

engro corp

May 28, 2019

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

Dear Sir,

**CERTIFIED COPY OF RESOLUTIONS – EGM**

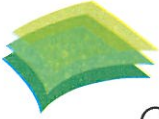
In pursuance of Rule No. 5.6.4 (b) of the Rule Book of Pakistan Stock Exchange, we attached herewith Certified True Copy of Resolution passed and adopted by the members of Engro Corporation Limited in its Extraordinary General Meeting held on Tuesday, May 28, 2019 at 10:00 a.m. at Marriott Hotel, Karachi.

Yours sincerely,



FAIZ CHAPRA

Company Secretary & General Counsel



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**At the 19<sup>th</sup> Extraordinary General Meeting of the members of Engro Corporation Limited duly convened and held at Karachi Marriott Hotel, Abdullah Haroon Road, Karachi on Tuesday, May 28, 2019 at 10.00 a.m. The following Resolution was passed:**

**“RESOLVED BY WAY OF A SPECIAL RESOLUTION THAT** the Company be and is hereby authorized, in accordance with Section 199 of the Companies Act, 2017, to make an investment in the aggregate amount of PKR 1,757.28 Million (subject to adjustments at the date of closing of the Transaction) in its associated company, Engro Eximp FZE, by acquiring 100% (one hundred percent) of the issued and paid up share capital of Engro Eximp FZE, from Engro Fertilizers Limited.

**FURTHER RESOLVED THAT** the Chief Executive or Company Secretary of the Company, or such other person(s) as may be authorized by any of them (the **“Authorized Persons”**), be and are hereby, jointly or severally authorized and empowered to take all necessary steps, make the requisite investments from time to time, to do all such acts, deeds and things, and to execute and deliver all such deeds, agreements, declarations, undertakings and guarantees, including any ancillary document thereto or provide any such documentation for and on behalf and in the name of the Company as may be necessary or required or as they or any of them may think fit for or in connection with or incidental for the purposes of carrying out the proposed resolutions.

**RESOLVED FURTHER THAT** all actions heretofore taken by any of the Authorized Persons on behalf of the Company in respect of the above matters are hereby confirmed, ratified and adopted by the Company in full.”

Faiz Chapra

Company Secretary & General Counsel