



Ghani Global Group

GHANI GLOBAL HOLDINGS LIMITED

GGL/Corp/PSX

November 03, 2022

The General Manager

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

Subject: **RESOLUTIONS PASSED AT THE 15th ANNUAL GENERAL MEETING**

Dear Sir

We are pleased to enclose the certified copies of the resolutions duly passed in 15th Annual General Meeting of the Company (Ghani Global Holdings Limited) held on October 28, 2022 as required under Regulation # 5.6.9(b) of the PSX Rule Book.

Thanking you,

Yours truly,

For Ghani Global Holdings Limited

(FARZAND ALI)

Company Secretary

Encls: As stated above

Corporate Office:

10-N, Model Town Ext. Lahore - 54000, Pakistan. UAN: 111-Ghani1, Ph: +92-42-35161424-5, Fax: +92-42-35160393
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**CERTIFIED TRUE COPY OF THE RESOLUTION DULY PASSED IN
15th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON OCTOBER 28, 2022**

ORDINARY BUSINESS:

1. To receive, consider and adopt the Annual Audited Accounts of the Company for the year ended June 30, 2022 together with Directors' and Auditors' Reports thereon.

Resolved unanimously that annual accounts of the Company for the financial year ended June 30, 2022, as presented before the members of the meeting together with Directors' and Auditors' Reports, Review Report of the Auditors on Corporate Governance and Report on Code of Corporate Governance be and are hereby approved.

2. To appoint Auditors of the Company for the year ending June 30, 2023 and to fix their remuneration. The retiring auditors' M/S ShineWing Hameed Chaudhri & Co., Chartered Accountants, being eligible, have offered themselves for reappointment.

Resolved unanimously that M/s ShineWing Hameed Chaudhri & Company, Chartered Accountant, H.M. House, 7-Bank Square, Lahore be and are hereby re-appointed as auditors of the Company for the next term till the conclusion of the next annual general meeting for the year ending June 30, 2023 on such remuneration as may be fixed by the Chief Executive Officer of the Company.

SPECIAL BUSINESSES:

3. Regarding Investment under section 199 of the Companies Act, 2017 in Ghani Global Glass Limited (associated Company):-

Resolved That pursuant to the requirements of section 199 of the Companies Act, 2017, Ghani Global Holdings Limited (GGL/the Company) be and is hereby authorized to make investment upto PKR 200 million (Rupees Two hundred million only) in Ghani Global Glass Limited (GGGL) an associated company, by way of advances and loans, as and when required by GGGL provided that the return on such advances and loans shall not be less than rate of 3 months KIBOR +85 bps and that such advances and loans shall be repayable within three (3) years period starting from the date of payment of such advances and loans as per other terms and conditions mentioned in the statement under Section 134(3) of the Companies Act, 2017.

Resolved Further That the above said resolution shall be valid for a period of 3 years and the Chief Executive Officer and/or Company Secretary of the Company be and are hereby singly empowered and authorized to undertake the decision of said investment as and when deemed appropriate and necessary in the best interest of the Company and its shareholders and to take all steps and actions necessary, incidental and ancillary including execution of any and all documents and agreements as



Corporate Office:



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may be required in this regard and to do all acts, matters, deeds and things as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the special resolution for making investment from time to time.

4. Regarding Investment under section 199 of the Companies Act, 2017 in Ghani Chemical Industries Limited (associated Company):-

Resolved That pursuant to the requirements of section 199 of the Companies Act, 2017, Ghani Global Holdings Limited (GGL/the Company) be and is hereby authorized to make investment upto PKR 200 million (Rupees two hundred million only) in Ghani Chemical Industries Limited (GCIL) an associated company, by way of advances and loans, as and when required by GCIL provided that the return on such advances and loans shall not be less than rate of 3 months KIBOR +85 bps and that such advances and loans shall be repayable within three (3) years period starting from the date of payment of such advances and loans as per other terms and conditions mentioned in the statement under Section 134(3) of the Companies Act, 2017.

Resolved Further That the above said resolution shall be valid for a period of 3 years and the Chief Executive Officer and/or Company Secretary of the Company be and are hereby singly empowered and authorized to undertake the decision of said investment as and when deemed appropriate and necessary in the best interest of the Company and its shareholders and to take all steps and actions necessary, incidental and ancillary including execution of any and all documents and agreements as may be required in this regard and to do all acts, matters, deeds and things as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the special resolution for making investment from time to time.

5. Regarding review/revise the previous offered rate/price for allocation and allotment of ESOS shares:

RESOLVED THAT, that in terms of special resolution passed by shareholders of Ghani Global Holdings Limited (GGL/the Company) in their Annual General Meeting held on October 28, 2021, the offer price for allotment/allocation of 2,799,364 ordinary shares of the company to employee of its subsidiary company under Employee Stock Option Scheme (ESOS) the Board of Directors of the company be and is hereby authorized to revise the offered rate/price keeping in view of market condition to make the offer successful.

RESOLVED FURTHER that the Chief Executive Officer and Company Secretary of the Company be and are hereby singly authorized to do all such acts, deeds, matters and things, as may be deemed necessary, proper or expedient for the purpose of giving effect to the aforementioned Resolutions and for matters connected therewith or incidental thereto, and to take all necessary steps as required under the law or otherwise under the applicable Employees Stock Option Scheme.



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