



TREET CORPORATION LIMITED

REGISTERED OFFICE

72 - B, Industrial Area, Kotlakhpat, Lahore: 54770, Pakistan.
UAN #: +92 (42) 1111-TREET (87338)
Tel : +92 (42) 35830881, 35122296, 35156567
Fax : +92 (42) 35215825, 35114127, 35836770
NTN #: 1416035-8, STN #: 0307390000219
E-mail : info@treetonline.com website: www.treetgroup.com



Certificate No SG14/04699.00

SPECIAL RESOLUTION PASSED BY THE SHAREHOLDERS OF TREET CORPORATION LIMITED IN THEIR EXTRAORDINARY GENERAL MEETING HELD ON MARCH 31, 2018

Pre-amble:-

Your Company has taken approval to issue Sukuk in the Extraordinary General Meeting held on 31st March 2015. Amount of the Sukuk Issue, no. of Sukuk to be issued, price per Sukuk and conversion ratio into ordinary shares of the Company are being changed. The said approval through resolutions passed at Extraordinary General Meeting held on 31st March, 2015 is proposed to be superseded and replaced with the following special resolution presented to the shareholders for their approval;

RESOLVED THAT the Company be and is hereby authorized to raise funds by issue of up to PKRs. **1,000,000,000/-** rated, listed, secured, perpetual and convertible instruments of redeemable capital in form of Treet Perpetual Sukuk ("Sukuk") subject to approval of the Securities & Exchange Commission of Pakistan and Pakistan Stock Exchange Limited (PSX) and any other relevant authority;

RESOLVED FURTHER THAT, subject to obtaining all consents and approvals required under law or otherwise, the Sukuk be issued in the manner, and having such terms and conditions as to amount, voting, convertibility, conversion rate, tenure, perpetuity etc., as contemplated in the draft prospectus duly authorized by the Chief Executive Officer for the purposes of identification (the "Draft Prospectus"), subject to such modifications as be approved from time to time by the Board of Directors of the Company and/or required by the Securities and Exchange Commission of Pakistan ("SECP") or any other competent regulator or authority or Pakistan Stock Exchange Limited ("PSX");

RESOLVED FURTHER THAT the holders of the Sukuk shall have the right to participate in the profits of the Company, in the manner specified in the Draft Prospectus or as otherwise approved by the Board of Directors of the Company;

RESOLVED FURTHER THAT Sukuk may be converted into ordinary shares of the Company in the manner specified in the Draft Prospectus or as otherwise approved by the Board of Directors of the Company;

RESOLVED FURTHER THAT, subject to the approval of SECP under the first proviso to Section 83 of the Companies Act, 2017, such fully paid ordinary shares of the Company as are required to be issued upon conversion of the Sukuk be issued and allotted (from time to time in the manner specified in the Draft Prospectus or as otherwise approved by the Board of Directors of the Company) without issue of right shares to the existing members of the Company in terms of Section 83 of the Companies Act, 2017, up to an aggregate of [33,333,333] ordinary shares of Rs. 10/- each, as conversion of corresponding face value of Sukuk at such conversion rate as is specified in the Draft Prospectus or as otherwise approved by the Board of Directors of the Company;

RESOLVED FURTHER THAT that each of the Chief Executive Officer and/or the Company Secretary and /or Chief Financial Officer are singly authorized to make an application to the SECP for obtaining all required approvals and consents on the basis of the above special resolutions;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to cause the Sukuk to be listed on Pakistan Stock Exchange Limited ("PSX") on which ordinary shares of the Company are listed, in accordance with the listing requirements of Pakistan Stock Exchange Limited ("PSX");

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to allot and issue the Sukuk in such manner as they deem appropriate, including by way of offer to the public (including but not limited to by way of renounceable offer solely to the existing members / shareholders of the Company in the manner specified in the Draft Prospectus) and to further allot and issue unsubscribed Sukuk (if any);

RESOLVED FURTHER THAT the common seal or the official seal of the Company may be affixed to any of the Sukuk and any other instrument required in connection with the Sukuk;

RANA SHAKEEL SHAUKAT
Company Secretary
Treet Corporation Limited
Certified True Copy

Contd...P/2

Lahore Factory:

72 - B, Industrial Area, Kotlakhpat,
Lahore: 54770, Pakistan.
UAN #: +92 (42) 1111-TREET (87338)
Tel: + 92 (42) 35830881, 35122296,
35156567 Fax: + 92 (42) 35114127,
35836770, 35215825

Sales Head Office:

Treet Holdings Limited
2-H, Gulberg-II, Lahore - 54660,
Pakistan.
Tel : +92 (42) 35817141-47
Fax : +92 (42) 35817438

Hyderabad Factory:

Hali Road, P.O.Box No . 308,
Hyderabad, 71000, Pakistan.
Tel: +92 (22) 3880846, 3883058,
3883174, Fax: +92 (22) 3880157

Karachi Office:

6-B (A1) Saeed Hai Road
Muhammad Ali Cooperative
Housing Society, Karachi.
Tel: +92 (21) 34372270-1
Fax: +92 (21) 34372272



TREET CORPORATION LIMITED

REGISTERED OFFICE

72 - B, Industrial Area, Kotlakhpat, Lahore: 54770, Pakistan.

UAN #: +92 (42) 1111-TREET (87338)

Tel : +92 (42) 35830881, 35122296, 35156567

Fax : +92 (42) 35215825, 35114127, 35836770

NTN #: 1416035-8, STN #: 0307390000219

E-mail : info@treetonline.com website: www.treetgroup.com



Certificate No SG14/04699.00

-: 2 :-

RESOLVED FURTHER THAT without prejudice to the generality, the Draft Prospectus be and is hereby approved for submission to SECP and Pakistan Stock Exchange Limited (PSX).

RESOLVED FURTHER THAT each of the Chief Executive Officer and/or the Company Secretary and /or Chief Financial Officer be and are hereby singly authorized to complete all the necessary corporate and legal formalities and to do all such acts, deeds and things as may be deemed necessary to give effect to the above mentioned resolutions;

RESOLVED FURTHER THAT without prejudice to the powers and authority of the Board of Directors of the Company to pass appropriate resolutions to give effect to the foregoing resolutions, each of the Chief Executive Officer and/or the Company Secretary and/or Chief Financial Officer be and are hereby singly authorized to apply for and obtain all consents, approvals, exemptions and waivers, and to negotiate, finalize and execute any and all agreements, instruments, documents, authorizations, powers of attorney, letters and any other documents or instruments, required in connection with the above referred issue of Sukuk including but not limited to the Trust Deed, Prospectus, Power of Attorney, Affidavits, Undertakings, and any other document(s) or agreement(s) required in connection with the above, and to appoint trustees, agents, arrangers, advisors etc. in respect of the same. The Chief Executive Officer is also authorized to undertake all other acts required in connection with the issuance of the Sukuk and the agreements entered into in connection therewith including authorizing the making of payment of any fees and expenses to the agents or trustees or arranger or any other person or to fulfill conditions stipulated in any other instruments pertaining to the Sukuk including the making of necessary applications for approval from any regulatory authorities including, but not limited to, the State Bank of Pakistan, Ministry of Finance and Securities and Exchange Commission of Pakistan. The Chief Executive Officer is also authorized to delegate all or any powers as are granted to him pursuant to this Resolution to such person or persons as he may deem fit.

RESOLVED FURTHER THAT, without prejudice to the generality of the foregoing, the Board of Directors may accept, incorporate and implement such changes to the terms and conditions of the proposed Sukuk or the Draft Prospectus as may, from time to time, be prescribed by SECP or any other competent regulator or authority or Pakistan Stock Exchange Limited ("PSX") or as otherwise considered necessary, appropriate or expedient by the Board of Directors in their discretion;

RESOLVED FURTHER THAT book closing date for the determination of entitlement of the above said issue of the Sukuk may be announced by the Board of Directors after obtaining all the necessary approvals pertaining to the structure, terms & conditions & modus operandi from Securities & Exchange Commission of Pakistan, Pakistan Stock Exchange Limited (PSX) and any other relevant authority.

RESOLVED FURTHER THAT the previous special resolution pertaining to issue of Sukuk, which was duly approved by the Shareholders in their Extra Ordinary General Meetings (EOGM) dated March 31, 2015 stands superseded in terms of the aforementioned resolutions.

.....

RANA SHAKEEL SHAUKAT
Company Secretary
Treet Corporation Limited
Certified True Copy



TREET GROUP OF COMPANIES

Lahore Factory:

72 - B, Industrial Area, Kotlakhpat,
Lahore: 54770, Pakistan.
UAN #: +92 (42) 1111-TREET (87338)
Tel: + 92 (42) 35830881, 35122296,
35156567 Fax: + 92 (42) 35114127,
35836770, 35215825

Sales Head Office:

Treet Holdings Limited
2-H, Gulberg-II, Lahore - 54660,
Pakistan.
Tel : +92 (42) 35817141-47
Fax : +92 (42) 35817438

Hyderabad Factory:

Hali Road, P.O.Box No . 308,
Hyderabad, 71000, Pakistan.
Tel: +92 (22) 3880846, 3883058,
3883174, Fax: +92 (22) 3880157

Karachi Office:

6-B (A1) Saeed Hai Road
Muhammad Ali Cooperative
Housing Society, Karachi.
Tel: +92 (21) 34372270-1
Fax: +92 (21) 34372272