

**Through PUCAR & Courier**

Ref. No. KCCL/TCL/20/96

October 28, 2020

**The General Manager**

Pakistan Stock Exchange Limited,  
Stock Exchange Building,  
Stock Exchange Road,  
Karachi.

**Subject: Resolutions passed and adopted by the members in their 41<sup>st</sup> Annual General Meeting held on 28-October-2020**

Dear Sir,

In accordance with Clause 5.6.9(b) of PSX Regulations, we hereby convey that the following resolutions were passed and adopted by the shareholders of the Company in their 41<sup>st</sup> Annual General Meeting held on Wednesday, October 28, 2020 at 11:00 AM at Company's Registered Office, Kohat Cement Factory, Rawalpindi Road, Kohat;

**Ordinary Business:**

1. **Adoption of Annual Audited Accounts together with Auditors' and Directors' Reports and Chairman's Review for the Financial Year ended June 30, 2020.**

“Resolved that the audited financial statements of the Company for the year ended June 30, 2020 together with the auditors' and directors' reports thereon and Chairman's Review Report, as circulated to the Members and laid before the Annual General Meeting, be and are hereby received, approved and adopted”.

2. **Appointment of external auditors.**

“Resolved that M/s. KPMG Taseer Hadi & Co., Chartered Accountants be and are hereby appointed as the external auditors of the Company to hold office from the conclusion of this meeting held on 28-Oct-2020 to the conclusion of next Annual General Meeting at total remuneration of Rs. 1,850,000/- (Rupees One Million Eight Hundred Fifty Thousand only) for the annual audit, review of half-year financial statements, review of statement of compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019, certification of reconciliation of CDC's nominee shareholding, certification of free float for PSX and out of pocket expenses.”

**Special Business:**

3. **Approval and ratification of transactions with Related Parties carried out during Financial Year ended June 30, 2020.**

“Resolved that following transactions carried out in the ordinary course of business at arm's length basis with the related parties, in accordance with the Policy of related party



# KOHAT CEMENT COMPANY LIMITED

transactions approved by the Board of Directors, during the financial year ended June 30, 2020 be and are hereby ratified, approved and confirmed.

Name of Related Party	Description of transaction	Amount (Rs.)
Palace Enterprises (Pvt.) Ltd.	Hospitality Services received	154,813
Kohat Cement Educational Trust (KCET)	Contribution made to KCET (which runs a school within the vicinity of KCCL factory)	6,130,061
Ultra Pack (Pvt.) Limited	Purchase of poly propylene bags for packing of cement	969,701,365
Nutribel (Private) Limited	Sale of Cement	407,621

4. **Authorization of the Chief Executive of the Company to approve all transactions carried out and to be carried out with Related Parties during the financial year ending June 30, 2021**

“Resolved that the Company be and is hereby authorized to carry out the transactions with its Related Parties (detailed as under) as and when required in the ordinary course of business at arm’s length basis during the year ending June 30, 2021 and till the next Annual General Meeting, without any limitation on the amounts of the transactions.

Name of Related Party	Description of transaction
Palace Enterprises (Pvt.) Ltd.	Availing Hospitality Services
Kohat Cement Educational Trust (KCET)	Contribution towards operational costs of a school within the vicinity of Kohat Cement Factory being run by KCET
Ultra Pack (Pvt.) Limited	Purchase of poly propylene bags for packing of cement
Nutribel (Private) Limited	Sale of Cement

**Further Resolved** that Chief Executive of the Company be and is hereby authorized to take all necessary steps and to sign/execute any purchase order/document on behalf of the Company as may be required and to authorize any other officer of the Company to do so in order to implement the aforesaid Resolution(s).”

Yours Sincerely,

  
**Muhammad Asadullah Khan**  
 Company Secretary