



# BESTWAY CEMENT LIMITED

Bestway Building,  
College Road, F-7 Markaz,  
ISLAMABAD 44000, Pakistan  
Tel : +92-51-2654856  
Fax : +92-51-2654865  
E-mail: management@bestway.com.pk

## RESOLUTION OF THE BOARD OF DIRECTORS

A meeting of the Board of Directors of Bestway Cement Limited (BCL) was held at Bestway Building, 19-A, College Road, F-7 Markaz, Islamabad on Monday, June 29, 2009 and has been duly entered in the Minutes book and signed therein by the Chairman of the meeting, and is in accordance with the Articles of Association of the Company as the required quorum of the Directors were present in the meeting. The following directors were present:

- Mr. M. Irfan A. Sheikh                      Director/CFO/Chairman of the meeting
- Mr. Mazhar Rafi                              Director/Company Secretary
- Mr. Arshad Hameed                        Director (on phone)
- Mr. Ghulam Sarwar Malik                Director

The chairman informed to the Board about the following matters:

1. That Mustehkam Cement Limited (MCL, a subsidiary of BCL) in its Board meeting has approved issuance of right shares to meet its funds requirement. The right would be issued on following terms:
  - to issue 1.77 right shares for every one share held i.e. @177%
  - shares will be issued at Rs.30 per share i.e. at a premium of Rs.20 per share
2. BCL as a parent company holds 86.59% share in MCL is entitled for 23,090,667 right shares amounting to Rs. 692.72 million.

The chairman informed the Board that since the Board of MCL has decided to issue right to meet its financial requirements and also to comply with the financial covenants of the Banks who have extended loan, it is the responsibility of the sponsors of MCL to extend its share of right as advance subscription against this right issue. The Board after detailed discussion approved to grant advance to MCL against said right issue and also decided to call EOGM on July 21, 2009 to its approval from the shareholders. This advance will be adjusted against subscription money of right shares at the time of exercise of right issue. It was also approved that the advance will be taken back along with mark-up if the same was not approved by the shareholders in EOGM.

