



ICI PAKISTAN LTD.

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

September 29, 2020
Ref: ICI/ComSec/2020/89

Subject: Certified True Copy of Resolutions of the 69th Annual General Meeting

Dear Sir,

In accordance with clause 5.6.4(b) of the PSX Rule Book, we are pleased to enclose a certified true copy of all resolutions adopted in 69th Annual General Meeting of ICI Pakistan Limited held on September 29, 2020. These resolutions have been passed/ adopted and have become effective.

Yours faithfully,

Nausheen Ahmad
Company Secretary



EXTRACT FROM DRAFT MINUTES OF THE 69th ANNUAL GENERAL MEETING OF ICI PAKISTAN LIMITED, HELD ON TUESDAY SEPTEMBER 29, 2020 AT 10:30 A.M. VIA VIDEO LINK

“RESOLVED THAT the Audited Financial Statements of ICI Pakistan Limited for the period ended June 30, 2020, read together with the notes annexed thereto, be and are hereby approved and adopted”

“RESOLVED THAT the dividend as recommended by the Directors for the financial year ended June 30, 2020, @ 50% i.e. PKR 5/- per ordinary share of Rs. 10/- each, be payable to the members whose names appear in the Register of the Members as at Monday, September 21, 2020.”

“RESOLVED THAT Messrs EY Ford Rhodes, who have consented to their appointment, be and are hereby appointed as Auditors of ICI Pakistan Limited for the current financial year at a reasonable fee as decided by the Board of Directors of the Company plus reimbursement of out of pocket expenses incurred by them.”

CERTIFIED TRUE COPY

Naureen Akmal

**COMPANY SECRETARY
ICI PAKISTAN LIMITED**



EXTRACT FROM DRAFT MINUTES OF THE 69th ANNUAL GENERAL MEETING OF ICI PAKISTAN LIMITED, HELD ON TUESDAY SEPTEMBER 29, 2020 AT 10:30 A.M. VIA VIDEO LINK

“RESOLVED THAT related parties transactions in which the majority of the Directors are interested carried out by the Company with Lucky Cement Holdings (Pvt.) Ltd, Yunus Textile Holdings (Pvt.) Ltd, Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, YB Pakistan Holdings (Pvt.) Ltd, Gadoon Holdings (Pvt.) Ltd., Yunus Textile Mills Limited, Lucky Textile Holdings (Pvt.) Ltd, Lucky Holdings Limited, Global Commodities Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, Kia Lucky Motors Pakistan Limited, and other such related parties to the extent of PKR.9,078,481,646/- (PKR nine billion seventy eight million four hundred eighty one thousand six hundred and forty six only) during the year ended June 30, 2020 as reported in the financial statements for the said period, be and are hereby ratified and confirmed.

RESOLVED FURTHER THAT the Company may carry out transactions from time to time including, but not limited to, the purchase and sale of goods, materials, sales of various chemicals, soda ash, electricity, purchase of cement, availing or rendering of services, payment of royalty, donations, fees, dividends or subscription of shares with related parties in which the majority of the Directors are interested including but not limited to Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, , Yunus Textile Mills Limited, Global Commodities Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, ICI Pakistan PowerGen Limited, Kia Lucky Motors Pakistan Limited and other such related parties to the extent of approximately PKR .8,500,000,000/- (PKR eight billion five hundred million only) during the financial year ending June 30, 2021. The Shareholders have noted that for the aforesaid transactions a majority of the Directors may be interested. Notwithstanding, the Shareholders hereby grant an advance authorisation to the Board Audit Committee and the Board of Directors of the Company to review and approve all related party transactions for the aforesaid companies as noted above based on the recommendation of the Board Audit Committee.

RESOLVED FURTHER THAT the related party transactions as aforesaid for the period ended June 30, 2021 would subsequently be presented to the Shareholders at the next Annual General Meeting for ratification and confirmation.”

CERTIFIED TRUE COPY

Naveen Ahmad

**COMPANY SECRETARY
ICI PAKISTAN LIMITED**