

Through PUCARS & Courier

Ref. No. KCCL/TCL/22/30

April 14, 2022

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

Subject: Resolutions passed and adopted by the members in their Extra Ordinary General Meeting held on 14-April-2022

Dear Sir,

Pursuant to Clause 5.6.9(b) of PSX Regulations, Kohat Cement Company Limited (the Company) hereby conveys that following special resolutions have been passed and adopted by the shareholders of the Company in their Extra Ordinary General Meeting held today at 11:00 AM at Company's Registered Office, Kohat Cement Factory, Rawalpindi Road, Kohat;

- 1. Approval for Investment by way of short-term running finance in Ultra Kraft (Private) Limited, an associated company.**

“Resolved that approval of members of Kohat Cement Company Limited (the “Company”) be and is hereby accorded and the Company be and is hereby authorized in terms of Section 199 and other applicable provisions of the Companies Act, 2017, for investment by way of short term running finance of upto PKR 600 Million in Ultra Kraft (Private) Limited (UKPL), an associated Company, to meet its working capital requirements for a term of one year from April 15, 2022 at a mark-up rate of 1.50% above three months KIBOR or at the average borrowing cost of the Company, whichever is higher, which shall be paid by UKPL within fifteen (15) days of end of each quarter and as per other terms and conditions disclosed to the members and non-payment of markup within stipulated time period shall entail a further mark-up/penalty at the rate of 5% per annum on unpaid amount.

Further Resolved that Chief Executive of the Company or any officer of the Company authorized by him be and is hereby authorized to enter into agreement with UKPL in line with the terms approved by the members and to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s)/documents and to complete all legal formalities including filing of documents as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolutions.”

- 2. Approval for issuance of Corporate Guarantee along with lien/charge/mortgage on immovable property of KCCL in favour of National Bank of Pakistan (NBP) to secure the long-term financial assistance to be extended by NBP to Ultra Kraft (Private) Limited (UKPL), an associated company**

“Resolved that approval of members of Kohat Cement Company Limited (the “Company”) be and is hereby accorded and the Company be and is hereby authorized in



terms of Section 199 and other applicable provisions of the Companies Act, 2017, for issuance of a Corporate Guarantee for an amount of upto PKR 400 million for a period of seven (7) years from the date of its issuance along with lien/charge/mortgage on immovable property of the Company, in favour of National Bank of Pakistan (NBP) to secure long term financial assistance to be extended by NBP to Ultra Kraft (Private) Limited, an associated company as per terms and conditions disclosed to the members. ✓

Further Resolved that Commission shall be charged by the Company at a rate of 0.12% per quarter or at the average commission charged to the Company by the commercial banks on similar credit facilities, whichever is higher, which shall be recovered quarterly in arrears, within 15 days of close of each quarter and non-payment of commission within stipulated time period shall entail a further commission/penalty at the rate of 0.05% per quarter. ✓

Further Resolved that Chief Executive of the Company or any officer of the Company authorized by him be and is hereby authorized to enter into agreement(s) with the UKPL in line with the terms approved by the members and to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s)/documents including charge/mortgage documents and to complete all legal formalities including filing of documents as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolutions." ✓

Yours Sincerely, ✓



Muhammad Asadullah Khan ✓
Company Secretary

✓ Cc: Director/HOD, Surveillance, Supervision and Enforcement Department, SECP,
63-Jinnah Avenue, NIC Building, Blue Area, Islamabad.

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