



THATTA CEMENT
COMPANY LIMITED



October 18, 2021

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

Subject: CERTIFIED COPY OF RESOLUTIONS ADOPTED IN ANNUAL GENERAL MEETING OF THE COMPANY HELD ON OCTOBER 15, 2021

Dear Sir,

As per Regulation No. 5.6.4 (b) of the Rule Book of Pakistan Stock Exchange Regulations, please find enclosed herewith copy of the resolutions passed and adopted by the members in the Annual General Meeting of the Company held on October 15, 2021 duly certified by the Company Secretary.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Regards

Muhammad Abid Khan
Company Secretary

Head Office:

Office # 606-608A, Continental Trade Centre,
Block-8, Clifton, Karachi, Pakistan.
Tel : 92 21 111 842 882
Fax : 92 21 35303074-75
Web : www.thattacement.com

Factory:

Ghulamullah Road, Makli,
District Thatta, Sindh 73160
Tel : 92 298 111 842 882
Fax : 92 298 555004
E-mail: info@thattacement.com



THATTA CEMENT
COMPANY LIMITED



RESOLUTIONS PASSED AND ADOPTED BY MEMBERS IN THE ANNUAL GENERAL MEETING HELD ON OCTOBER 15, 2021

A. Ordinary Business

1. Confirmation of Minutes of Annual General Meeting of the shareholders held on October 26, 2020.

RESOLVED that the minutes of Annual General Meeting of Shareholders of Thatta Cement Company Limited held on October 26, 2020 at 3:00 p.m. at Beach Luxury Hotel, M. T. Khan Road, Karachi, be and are hereby confirmed and the Chairman be and is hereby authorized to sign the minutes as token of confirmation.

2. Approval of Annual Audited Unconsolidated and Consolidated Financial Statements of the Company together with the Directors' and Auditors' Report thereon for the year ended June 30, 2021.

RESOLVED that the Annual Audited Unconsolidated and Consolidated Financial Statements of Thatta Cement Company Limited for the year ended June 30, 2021 together with the Directors' and Auditors' Report thereon, be and hereby approved an adopted without any modification and alteration.

3. Approval of final cash dividend for the year ended June 30, 2021 at the rate of Rs. 0.25/- per ordinary share i.e. 2.5% as recommended by the Board of Directors of the Company.

RESOLVED that final cash dividend @2.5% of paid-up shares of Rs. 10/- each i.e. Rs. 0.25 per share for the year ended June 30, 2021 is approved by shareholders in their Annual General Meeting held on October 15, 2021 based on the recommendation of Board of Directors in their meeting held on September 20, 2021 in respect of those shareholders whose name appear in the register of shareholders before the date of book closure i.e. from October 08, 2021 to October 15, 2021.

FURTHER RESOLVED that the Company Secretary be and are hereby jointly authorized to do all such acts, deeds and things which are or may be necessary for effecting the payment of final cash dividend, as approved by shareholders in Annual General Meeting held on October 15, 2021, as per the requirements of relevant laws and regulations in relation thereto.

4. Appointment of External Auditors of the Company for the year ending on June 30, 2022 and fix their remuneration.

RESOLVED that M/s BDO Ebrahim & Co. Chartered Accountants, be and hereby re-appointed by shareholders as statutory/external auditors of Thatta Cement Company Limited for the ensuing year 2021-2022 on the remuneration and terms and conditions as decided by the Board of Directors.

5. Election of the Board of Directors of the Company in terms of Section 159 of the Companies Act, 2017.

RESOLVED that following persons be and are hereby elected as directors of Thatta Cement Company Limited for the term of three years commencing from October 15, 2021 under section 159(5) of the Companies Act, 2017.

- Mr. Khawaja Mohammad Salman Younis
- Mr. Muhammad Aslam Shaikh
- Ms. Naheed Memon
- Mr. Saleem Zamindar
- Mr. Noor Muhammad
- Mr. Muhammad Jamshid Malik
- Mr. Kamran Munir Ansari

CERTIFIED TRUE COPY
A. Q.
(MUHAMMAD ABID KHAN)
COMPANY SECRETARY
THATTA CEMENT COMPANY LTD.

Head Office:

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Block-8, Clifton, Karachi, Pakistan.
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FURTHER RESOLVED that the Chief Executive and the Company Secretary be and are hereby authorized to take and do and / or cause to be taken or done any / all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds, and things which are necessary, incidental in this regard.

B. Special Business

6. Investment (Loan/advance) in Thatta Power (Private) Limited under section 199 of the Companies Act, 2017

RESOLVED that the time period for providing advance/loan facility to Thatta Power(Private) Limited, the Subsidiary Company, to the extent of total amount of Rs 300 million as approved/renewed by the shareholders in the Annual General Meeting held on October 26, 2020, be and is hereby extended further for a period of one year till the holding of next Annual General Meeting to be held on or before October 27, 2022, to meet the requirements of Regulation 5(7) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 dated December 6, 2017.

FURTHER RESOLVED that the Chief Executive and the Company Secretary be and are hereby jointly authorized to take and do and / or cause to be taken or done any / all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolution and to do all acts, matters, deeds, and things which are necessary, incidental and / or consequential to the investment (loans and advances) of the Company's funds as above as and when required at the time of investment.

CERTIFIED TRUE COPY
(MUHAMMAD ABID KHAN)
COMPANY SECRETARY
THATTA CEMENT COMPANY LTD.

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