

October 24, 2024

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

**Subject: CERTIFIED COPY OF RESOLUTIONS PASSED IN THE ANNUAL GENERAL MEETING OF
GHANDHARA INDUSTRIES LIMITED HELD ON OCTOBER 24, 2024**

Dear Sir/ Madam

With reference to regulation # 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, we hereby enclose the certified copy of the resolutions approved and adopted by the members of the Company at the 61st Annual General Meeting held on October 24, 2024 at registered office of the Company.

The above is submitted for circulation amongst the TRE certificate holders of the Exchange.

Yours faithfully,



Talha Ahmed Zaidi
Company Secretary

Encls: As stated above

RESOLUTIONS PASSED AND ADOPTED BY THE MEMBERS IN THE 61st ANNUAL GENERAL MEETING OF GHANDHARA INDUSTRIES LIMITED HELD ON OCTOBER 24, 2024 AT F-3, HUB CHAUKI ROAD, S.I.T.E, KARACHI

Ordinary Business:

- 1) **To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2024, together with Chairman's Review, Directors' and Auditors' report thereon.**

"RESOLVED THAT the Annual Audited Financial Statements of the Company for the year ended June 30, 2024, together with Chairman's Review, Directors' and Auditors' report thereon be and are hereby approved and adopted."

- 2) **To appoint Auditors for the year ending June 30, 2025 and to fix their remuneration the retiring auditors, M/s ShineWing Hameed Chaudhri & Co. Chartered Accountants, being eligible, have offered themselves for re-appointment for the year ending June 30, 2025.**

"RESOLVED THAT on recommendation of Audit Committee and Board of Directors, M/s ShineWing Hameed Chaudhri & Co. Chartered Accountants be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and that the Board of Directors be and is hereby authorized to fix their remuneration."

Special Business:

- 4) **To consider and if deemed fit, ratify and approve (as the case may be), the following resolutions, as special resolutions, with respect to related party transactions / arrangements conducted / to be conducted, in terms of Sections 207 and / or 208 of the Companies Act, 2017 (to the extent applicable), with or without modification**

- a) "RESOLVED that the transactions carried out by the Company with different Related Parties, during the year ended June 30, 2024, as disclosed in note 40 of the financial statements of the Company for the said period, and specified in the Statement of Material Information under Section 134(3), be and are hereby ratified and confirmed"
- b) "FURTHER RESOLVED that the Chief Executive of the Company be and is hereby authorized to approve all the transactions carried out and to be carried out with associated companies/related parties during the ensuing year ending June 30, 2025 and, in this connection, the Chief Executive be and is hereby also authorized to take any and all necessary actions and sign/execute any and all such documents/indentures as may be required in this regard on behalf of the Company. The members have noted that some or a majority of the Directors may be interested for the aforesaid arrangements and transactions. Notwithstanding the same, the members hereby grant an advance authorization and approval to the Chief Executive, including under Sections 207 and or 208 of the Companies Act, 2017, to review and approve all related party transactions"

- c) FURTHER RESOLVED THAT the related party transactions, for the period ending June 30, 2025, shall be deemed to have been approved by the members, and shall subsequently be placed before the members in the next Annual General Meeting for ratification and confirmation."

CERTIFIED TO BE TRUE COPY



Talha Ahmed Zaidi
Company Secretary

October 24, 2024