising agencies filed a constitutional writ petition in the Sindh High Court in January 1993 challenging the award of an exclusive programming and advertising contract to NTM on the STN channel. In disregard of the pendency of this writ petition in the Sindh High Court and despite the caretaker government of 1993 having made an effort to end this monopoly by distributing the seven days of each week between at least three programming contractors, the arbitrariness of the Federal Government in the misuse of radio and TV was further expressed by extending the monopolistic contract of NTM by an additional 10 years in

1994 in defiance of the matter being subjudice and against the public interest.

54. That in the absence of any law whatsoever to regulate the establishment and operation of TV channels in the country the Federal government has failed to formulate and publish a policy on this subject embodying the guiding principles by which such permits will be granted.

55. That it is a well-established worldwide principle of justice which is also valid in Pakistan which requires that, in the absence of a specific law for a particular subject, the discretion exercised by Government should be done in such a manner that it fulfills the requirements of the basic principles of the Constitution and ensures the sanctity of the fundamental rights of citizens.

56. That in addition to depriving other interested citizens from being able to operate a similar service for the first time, this action of the Federal Government violates fundamental rights inter alia for the following reasons and grounds to be urged at the time of hearing:

Grounds:

a) By allocating permission for both radio and TV channels to the same individual/s it creates an unhealthy monopoly in favour of one person or group and to the disadvantage of other citizens and groups. This violates Articles 18 (freedom of trade) and Article 38-A (prevention of concentration of wealth and means of production) of the Constitution as well as the Monopolies and Restrictive Trade Practices Ordinance 1970.

b) The party that has been allocated the facility of FM radio stations in Karachi, Lahore and Islamabad is one and the same and is not entitled to have exclusive monopoly under the constitution and the law. Moreover the party that is allocated a new private TV channel has no prior direct experience or acknowledged professional association with the electronic media, or even the print media.

c) There is no licensing system nor any guidelines for exercise of such licensing power by the Federal government which has converted this lacunae into an arbitrary; capricious, unencumbered power to be used for favouring especially pampered individuals and parties as in the present case.

d) The whole exercise has been conducted without inviting the public to participate.

Such exercise of executive power by the Federal government also violates Articles 4 and 5 of the Constitution.

e) With regard to FM radio stations, the entire process of application by the private party, consideration by the Ministry and approval by the "competent authority" is reported to have taken less than 48 hours as per report cited (at annexure) in para 50 above. This in itself is some kind of a world record for so important a subject and clearly shows lack of objective application of mind. In fact it reflects motivation by arbitrary favouritism showing clear mala fide.

f) While ostensibly the permission has been given to three different applicants in Karachi, Lahore and Islamabad the respective applications from each party are reportedly exactly identical in text, use of word-processor/typewriter, format, etc. as per report cited (at annexure) in para 50 above and not denied by Respondent No.1. This shows that all the three recipients/operators of 3 private FM radio stations are one and the same i.e. different identities of Respondent No.6 and in the circumstances all the parties have acted in collusion with each other.

g) The permission has been given on the basis of: "non terminable exclusivity". This represents the worst possible form of a private monopoly bestowed as a gift to a particular party. It deprives all other interested citizens from enjoying the opportunity to obtain a similar advantage and makes the injustice unlawful and perpetual. Nothing could be more prohibitive under the Constitution than such illegal and wrongful tyranny.

h) Whereas previously all TV and radio transmissions have been operated only by Government-controlled corporations such as PTV, PBC and STN, and thereby subject to some form of direct monitoring in the public interest, this is the first time in the 48-year history of Pakistan that a private party, chosen purely on a personal and favoured basis, has been given an exclusive right to operate TV and radio transmission facilities as well as produce, obtain and transmit programmes.

Prayer/relief sought:

1. That the Court may determine that the term: "freedom of the Press" as occurring in Article 19 of the Constitution also refers to: "freedom of radio, TV and other modern mass media".

2. That Respondent No.1 be directed to ensure that the composition of the Boards of Directors of Pakistan Broadcasting Corporation, Pakistan Television Corporation and Shalimar Recording Company Limited reflect a balance of:

a) Eminent private citizens with acknowledged independent stature.

b) Nominees of the Leaders of the Opposition in the Senate and the National Assembly.

c) Government officials/representatives.

and that the chairpersons of the boards of these corporations be private citizens of acknowledged independent stature.

3. That Respondents be directed to ensure equality and balance in the news bulletins and current affairs programmes of radio and TV so as to provide accurate coverage to the principal segments of political opinion in the country and that this be done by enabling, whenever there is an occasion of significant public interest the live coverage of speeches and/or activities of the Leaders of the Opposition and other leaders and citizens of acknowledged stature.

4. That Respondents be directed to ensure that news of public interest, even if it throws adverse light on the incumbent government be given fair and appropriate exposure in news bulletins and current affairs programmes.

5. That the Honourable Court may please declare that the words: "the Press" occurring in Article 19 mean and include "the Press, Radio, TV and cinema and the entire mass media".

6. That Respondent No.1 be directed to cancel the permission given to Respondents Nos.5 and 6 to establish and operate a cable TV system/a new TV channel and FM radio stations and declare that such permissions are unconstitutional, without lawful authority and of no legal effect.

7. That Respondent No.1 be directed to formulate and declare a public policy for the award of permits/licences etc. to establish, own and operate radio channels, TV channels, cable TV systems etc. in such a manner that all interested and qualified citizens are enabled to compete on a fair and equal basis to secure such a permit/licence etc.

8. That Respondent 1 be directed to create a regulatory authority for all radio and TV channels in Pakistan by which an open, transparent process is ensured for the award of permission to establish and operate radio and TV channels in the country, as also define the criteria for pre-qualification of operators of radio and TV channels, modes and terms of bidding and evaluation of bids, principles of programming policy, use and exposure of advertising in these media, terms of renewal of contracts/permits, etc.

9. Any other relief that the Court deems fit.

Order by the Chief Justice of Sind High Court Mr. Syed Wajihuddin Ahmed on Role of Government-Controlled Media

Text of order on 24 october 1997

...The only matter that remains is the telecasting and broadcasting of various statements from the Ehtesab Cell, it's Chairman and other government agencies pertaining to the investigation, which is currently in the hands of the Ehtesab Cell. Even though the Pakistan Television Corporation and Pakistan Broadcasting Corporation are legal entities, such seem to be controlled by the Federal Government. In reality, we can take judicial notice of the fact that, time and again, the superior Courts have cautioned the State controlled media to be fair and balanced in its approach when it comes to airing the views of observations of government functionaries as against those not in the government. Contextual observations in all probability have had a nexus with relevant elections which may have been going on at a given time but the observations have general implications. The obligations of the State run institutions under the Constitution and more particularly with reference to the chapters on Fundamental Rights and principle of Polity are obvious. These are elucidated by Article 2-A of the Constitution, which, inter alia, recognizes the sovereignty of Allah as the predominant factor underlying the State machinery of Pakistan. State functionaries and more particularly the State controlled media, therefore, have to be very cautions in airing any controversial views or opinions but if such is still done then, apparently, they have an obligation to allow those against whom the controversial views have been aired an opportunity of rebuttal, which seemingly was denied to the petitioner. However, we cannot issue notices either to the Pakistan Television Corporation or to the Pakistan Broadcasting Corporation because the petitioner has somehow omitted to sue any of these bodies. Even so, we can ask for their comments.

Source: Jabbar, Javed and Isa, Qazi Faez. (1997). Mass Media Laws and Regulations in Pakistan. Singapore: AMIC. pp. 894,895

Order by the Chief Justice of Sind High Court Mr. Sved Wajihuddin Ahmed on Role of Government-Controlled Media

Text of order on 12 December 1997

...What is more, relevant to the news broadcast or telecast by either of them, these organizations would allocate reasonable time to the activities of those in politics, but out of the government of the day. Correspondingly, these public bodies shall also ensure that nation building activities going on in the country otherwise than through those who are constituting the Government at a given time are also duly reflected in the news broadcast or telecast under their aegis. This would be an on-going process while the present petition is pending and if and when necessary we can call for appropriate statements in order to ensure that these order are adhered to in letter and spirit.

We have been constrained to pass the above order because what is involved here is none other than freedom of speech and the basic freedoms guaranteed by the Constitution both as fundamental rights and as principles of policy. Because these essential requirements are not being catered to the result is a manifest loss of credibility of the news broadcast and telecast by these agencies and it is common knowledge that the people of Pakistan themselves either do not tune into the news at all or prefer the news emanating from the foreign media. Such a situation cannot be met unless a balance comes to be established in the performance of the referred public agencies. Concluding on this aspect, we would expect complete adherence with the foregoing observations.

Source: Jabbar, Javed and Isa, Qazi Faez. (1997). Mass Media Laws and Regulations in Pakistan. Singapore: AMIC. pp. 895,896

NLR 1991 Civil 46

Before Ajmal Mian, CJ. and Abdul Rahim Kazi, J. (Karachi)

C.P. No. D-1178/1988 decided on 15-11-88

**FATEHYAB ALI KHAN, PRESIDENT, PAKISTAN
MAZDOOR KISSAN PARTY --- Appellant**

Versus

**PAKISTAN BROADCASTING CORPORATION
AND PAKISTAN TELEVISION CORPORATION, etc. -
-- Respondents**

(a) Constitution of Pakistan, 1973---

----Art. 199(1) (a) (i) (ii)---Sind High Court at Karachi has territorial jurisdiction to issue writ against PTV/PBC who have their Head Offices at Islamabad---Held: Mere fact that telecasting/news casting is done at Islamabad would not make any difference as to territorial jurisdiction of Sind High Court at Karachi. (P 50, 51)

(b) Electronic Media---

-----Failure by electronic media like Pakistan Broadcasting Corporation (PBC) and Pakistan Television Corporation (PTV) to bring to public awareness whole range of significant activity and to present news or events in as factual, accurate and impartial a manner as possible---Reflects upon credibility

of electronic media as independent organs---Fact that quite sizable people in Pakistan regularly hear Pakistan news at world Broadcasting services (like BBC and VOA) demonstrate credibility gap of PBC and PTV, who being public functionaries are expected to act in fair, just and equitable manner and to treat all alike as enjoined by Art. 4 of Constitution. (P 52)

(c) PTV/PBC---

-----PTV/PBC as electronic media must be impartial in telecasting/broadcasting news and events---They must maintain a balance in respect of programmes telecast/broadcast by them---Word "impartial" in S. 10, Pakistan Broadcasting Act (1976) and word "balance" in Art. III (3) of Memorandum of Association of PTV/PBC mean fair, just and equitable not favouring one more than another and equal in weight. (P 55)

(d) Pakistan Broadcasting Act (of 1976)---

-----S. 10---Use of word "impartial" in S. 10--- Obliges PTV/PBC to be fair, just and equitable in telecasting/broadcasting news and views of political parties without favouring one over another---PTV/PBC are not, however, obliged to provide equal time to political parties as such provision does not exist in Act, though such provision exists in USA and UK. (P 55,56)

(e) Constitution of Pakistan, 1973---

-----Art. 199---Writ against PTV/PBC by President of political party for, inter alia, equal time in news bulletins and features---High Court holding that petitioner had not made out a case for writ against PBC---High Court also holding that relief for equal time could not be granted against PTV---High Court, however, issuing direction to PTV not to project view point of any one of contesting political parties/candidates and should not telecast any news item relating to any public engagement of sitting Chief Minister or Ministers. (P 56)

Judgment of Chief Justice Sind High Court Mr. Ajmal Mian on Fatehyab Ali Khan's petition against PTV and PBC

11. ...It is unfortunate to observe that the Broadcasting Corporation and Television Corporation have not been able to establish their credibility as independent organs to bring to public awareness the whole range of significant activity and to present news or events in as factual, accurate and impartial a manner as possible. The views contained in the two editorials reproduced hereinabove as to the lack of impartiality on the part of two respondents Corporation cannot be said to be unfounded. They represent point of view of a section of people. The factum that quit sizable people in Pakistan regularly hear Pakistan news at the world broadcasting services of some of the foreign countries adversely reflect on the credibility of the two Corporations and demonstrate credibility gap. The Respondents Corporation being public functionaries are expected to act in fair, just and equitable manner and to treat all alike as enjoined by Article 4 of the constitution.

25. As a result of the above discussion we feel that in the peculiar circumstances of this case, it is the duty of the respondent-Corporation to maintain a balance and present the news about the election campaign in as factual, accurate and impartial a manner as possible.

- a. Equal time as for as possible, should be given to the activities with regard to the election campaign to the two major participants in the election, i.e. The Pakistan people's Party and the Pakistan National Alliance in their daily news bulletins;
- b. Permit the representatives of the Pakistan National Alliance, to televise and broadcast the manifesto of the said Alliance and address the Nation over their systems whenever the representatives of the Pakistan People's Party are permitted to do so; and

- c. (i) either refrain from expressing any views on the election issues through its commentators;
- (ii) or do so with respect to both the above named participants.

Also, while telecasting or broadcasting news about the various public meetings held by the contesting parties named above either the live voice of an equal number of political leaders of each side addressing public meetings should be given or, in the alternative the voice of no one from either side should be broadcast live, unless, of course the Prime Minister of Pakistan addresses the Nation in his capacity as such (in contra distinction to his capacity as the Chairman of the Pakistan People's Party when he addresses Public gatherings in connection with the election campaign of his party), on any important national issue, including the conduct of the forthcoming election, or any other important matter concerning the country or the nation at large.”

Source: Jabbar, Javed and Isa, Qazi Faez. (1997). Mass Media Laws and Regulations in Pakistan. Singapore: AMIC. pp. 827-830

Main Sheet: Comparative Statement of Revenues and Expenditures of PTV (1965-1999) Appendix J

Years	1965	1966	1967	1968	1969	1970
Revenues						
Advertising	0	427,143	1,543,810	4,289,177	9,214,556	12,920,494
Licensing	0	0	0	0	0	0
Commercial Programs	0	0	0	0	55,540	12,413
Miscellaneous	0	276,522	0	414,525	182,309	217,619
Total Revenue	NIL	703,665	1,543,810	4,703,702	9,452,405	13,150,526
Expenditures						
Operating Expenses	766,990	2,885,775	3,436,610	4,655,833	5,305,483	6,653,704
Administrative Expenses	409,573	1,118,304	1,979,414	5,567,270	7,223,263	9,431,555
Financial & other Expenses	181,001	465,220	162,752	1,610,843	1,926,281	3,773,081
Total Expenditures	1,357,564	4,469,299	5,578,776	11,833,946	14,455,027	19,858,340

Source: Tabulated from data obtained from Finance Division, PTV Headquarters, Islamabad, 1998.

	1971	1972	1973	1974	1975	1976	1977	1978
	12,238,634	10,486,606	15,556,911	20,301,692	27,907,817	40,617,529	46,713,777	52,295,017
	7,382,116	6,388,958	6,481,431	8,651,411	12,645,219	20,449,396	20,909,229	61,837,818
	228,181	160,654	133,470	120,000	114,028	116,623	225,325	307,614
	215,783	207,296	135,157	727,737	3,494,577	7,877,676	7,785,705	11,586,363
	20,064,714	17,243,514	22,306,969	29,800,840	44,161,641	69,061,224	75,634,036	126,026,812
	8,163,062	7,666,517	10,820,468	19,542,271	24,526,241	43,230,916	50,555,433	44,240,034
	11,341,385	11,080,234	14,482,655	22,519,865	37,135,652	48,671,543	75,421,668	79,283,103
	4,417,126	5,991,866	5,761,779	7,845,506	19,763,775	44,294,617	62,642,275	80,255,803
	23,921,573	24,738,617	31,064,902	49,907,642	81,425,668	136,197,076	188,619,376	203,778,940

	1979	1980	1981	1982	1983	1984	1985
64,969,947	173,912,846	195,751,442	235,892,762	278,458,756	355,487,525	405,684,524	
64,473,507	70,473,204	99,224,354	99,200,392	102,548,622	111,254,872	112,548,755	
2,216,858	3,104,106	6,295,872	25,295,872	23,548,752	22,548,752	20,548,712	
20,842,333	48,274,937	50,915,214	51,798,836	43,455,429	36,741,053	48,937,485	
152,502,645	295,765,093	352,186,882	412,187,862	448,011,559	526,032,202	587,719,476	
47,269,665	157,531,804	199,036,226	230,142,738	239,150,734	279,995,249	319,478,039	
75,217,454	10,937,369	13,747,589	22,337,418	26,534,883	51,732,597	61,964,134	
84,018,204	83,562,192	8,695,612	16,578,376	18,675,374	19,943,080	14,109,141	
206,505,323	252,031,365	221,479,427	269,058,532	284,360,991	351,670,926	395,551,314	

	1986	1987	1988	1989	1990	1991	1992
	499,128,752	545,245,875	631,025,487	632,356,892	631,254,875	537,585,465	685,826,458
	136,524,584	151,124,842	160,012,542	160,115,261	160,125,462	162,546,835	170,025,468
	24,587,954	23,548,125	34,258,792	32,563,258	35,254,681	33,365,425	40,125,685
	31,162,771	52,367,319	35,243,118	41,657,797	41,015,831	45,257,257	26,044,007
	691,404,061	772,286,161	860,539,939	866,693,208	867,650,849	778,754,982	922,021,618
	351,074,161	401,204,460	450,116,657	503,530,287	548,054,189	634,356,703	731,426,136
	76,182,321	94,016,590	119,042,419	140,484,031	151,786,609	189,825,299	209,953,511
	4,208,466	3,828,432	3,148,751	164,271	546,339	307,085	610,212
	431,464,948	499,049,482	572,307,827	644,178,589	700,387,137	824,489,087	941,989,859

	1993	1994	1995	1996	1997	1998	1999
	868,569,542	926,825,485	1,023,526,398	1,091,895,637	1,009,802,723	1,230,384,972	1,652,718,069
	175,264,583	196,582,456	239,569,842	242,856,238	256,770,039	243,083,824	346,523,735
	68,254,696	85,246,985	123,654,825	145,685,752	1,449,911	103,868,771	161,078,157
	46,460,690	16,813,320	36,010,248	61,741,846	50,000,965	23,035,000	37,300,895
	1,158,549,511	1,225,468,246	1,422,761,313	1,542,179,473	1,318,023,638	1,600,372,567	2,197,620,856
	884,429,971	1,016,489,284	1,124,330,214	1,396,247,813	1,259,846,191	1,335,374,160	1,417,963,739
	233,962,486	255,982,428	301,343,787	354,349,190	314,297,799	341,846,078	531,222,199
	2,411,094	686,705	2,651,041	2,492,775	5,041,672	3,442,261	1,473,286
	1,120,803,551	1,273,158,417	1,428,325,042	1,753,089,778	1,579,185,662	1,680,662,499	1,950,659,224

Profit/(loss) Statement of PTV Corporation (1965-1999)

Appendix K

Years	1965	1966	1967	1968	1969	1970	1971
Revenues	0	703,665	1,543,810	4,703,702	9,452,405	13,150,526	20,064,714
Expenditures	1,357,564	4,469,299	5,578,776	11,833,946	14,455,027	19,858,340	23,921,573
Other Income	0	0	0	0	4,893,904	4,325,003	901,458
Taxation	0	0	0	0	0	0	0
Net Profit/(Loss)	(1,357,564)	(3,765,634)	(4,034,966)	(7,130,244)	(108,718)	(2,382,811)	(2,955,401)

Source: Tabulated from data obtained from Finance Division, PTV Headquarters, Islamabad, 1998.

	1972	1973	1974	1975	1976	1977	1978	1979
	17,243,514	22,306,969	29,800,840	44,161,641	69,061,224	75,634,036	126,026,812	152,502,645
	24,738,617	31,064,902	49,907,642	81,425,668	136,197,076	188,619,376	203,778,940	206,505,323
	5,556,418	0	0	0	45,000,000	50,000,000	59,375,000	70,917,000
	0	0	0	0	0	0	0	0
	(1,938,685)	(8,757,933)	(20,106,802)	(37,204,027)	(22,135,852)	(62,985,340)	(18,377,128)	16,914,322

	1980	1981	1982	1983	1984	1985	1986
	295,765,093	352,186,882	412,187,862	448,011,559	526,032,202	587,719,476	691,404,061
	252,031,365	221,479,427	269,058,532	284,360,991	351,670,926	395,551,314	431,464,948
	73,509,000	0	0	0	0	0	0
	0	0	75,639,000	86,709,279	121,450,000	96,100,000	100,000,000
	117,242,728	130,707,455	67,490,330	76,941,289	52,911,276	96,068,162	159,939,113

	1987	1988	1989	1990	1991	1992	1993
	772,286,161	860,539,939	866,693,208	867,650,849	778,754,982	922,021,618	1,158,549,511
	499,049,482	572,307,827	644,178,589	700,387,137	824,489,087	941,989,859	1,120,803,551
	0	0	0	0	0	0	0
	8,979,432	142,985,886	79,172,468	89,103,264	13,299,158	4,246,381	30,395,940
	264,257,247	145,246,226	143,342,151	78,160,448	(59,033,263)	(24,214,622)	7,350,020

	1994	1995	1996	1997	1998	1999
	1,225,468,246	1,422,761,313	1,542,179,473	1,318,023,638	1,600,372,567	2,197,620,856
	1,273,158,417	1,428,325,042	1,753,089,778	1,579,185,662	1,680,662,499	1,950,659,224
	0	0	0	113,031,477	117,791,508	0
	5,754,565	7,135,934	7,701,049	8,102,118	8,001,863	10,801,600
	(53,444,736)	(12,699,663)	(218,611,354)	(156,232,665)	29,499,713	236,160,032