



Dawood Hercules

6th March 2018

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

Dear Sir,

**Certified copy of Resolutions adopted at the Extraordinary General Meeting of
Dawood Hercules Corporation Limited held on Tuesday, 6th March 2018**

We are pleased to attach a copy of resolutions adopted by shareholders of Dawood Hercules Corporation Limited (the Company) at the Extraordinary General Meeting of the Company held on Tuesday, 6th March 2018 at 10:30 a.m. at The Dawood Business Hub, Ground Floor, Dawood Centre, M.T. Khan road, Karachi.

The above is submitted for information as per the Regulation 5.6.4. (b) of the PSX Rule Book issued by the Exchange.

Best Regards,

Shafiq Ahmed
Company Secretary

Encl.: As above



RESOLUTIONS ADOPTED BY THE SHAREHOLDERS OF DAWOOD HERCULES CORPORATION LIMITED AT THE EXTRAORDINARY GENERAL MEETING HELD ON TUESDAY, 6th MARCH 2018 AT GROUND FLOOR, DAWOOD CENTRE, M.T. KHAN ROAD, KARACHI

SPECIAL BUSINESS

1. To consider and approve an Equity Investment and a Short Term Loan in the cumulative amount not exceeding PKR 17,430 to be provided to Edotco Pakistan (Private) Limited and, in doing so, to pass the following Resolution with or without modification, as a Special resolution as required under the Companies Act, 2017:

SPECIAL RESOLUTION

“RESOLVED BY WAY OF A SPECIAL RESOLUTION that, subject to the grant of all approvals and consents, as required under law, the Company shall invest, in the form of an Equity Investment and a Short Term Loan in the cumulative amount not exceeding PKR 17,430 million (Pakistani Rupees Seventeen Thousand Four Hundred and Thirty Million Only) (**“Cumulative Investment”**) in Edotco Pakistan (Private) Limited. Out of the Cumulative Investment, the loan amount shall not exceed PKR 10,130 million (Pakistani Rupees Ten Thousand One Hundred and Thirty Million Only) at a mark-up rate of 10% per annum.

FURTHER RESOLVED BY WAY OF A SPECIAL RESOLUTION that for the purpose of giving effect to this Special Resolution, Chief Executive Officer and Chief Financial Officer & Company Secretary, be and are hereby authorized jointly to take all necessary actions and do all acts, deeds and things in the matter.”

2. To consider and if thought appropriate, pass with or without modification, the following ordinary resolutions in terms of applicable provisions of the Companies Act, 2017, to authorize and approve the disposal of the entire shareholding of the Company in The Hub Power Company Limited (**“HUBCO”**), being 172,582,000 ordinary shares in HUBCO (constituting approximately 14.91% of the outstanding paid-up capital of HUBCO) to Mega Conglomerate (Private) Limited:

ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2017 and subject to the grant of all approvals and consents, if any required under the law, the Company do hereby sell and transfer its entire shareholding in The Hub Power Company Limited (**“HUBCO”**), being 172,582,000 ordinary shares in HUBCO (constituting approximately 14.91% of the outstanding paid-up capital of HUBCO) to Mega Conglomerate (Private) Limited on such terms and conditions as specified under the Agreement entered into with Mega Conglomerate (Private) Limited.

FURTHER RESOLVED THAT, Chief Executive Officer and Chief Financial Officer & Company Secretary, be and are hereby authorized jointly to do all acts, deeds and things, to execute such agreements, documents and papers and make any applications, including but not limited to any applications, notices, disclosures required to be filed with Securities and Exchange Commission of Pakistan, National Electric Power Regulatory Authority,



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Pakistan Stock Exchange Limited and any other regulatory authorities, and undertake all such steps for the purposes of sale and transfer of shares from the Company to Mega Conglomerate (Private) Limited as the aforesaid officers of the Company may deem fit in connection with the disposal of the entire shareholding of the Company in HUBCO.”

Certified True Copy

Shafiq Ahmed
Company Secretary

Dated: 6th March 2018