

Our Reference: SEC/D.7/030/20

21 April 2020

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

Dear Sir

**Subject: Special and Ordinary Resolutions  
passed at the Annual General Meeting**

In pursuance of Regulation No. 5.6.4 (b) of the Rule Book of Pakistan Stock Exchange Limited, please find attached herewith (Annexure-A) a Certified True Copy of Special and Ordinary Resolutions approved unanimously by the shareholders at the Company's Annual General Meeting held through video link on Tuesday, April 21, 2020.

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

Yours sincerely,



Mazhar Qbal  
Company Secretary

Copy to:

The Executive Director/HOD  
Securities and Exchange Commission of Pakistan  
Corporate Supervision Department- Company Law Division  
NIC Building, 63-Jinnah Avenue  
Islamabad



CERTIFIED TRUE COPY

SPECIAL RESOLUTION

**RESOLVED** as and by way of a Special Resolution **THAT** the Board of Directors of the Company be and is hereby authorised to determine from time to time, under and pursuant to Article 74 of the Company's Articles of Association, the meeting fees payable to the Directors of the Company on such basis as the Board of Directors may determine, including, without limiting the generality of the foregoing, the determination of different fees for the members of the Board of Directors, and for the members of each Committee of the Directors, and for the Chairman of the Board of Directors and for the Chairman of any Committee of Directors.

ORDINARY RESOLUTION

**RESOLVED that:**

- (i) in pursuance of Article 129 and 130 of the Company's Articles of Association, a sum of Rs. 65,100,672 (Rupees Sixty five million, one hundred thousand and six hundred seventy two) out of unappropriated profits as of December 31, 2019 be capitalised and distributed, by issuing 6,510,067 fully paid ordinary shares of Rs 10 each to the Members of the Company whose names appear in the Register of Members at the close of business on April 14, 2020 in the proportion of 2 bonus shares for every 10 shares held by the entitled Members;
- (ii) the bonus shares so issued shall rank pari passu in all respect with the existing shares of the Company.
- (iii) members' entitlement to fractional shares as a result of their entitlement being less than one ordinary share shall be consolidated into whole shares and sold on the Stock Market and the proceeds so realized shall be distributed to the shareholders entitled to the fraction in proportion to their respective entitlements.
- (iv) the Chief Executive Officer and Chief Financial Officer and/or Company Secretary be and hereby jointly and/or severally authorised to do all acts, deeds and things and take any and all necessary steps to fulfill the legal, corporate and procedural formalities and to file all documents/returns as deemed necessary, expedient and desirable to give effect to this resolution.

**Pakistan Oxygen Limited**  
  
**Company Secretary**