

POWER CEMENT LIMITED

28th November 2015

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

The General Manager
Lahore Stock Exchange Ltd.
Stock Exchange Building
19, Khayaban-e-Aiwan-e-Iqbal
Lahore

Sub: **Extra Ordinary General Meeting of Power Cement Limited**

Dear Sir,

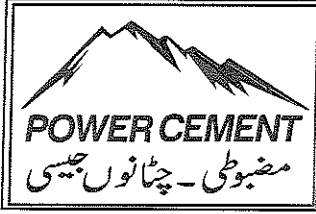
With reference to subject cited above, the Extra Ordinary General Meeting of Power Cement Limited was held on Saturday, 28th November 2015 at 09:30 a.m. at the Institute of Chartered Accountants of Pakistan, Clifton, Karachi and the approvals of the agenda items have been passed unanimously by the shareholders present in person or as proxies in the meeting who were entitled to vote there at.

Copy of resolutions passed during the Extra Ordinary General Meeting is enclosed as Annexure-I in compliance with the listing regulation.

Further, minutes of the Extra Ordinary General Meeting will be submitted to the Exchange within the stipulated time.

Yours faithfully,

Tahir Iqbal
Chief Financial Officer &
Company Secretary



POWER CEMENT LIMITED

ANNEXURE - I

Extracts of resolutions passed during the Extraordinary General Meeting of Power Cement Limited held on 28th November 2015

ORDINARY BUSINESS:

Resolved that:

"The minutes of the 24th Annual General Meeting of the Shareholders of the Company held on 20th October 2015 be and are hereby approved and the Chairman be and is hereby authorized to sign the minutes as token of confirmation."

SPECIAL BUSINESS:

Resolved that:

"The special resolution; passed by the members of the Company in the Extra Ordinary General Meeting held on 04th June 2013; to reduce the share capital of the Company to the extent of 50% i.e. from 365,689,968 to 182,844,984 number of shares of Rs. 10 each amounting to PKR 1,828,449,840 is hereby withdrawn and cancelled, subject to the approval of regulatory authorities and completion of all statutory and legal formalities"

Further Resolved that:

"Chief Executive Officer and Mr. Tahir Iqbal Company Secretary of the Company (the "Authorized Officers") be and are hereby jointly and / or severally authorized, to do all acts, deeds and things and to take all necessary steps to complete all legal formalities, to file all necessary documents and to appear before all relevant authorities, including the Court, the Securities and Exchange Commission of Pakistan and Stock Exchanges or any other competent body and/or authority for the withdrawal and cancellation of the aforementioned resolution passed in the EOGM held on 4th June 2013 and for the withdrawal and cancellation of any legal formalities initiated pursuant to the aforementioned resolution. The Authorized Officers are further authorized to withdraw any petitions filed before the Court. The Authorized Officers shall have the power to consent on behalf of all concerned to any modifications or additions to the subject resolution(s) or to any condition, which the Court may think, fit to impose. The Authorized Officers are further authorized to issue letters, sign documents and to do all other incidental acts, deeds and things as may be considered appropriate by him/them in his/their better judgment in order to achieve the objectives of this resolutions, including engagement of legal counsel for the purposes of representing the Company before all relevant authorities, including the Court, Securities and Exchange Commission of Pakistan and/or any other competent body and/or authority and to take all further actions in this regard as may be prescribed by the Court or otherwise."

Tahir Iqbal
Chief Financial Officer &
Company Secretary