

September 30, 2021

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

Subject: Submission of Certified copies of resolutions approved and adopted at the 17th Annual General Meeting of Arif Habib Limited as per clause 5.6.9(b) of PSX Rule Book

Dear Sir,

To comply the requirements of clause 5.6.9(b) of PSX Rule Book, we hereby submit resolutions approved and adopted at the 17th Annual General Meeting of Arif Habib Limited held on September 25, 2021 at 10:00 a.m. at PSX Auditorium and via zoom video conferencing.

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

Thanking you.

Yours sincerely,

Muhammad Taha Siddiqui

Company Secretary



Certified True Copies of Resolutions passed during the at the Annual General Meeting of Arif Habib Limited held on September 25, 2021 at 09:15 A.M. at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi.

# **RESOLVED THAT**

The minutes of the Annual General Meeting held on September 19, 2020 be and are hereby approved and the Chairman be and is hereby authorized to sign the minutes as token of confirmation.

#### **RESOLVED THAT**

The annual audited unconsolidated and consolidated financial statements of the Company together with the Directors' and the Auditors' Reports thereon including the annexures thereto, for the year ended 30<sup>th</sup> June 2021 be and are hereby approved and adopted.

# **RESOLVED THAT**

The Final Dividend for the year ended 30th June 2021 at at Rs. 10 per share i.e. 100% and by way of issue of fully paid bonus shares in the proportion of 1 share for every 10 shares held by the members i.e. 10% as recommended by the Board of Directors be and is hereby approved.

#### **RESOLVED THAT**

M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants be and hereby approved to be reappointed as external auditors for the year ending 30<sup>th</sup> June 2022 as recommended by the Board of Directors.

#### **FURTHER RESOLVED THAT**

The Chief Executive and Company Secretary of the Company be and is hereby authorized to fix the remuneration of external auditors for the year ending 30th June 2022.

# **SPECIAL BUSINESS:**

Following special resolutions were passed with respect to declaration of the final dividend, capitalization of a sum of Rs. 59,400,000 (Rupees Fifty nine million four hundred thousand) by way of issue of 5,940,000 fully paid bonus shares of Rs. 10 each:

# **RESOLVED THAT**

A sum of Rs. 59,400,000 (Rupees Fifty nine million four hundred thousand) out of Reserves of the Company available for appropriation as at June 30, 2021, be capitalized and applied for issue of 5,940,000 (Five million nine hundred forty thousand) ordinary shares of Rs. 10/- each allotted as fully paid bonus shares to the members of the Company whose names appear on the register of members as at close of business on September 17, 2021 in the proportion of one shares of every ten shares held (i.e. 10%) and that such shares shall rank pari passu in every respect with the existing ordinary shares of the company.

# **FURTHER RESOLVED THAT**

The bonus shares so allotted shall not be entitled for final cash dividend for the year 2021.

# **FURTHER RESOLVED THAT**

Fractional entitlement of the members shall be consolidated into whole shares and sold on the Pakistan Stock Exchange and the sale proceeds thereof will be donated as deemed appropriate by the Board.

KARACHI KARACH



#### **FURTHER RESOLVED THAT**

The Company Secretary be and is hereby authorized and empowered to give effect to this resolution and to do or cause to do all acts, deeds and things that may be necessary or required for issue of allotment and distribution of bonus shares.

Following special resolutions were passed to authorize the Board of Directors of the Company to approve those transactions with related parties (if executed) during the financial year ending 30<sup>th</sup> June 2022 which require approval of shareholders u/s 207 and u/s 208 of the Companies Act, 2017, by passing the following special resolution with or without modification:

# **RESOLVED THAT**

The Board of Directors of the Company be and is hereby authorized to approved the transactions to be conducted with Related Parties on case to case basis for the financial year ending 30<sup>th</sup> June 2021.

#### **FURTHER RESOLVED THAT**

The transactions approved by the Board shall be deemed to have been approved by the shareholders u/s 207 and / or u/s 208 of the Companies Act, 2017 (if triggered) and shall be placed before the shareholders in the Annual General Meeting for their formal ratification/approval u/s 207 and / or 208 of the Companies Act, 2017 (if required).

The following Special Resolutions were passed to approve Investment in Associated Companies & Associated Undertakings:

#### **RESOLVED THAT**

The consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and "Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012" for the following limit of investments/ additional investments in associated companies and associated undertakings subject to the terms and conditions mentioned in the Annexure-B of Statement under Section 134(3).

# **FURTHER RESOLVED THAT**

The consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 for renewal of the following equity investments limit up to unutilized portion of for which approval had been sought in previous general meeting(s), in associated companies and associated undertakings as mentioned in the annexed statement under Section 134(3).

# **FURTHER RESOLVED THAT**

The consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 for renewal of following sanctioned limits of loans and advances for which approval has been sought in previous general meeting, in associated companies and associated undertakings as mentioned in the annexed statement under Section 134(3) whereas the renewal of limits will be in the nature of running finance for a period of one year and shall be renewable in next general meeting(s) for further period(s) of one year.







|   |                                   | Amount in Million            |                                  |                   |                                  |
|---|-----------------------------------|------------------------------|----------------------------------|-------------------|----------------------------------|
|   | Name of Companies &               | Proposed Fresh<br>Investment |                                  | Renewal Requested |                                  |
|   | Undertakings                      | Equity                       | Loan /<br>Advance /<br>Guarantee | Equity            | Loan /<br>Advance /<br>Guarantee |
| 1 | Safemix Concrete Products Limited | ·                            | <del>-</del>                     | 156               | 250                              |
| 2 | Arif Habib Corporation Limited    | <u> </u>                     |                                  | -                 | 1,500                            |
| 3 | Power Cement Limited              | 1,000                        | 500                              | 107               | 500                              |
| 4 | Aisha Steel Mills Limited         | 1,000                        | 500                              | -                 | 500                              |
| 5 | Javedan Corporation Limited       | 1,000                        | 500                              | -                 | 500                              |

# **FURTHER RESOLVED THAT**

The Chief Executive and/or 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 resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above as and when required at the time of investment.

(KARACH)

For Arif Habib Limited Certified to be True Copy

Muhammad Taha Siddiqui Company Secretary

# STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the Special Business given in Agenda item No. 4 and Agenda item No. 5 of the Notice to be transacted at the Annual General Meeting of the Company. Directors of the Company have no interest in the special business except in their capacity as director / shareholder

# **ANNEXURE A**

AUTHORIZATION FOR THE BOARD OF DIRECTORS TO APPROVE THOSE TRANSACTIONS WITH RELATED PARTIES (IF EXECUTED) DURING THE FINANCIAL YEAR ENDING JUNE 30TH, 2021 WHICH REQUIRE APPROVAL OF SHAREHOLDERS U/S 207 AND / OR 208 OF THE COMPANIES ACT, 2017

The Company shall be conducting transactions with its related parties during the year ending 30th June 2022 on an arm's length basis as per the approved policy with respect to 'transactions with related parties' in the normal course of business. Being the directors of a brokerage house, many Directors may be deemed to be treated as interested in transactions with related parties due to their shareholding in such companies. In order to promote good corporate governance and transparent business practices, the shareholders desire to authorize the Board of Directors to approve transactions with the related parties from time-to-time on case to case basis, including transactions (if executed) triggering approval of shareholders u/s 207 and / or 208 of the Companies Act, 2017, for the year ending June 30th, 2022, which transactions shall be deemed to be approved by the Shareholders. The nature and scope of such related party transactions is explained above. These transactions shall be placed before the shareholders in the next AGM for their formal approval/ratification.

The Directors are interested in the resolution only to the extent of their shareholding and / or directorships in such companies.



# STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

# **INVESTMENTS IN ASSOCIATED COMPANIES & ASSOCIATED UNDERTAKINGS**

The Board of Directors of the Company has approved the specific limits for loans/advances along with other particulars for investments in the following associated companies and associated undertakings subject to the consent of members under Section 199 of the Companies Act, 2017 / Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017. The Board of Directors do hereby undertake / certify that necessary due diligence for the following proposed investments have been carried out. The principle purpose of this special resolution is to make the Company in a ready position to capitalize on the investment opportunities as and when they arrive. It is prudent that the Company should be able to make the investment at the right time when the opportunity is available.

| S.No | Description  | Information   |
|------|--|---|
| 1    | INVESTMENT IN SECURITIES   |   |
| 1    | Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established                    | SAFEMIX CONCRETE PRODUCTS LIMITED An associated undertaking due to investments by the holding Company   |
| 2    | Purpose, benefits and period of investment   | For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time  |
| 3    | Maximum amount of investment   | Unutilized limit of PKR 155.69 million is requested for approval. This is in addition to Investment at cost of PKR 94.31 million already made upto 30 June, 2021.                         |
| 4    | Maximum price at which securities will be acquired   | At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment   |
| 5    | Maximum number of securities to be acquired  | No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above  |
| 6    | In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof | Not Applicable  |
| 7    | Number of securities and percentage thereof held before and after the proposed investment  | Before: 5.69 million shares held in the Company as on 30 June, 2021 being 22.80% holding. After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above |
| 8    | In case of investment in listed securities, average of<br>the preceding twelve weekly average price of the<br>security intended to be acquired           | PKR 7.89  |
| 9    | In case of investment in unlisted securities, fair<br>market value of such securities determined in terms<br>of regulation 6 (1)                         | Not Applicable  |

| S.No                         | Description  | Information  |
|------------------------------|--|--|
| 10                           | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements  | Total Equity, Total assets and total liability amounting to PKR 177 million, PKR 490 million and PKR 313 million respectively.  Gross loss, Loss before tax and Loss after tax amounting to PKR 12.99 million, PKR 110 million and PKR 98.77 million respectively"   |
| 11                           | Break-up value of securities intended to be acquired on the basis of the latest audited financial statements   | PKR 7.09   |
| 12                           | Earning per share of the associated company or associated undertaking for the last three years   | 2020: PKR (3.95)<br>2019: PKR (1.19)<br>2018: PKR 0.10   |
| 13                           | Sources of fund from which securities will be acquired   | From company's own available liquidity and credit lines  |
| 14<br>(i)                    | Where the securities are intended to be acquired using borrowed funds Justification for investment through borrowings  | The Company foresee the return on this strategic investment higher than the borrowing cost   |
| (ii)                         | Detail of guarantees and assets pledged for obtaining such funds   | Pledge of listed securities and / or charge over assets of the Company, if and where needed.   |
| 15                           | Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment   | There is no agreement as this is a Strategic Investment  |
| 16                           | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration  | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Share holder of Investee Company.   |
| 17                           | Any other important details necessary for the members to understand the transaction  | Not Applicable   |
| 18                           | In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely                  |  |
| (i)<br>(ii)<br>(iii)<br>(iv) | Description of the project and its history since conceptualization Starting and expected dated of completion of work Time by which such project shall become commercially operational Expected time by which the project shall start paying return on investment | Not Applicable  Not Applicable  Not Applicable  Not Applicable   |
| 19                           | In case an investment in associated company has already been made, the performance review of such investment including complete information / justifiction for any impairments / write-offs  | The sale over the year ended June 30, 2020 decreased significantly due to multiple reasons. Firstly, during the year an exclusive private sector development project was successfully completed, however the major revenue from it was earned during the previous year; secondly, the current financial year started under a stabilization programme, resulting in high interest rates and an attempt to document the economy, which resulted in an overall slowdown in real estate sector.  Furthermore, in the last quarter the operations and sales were severely affected due to the outbreak of COVID-19 and imposition of lock-downs. However, the construction package announced by the Federal Government will provide some stimulus for the real sector which will have a trickledown effect on our industry/company, therefore, it is expected that the profit of the Company will increase. Consequently the investment is expected to add value to AHL shareholders. Performance of SMCPL can be referred in Point 10 to 12 above. |

| S.No | Description  | Information  |
|------|--|--|
| 2    | INVESTMENT IN SECURITIES   |  |
| 1    | Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established  | POWER CEMENT COMPANY LIMITED  An associated undertaking due to investments by the holding Company  |
| 2    | Purpose, benefits and period of investment   | For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time   |
| 3    | Maximum amount of investment   | Fresh limit of PKR 1000 million and Unutilized limit of PKR 106.95 million is requested for approval. This is in addition to Investment at cost of PKR 143.05 million already made upto 30 June, 2021.   |
| 4    | Maximum price at which securities will be acquired   | At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment  |
| 5    | Maximum number of securities to be acquired  | No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above   |
| 6    | In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof   | Not Applicable   |
| 7    | Number of securities and percentage thereof held before and after the proposed investment  | Before: 6.26 million shares held in the Company as on 30 June, 2021 being 0.59% holding. After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above   |
| 8    | In case of investment in listed securities, average of<br>the preceding twelve weekly average price of the<br>security intended to be acquired   | PKR 9.47   |
| 9    | In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)   | Not Applicable   |
| 10   | Financial position, including main items of balance<br>sheet and profit and loss account of the associated<br>company or associated undertaking on the basis of<br>its latest financial statements | Total Equity, Total assets and total liability amounting to PKR 9,228 million, PKR 45,194 million and PKR 35,967 million respectively.  Gross loss, Loss before tax and Loss after tax amounting to PKR 97 million, PKR 3,959 million and PKR 3,616 million respectively." |
| 11   | Break-up value of securities intended to be acquired on the basis of the latest audited financial statements   | PKR 8.68   |
| 12   | Earning per share of the associated company or associated undertaking for the last three years   | 2020: PKR (3.4)<br>2019: PKR 0.55<br>2018: PKR 0.32  |
| 13   | Sources of fund from which securities will be acquired   | From company's own available liquidity and credit lines  |
|      |  |  |

| S.No          | Description   | Information   |
|---------------|---|---|
| 14<br>(i)     | Where the securities are intended to be acquired using borrowed funds Justification for investment through borrowings   | The Company foresee the return on this strategic  |
| (ii)          | Detail of guarantees and assets pledged for obtaining such funds  | investment higher than the borrowing cost Pledge of listed securities and / or charge over assets of the Company, if and where needed.  |
| 15            | Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment  | There is no agreement as this is a Strategic Invest-<br>ment  |
| 16            | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration   | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.   |
| 17            | Any other important details necessary for the members to understand the transaction   | Not Applicable  |
| 18            | In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely |   |
| (i)           | Description of the project and its history since conceptualization  | Not Applicable  |
| (ii)<br>(iii) | Starting and expected dated of completion of work Time by which such project shall become   | Not Applicable  |
| (iv)          | commercially operational Expected time by which the project shall start   | Not Applicable  |
| 10            | paying return on investment   | Not Applicable  |
| 19            | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs  | During the financial year 2019-20, the Company gross sales touched Rs. 8,193 million. Sales of Rs. 1,565 million, being part of the trial production, have been classified in Capital Work in Progress. Overall gross sales revenue of your Company increased by 16 % as compared to last year whereas net sales revenue increased by 7 % in line with the improved sales volume during the period primarily due to surge in exports on the back of superior quality production of the Company. The Earnings per Share dropped during the year (loss of Rs. 3.40) as compared to earnings of Rs. 0.55 per share in the comparative year) The Company's declining profitability was mainly attributable to higher debt burden on account of mark-up expenses accrued on Line III debts. The Government has incentivized the construction sector by legislating a package announced by the Prime Minister to increase the cement consumption in the country in the wake of the coronavirus pandemic. The government has approved an industry status for the construction sector after announcing establishment of a Construction Industry Development Board. If effectively implemented, this construction policy would play a significant role in paving the way for the government's promise of providing 10 million employment opportunities and 5 million houses to the nation. Governments initiative will have a positive impact of profitability of the Company. Consequently the investment is expected to add value to AHL shareholders. Performance of PCL can be referred in Point 10 to 12 above. |

| S.No | Description   | Information  |
|------|---|--|
| 3    | INVESTMENT IN SECURITIES  |  |
| 1    | Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established   | Aisha Steel Mills Limited An associated undertaking due to investments by the holding Company  |
| 2    | Purpose, benefits and period of investment  | For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time   |
| 3    | Maximum amount of investment  | Fresh limit of PKR 1,000 million is requested for approval. This is in addition to Investment at cost of PKR 250 million already made upto 30 June, 2021.  |
| 4    | Maximum price at which securities will be acquired  | At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment  |
| 5    | Maximum number of securities to be acquired   | No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above   |
| 6    | In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof                                  | Not Applicable   |
| 7    | Number of securities and percentage thereof held before and after the proposed investment   | Before: 7.5 million (ordinary) & 0.12 million (prefrence) shares held in the Company as on 30 June, 2021, being 0.99% holding. After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above   |
| 8    | In case of investment in listed securities, average of<br>the preceding twelve weekly average price of the<br>security intended to be acquired  | PKR 19.62  |
| 9    | In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)  | Not Applicable   |
| 10   | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements | Total Equity, Total assets and total liability amounting to PKR 8,097 million, PKR 34,509 million and PKR 26,411 million respectively.  Gross profit, Loss before tax and Loss after tax amounting to PKR 2,366 million, PKR (1,343) million and PKR 617 million respectively" |
| 11   | Break-up value of securities intended to be acquired on the basis of the latest audited financial statements  | PKR 9.96   |
| 12   | Earning per share of the associated company or associated undertaking for the last three years  | 2020: PKR (0.89)<br>2019: PKR 0.26<br>2018: PKR 1.57   |
| 13   | Sources of fund from which securities will be acquired  | From company's own available liquidity and credit lines  |
|      |   |  |

| S.No          | Description   | Information   |
|---------------|---|---|
| 14<br>(i)     | Where the securities are intended to be acquired using borrowed funds Justification for investment through borrowings   | The Company foresee the return on this strategic  |
| (ii)          | Detail of guarantees and assets pledged for obtaining such funds  | investment higher than the borrowing cost.  Pledge of listed securities and / or charge over assets of the Company, if and where needed.  |
| 15            | Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment  | There is no agreement as this is a Strategic Investment   |
| 16            | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration   | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.   |
| 17            | Any other important details necessary for the members to understand the transaction   | Not Applicable  |
| 18            | In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely |   |
| (i)           | Description of the project and its history since conceptualization  | Not Applicable  |
| (ii)<br>(iii) | Starting and expected dated of completion of work Time by which such project shall become   | Not Applicable<br>Not Applicable  |
| (iv)          | commercially operational Expected time by which the project shall start paying return on investment   | Not Applicable  |
| 19            | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs  | FY20 saw some extra ordinary developments that not only affected the current global business, but also will leave its mark for foreseeable future. It comprised of crises and challenges both at international and local front. Locally ASL witnessed application of tight monetary and fiscal policies to counter the rising inflation, sharp devaluation, and depleting current account balance, with re-entry into the IMF program I leading to major macroeconomic adjustments. Interest rates during the period July 2019 to February 2020 were as high as 13.25%. The PKR exchange rate vis-à-vis the USD depreciated substantially and the growth stalled. Although some signs of economic recovery emerged towards the end of the calendar year, but they were cut short by the emergence of COVID-19 pandemic. Moving forward the outlook of the business of the Company looks healthy, and will further strengthen with continuity of business-friendly policies of the government. Consequently the investment is expected to add value to AHL shareholders. Performance of ASL can be referred in Point 10 to 12 above. |

| S.No | Description   | Information   |
|------|---|---|
| 4    | INVESTMENT IN SECURITIES  |   |
| 1    | Name of the associated company or associated undertakingalong with criteria based on which the associated relationship is established   | JAVEDAN CORPORATION LIMITED An associated undertaking due to investments by the holding Company   |
| 2    | Purpose, benefits and period of investment  | For the benefit of the Company and to earn better returns in the long run on strategic investment by capturing the opportunities on the right time  |
| 3    | Maximum amount of investment  | Fresh limit of PKR 1,000 million is requested for approval. This is in addition to Investment at cost of PKR 250 million already made upto 30 June, 2021.   |
| 4    | Maximum price at which securities will be acquired  | At par/premium/market/offered/negotiated price prevailing on the date of transaction/investment   |
| 5    | Maximum number of securities to be acquired   | No of securities purchasable under approved limit in accordance with / based on Sr. Nos. 3 & 4 above  |
| 6    | In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof                                  | Not Applicable  |
| 7    | Number of securities and percentage thereof held  | Not Applicable  |
|      | before and after the proposed investment  | After: Increase in securities / percentage in accordance with / based on Sr. No. 3, 4 & 5 above   |
| 8    | In case of investment in listed securities, average of<br>the preceding twelve weekly average price of the<br>security intended to be acquired  | PKR 26.52   |
| 9    | In case of investment in unlisted securities, fair market value of such securities determined in terms of regulation 6 (1)  | Not Applicable  |
| 10   | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements | Total Equity, Total assets and total liability amounting to PKR 17,523 million, PKR 26,155 million and PKR 8,632 million respectively.  Gross profit, (Loss) / Profit before tax and Profit after tax amounting to PKR 912 million, PKR 371 million and PKR 209 million respectively" |
| 11   | Break-up value of securities intended to be acquired on the basis of the latest audited financial statements  | PKR 55.21   |
| 12   | Earning per share of the associated company or associated undertaking for the last three years  | 2020: PKR 0.66<br>2019: PKR 1.83<br>2018: PKR 3.10  |
| 13   | Sources of fund from which securities will be acquired  | From company's own available liquidity and credit lines   |
|      |   |   |

| S.No          | Description   | Information  |
|---------------|---|--|
| 14<br>(i)     | Where the securities are intended to be acquired using borrowed funds Justification for investment through borrowings   | The Company foresee the return on this strategic   |
| (ii)          | Detail of guarantees and assets pledged for obtaining such funds  | investment higher than the borrowing cost Pledge of listed securities and / or charge over assets of the Company, if and where needed.   |
| 15            | Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment  | There is no agreement as this is a Strategic Investment  |
| 16            | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration   | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.  |
| 17            | Any other important details necessary for the members to understand the transaction   | Not Applicable   |
| 18            | In case of investment in securities of a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information, is required, namely |  |
| (i)           | Description of the project and its history since conceptualization  | Not Applicable   |
| (ii)<br>(iii) | Starting and expected dated of completion of work Time by which such project shall become   | Not Applicable<br>Not Applicable   |
| (iv)          | commercially operational Expected time by which the project shall start paying return on investment   | Not Applicable   |
| 19            | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs  | During the financial year 2020, JCL recorded sale of PKR 1,643 million as compared to PKR 1,899 million in the corresponding period last year. The Cost of sales for the period was recorded at PKR 708 million as compared to PKR 772 million in the corresponding period. The gross profit for the year declined by 17% amounting to PKR 191 million. The profitability over the period has declined mainly on account of deficit of PKR 238 million recognised on development cost incurred and development cost recovered from allottees of Phase 1 and increase in finance cost. For Real Estate Sector the announced construction package by the Federal Government should provide some stimulus to the sector to restore normalcy earlier than, otherwise, expected. It is important to note that the construction package by the Federal Government has been backed up by necessary changes required at Provincial level in terms of provincial level taxes and duties Consequently the investment is expected to add value to AHL shareholders. Performance of JCL can be referred in Point 10 to 12 above. |

| S.No          | Description  | Information  |
|---------------|--|--|
| 1             | LOANS AND ADVANCES   |  |
| 1             | Name of the associated company or associated undertaking along with criteria based on which the associated relationship is established   | SAFEMIX CONCRETE PRODUCTS LIMITED An associated undertaking due to investment by the holding Company   |
| 2             | Amount of loans or advances  | Previously sanctioned unutilized limit of PKR 250 million is requested for renewal.  |
|               |  | Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.  |
| 3             | Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances  | To support the functionality , operations and growth of the associate.   |
| 4             | In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof   | During 2020-21, no loan was extended to the associate.   |
| 5             | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs       | During 2020-21, no loan was extended to the associate.   |
| 6             | Financial position, including main items of balance<br>sheet and profit and loss account of the associated<br>company or associated undertaking on the basis of<br>its latest financial statements | Total Equity, Total assets and total liability amounting to PKR 177 million, PKR 490 million and PKR 313 million respectively.  Gross loss, Loss before tax and Loss after tax amounting to PKR 12.99 million, PKR 110 million and PKR 98.77 million respectively" |
| 7             | Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period   | Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2020 - 2021.  |
| 8             | Rate of interest, mark up, profit, fees or commission etc. to be charged   | Higher than the Companys' prevalent average borrowing cost.  |
| 9             | Sources of funds from where loans or advances will be given  | From Company's own available liquidity and credit lines  |
| 10            | Where loans or advances are being granted using borrowed funds   |  |
| (i)           | Justification for granting loan or advance out of borrowed funds   | To support the functionality, operations and growth of the associate.  |
| (ii)<br>(iii) | Detail of guarantees / assets pledged for obtaining such funds, if any Repayment schedules of borrowing of the investing company   | Pledge of listed securities and / or charge over assets of the Company, if and where needed.  Obtained facilities have different maturity dates upto May 31, 2022.   |
| 11            | Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any   | Will be decided with mutual consent at the time of extending the loan.   |
|               |  |  |

| S.No                    | Description  | Information   |
|-------------------------|--|---|
| 12                      | If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable  | Not Applicable  |
| 13                      | Repayment schedule and terms of loans or advances to be given to the investee company  | Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |
| 14                      | Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment  | Not Applicable  |
| 15                      | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration  | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.               |
| 16                      | Any other important details necessary for the members to understand the transaction  | Not Applicable  |
| 17                      | In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely   |   |
| (i) (ii) (iii) (iv) (v) | A description of the project and its history since conceptualization Start date and expected date of completion Time by which such project shall become commercially operational Expected return on total capital employed in the project Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts | Not Applicable Not Applicable Not Applicable Not Applicable   |

| S.No  | Description  | Information   |
|-------|--|---|
| 2     | LOANS AND ADVANCES   |   |
| 1     | Name of the associated company or associated undertaking along with criteria based on which the associated relationship is established   | ARIF HABIB CORPORATION LIMITED An associated undertaking due to Parent Comapny.   |
| 2     | Amount of loans or advances  | Previously sanctioned unutilized limit of PKR 1,500 million is requested for renewal.  Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year.              |
| 3     | Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances  | To support the functionality , operations and growth of the associate.  |
| 4     | In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof   | During 2020-21, no loan was extended to the associate.  |
| 5     | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs | During 2020-21, no loan was extended to the associate.  |
| 6     | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements    | Total Equity, Total assets and total liability amounting to PKR 18,103 million, PKR 18,978 million and PKR 875 million respectively. EBITDA, Loss before tax and Loss after tax amounting to PKR (246) million, PKR (442) million and PKR (569) million respectively" |
| 7     | Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period   | Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2020 - 2021.   |
| 8     | Rate of interest, mark up, profit, fees or commission etc. to be charged   | Higher than the Companys' prevalent average borrowing cost.   |
| 9     | Sources of funds from where loans or advances will be given  | From Company's own available liquidity and credit lines   |
| 10    | Where loans or advances are being granted using borrowed funds   |   |
| (i)   | Justification for granting loan or advance out of borrowed funds   | To support the functionality, operations and growth of the associate.   |
| (ii)  | Detail of guarantees / assets pledged for obtaining such funds, if any   | Pledge of listed securities and / or charge over assets of the Company, if and where needed.  |
| (iii) | Repayment schedules of borrowing of the investing company  | Obtained facilities have different maturity dates upto May 31, 2022.  |
| 11    | Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any   | Will be decided with mutual consent at the time of extending the loan.  |
|       |  |   |

| S.No                    | Description  | Information   |  |  |
|-------------------------|--|---|--|--|
| 12                      | If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable  | Not Applicable  |  |  |
| 13                      | Repayment schedule and terms of loans or advances to be given to the investee company  | Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |  |  |
| 14                      | Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment  | Not Applicable  |  |  |
| 15                      | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration  | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.               |  |  |
| 16                      | Any other important details necessary for the members to understand the transaction  | Not Applicable  |  |  |
| 17                      | In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely   |   |  |  |
| (i) (ii) (iii) (iv) (v) | A description of the project and its history since conceptualization Start date and expected date of completion Time by which such project shall become commercially operational Expected return on total capital employed in the project Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts | Not Applicable Not Applicable Not Applicable Not Applicable Not Applicable  |  |  |

| S.No  | Description  | Information   |
|-------|--|---|
| 3     | LOANS AND ADVANCES   |   |
| 1     | Name of the associated company or associated undertaking along with criteria based on which the associated relationship is established   | POWER CEMENT LIMITED  An associated undertaking due to investment by the holding Company  |
| 2     | Amount of loans or advances  | Fresh limit of PKR 500 million is requested for approval. This is in adition to previously sanctioned unutilized limit of PKR 500 million is requested for renewal. Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |
| 3     | Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances  | To support the functionality , operations and growth of the associate.  |
| 4     | In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof   | During 2020-21, no loan was extended to the associate.  |
| 5     | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs | During 2020-21, no loan was extended to the associate.  |
| 6     | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements    | Total Equity, Total assets and total liability amounting to PKR 9,228 million, PKR 45,194 million and PKR 35,967 million respectively.  Gross loss, Loss before tax and Loss after tax amounting to PKR 97 million, PKR 3,959 million and PKR 3,616 million respectively"   |
| 7     | Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period   | Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0% , 3 month KIBOR + 0.50% to 1.5% in 2020 - 2021.  |
| 8     | Rate of interest, mark up, profit, fees or commission etc. to be charged   | Higher than the Companys' prevalent average borrowing cost.   |
| 9     | Sources of funds from where loans or advances will be given  | From Company's own available liquidity and credit lines   |
| 10    | Where loans or advances are being granted using borrowed funds   |   |
| (i)   | Justification for granting loan or advance out of borrowed funds   | To support the functionality, operations and growth of the  |
| (ii)  | Detail of guarantees / assets pledged for obtaining  | associate.  Pledge of listed securities and / or charge over assets of  |
| (iii) | such funds, if any<br>Repayment schedules of borrowing of the investing<br>company   | the Company, if and where needed.  Obtained facilities have different maturity dates upto May 31, 2022.   |
| 11    | Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, f any  | Will be decided with mutual consent at the time of extending the loan.  |
|       |  |   |

| S.No                    | Description  | Information   |  |  |
|-------------------------|--|---|--|--|
| 12                      | If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable  | Not Applicable  |  |  |
| 13                      | Repayment schedule and terms of loans or advances to be given to the investee company  | Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |  |  |
| 14                      | Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment  | Not Applicable  |  |  |
| 15                      | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration  | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.               |  |  |
| 16                      | Any other important details necessary for the members to understand the transaction  | Not Applicable  |  |  |
| 17                      | In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely   |   |  |  |
| (i) (ii) (iii) (iv) (v) | A description of the project and its history since conceptualization Start date and expected date of completion Time by which such project shall become commercially operational Expected return on total capital employed in the project Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts | Not Applicable Not Applicable Not Applicable Not Applicable Not Applicable  |  |  |

| S.No  | Description  | Information  |
|-------|--|--|
| 4     | LOANS AND ADVANCES   |  |
| 1     | Name of the associated company or associated undertaking along with criteria based on which the associated relationship is established   | Aisha Steel Mills Limited An associated undertaking due to investment by the holding Company   |
| 2     | Amount of loans or advances  | Fresh limit of PKR 500 million is requested for approval. This is in addition to previously sanctioned unutilized limit of PKR 500 million is requested for renewal. Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |
| 3     | Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances  | To support the functionality , operations and growth of the associate.   |
| 4     | In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof   | During 2020-21, no loan was extended to the associate.   |
| 5     | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs | During 2020-21, no loan was extended to the associate.   |
| 6     | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements    | Total Equity, Total assets and total liability amounting to PKR 8,097 million, PKR 34,509 million and PKR 26,411 million respectively.  Gross profit, Loss before tax and Loss after tax amounting to PKR 2,366 million, PKR (1,343) million and PKR 617 million respectively"   |
| 7     | Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period   | Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0% , 3 month KIBOR + 0.50% to 1.5% in 2020 - 2021.   |
| 8     | Rate of interest, mark up, profit, fees or commission etc. to be charged   | Higher than the Companys' prevalent average borrowing cost.  |
| 9     | Sources of funds from where loans or advances will be given  | From Company's own available liquidity and credit lines  |
| 10    | Where loans or advances are being granted using borrowed funds   |  |
| (i)   | Justification for granting loan or advance out of  | To support the functionality, operations and growth of the   |
| (ii)  | borrowed funds Detail of guarantees / assets pledged for obtaining   | associate.  Pledge of listed securities and / or charge over assets of   |
| (iii) | such funds, if any Repayment schedules of borrowing of the investing company   | the Company, if and where needed. Obtained facilities have different maturity dates upto May 31, 2022.   |
| 11    | Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any   | Will be decided with mutual consent at the time of extending the loan.   |
|       |  |  |

| S.No                    | Description  | Information   |  |  |
|-------------------------|--|---|--|--|
| 12                      | If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable  | Not Applicable  |  |  |
| 13                      | Repayment schedule and terms of loans or advances to be given to the investee company  | Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |  |  |
| 14                      | Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment  | Not Applicable  |  |  |
| 15                      | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration  | Directors of the Company have no interest in the investee Company except in their capacity as Sponsor / Director / Shareholder of Investee Company.               |  |  |
| 16                      | Any other important details necessary for the members to understand the transaction  | Not Applicable  |  |  |
| 17                      | In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely   |   |  |  |
| (i) (ii) (iii) (iv) (v) | A description of the project and its history since conceptualization Start date and expected date of completion Time by which such project shall become commercially operational Expected return on total capital employed in the project Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts | Not Applicable Not Applicable Not Applicable Not Applicable   |  |  |

| S.No  | Description  | Information  |  |  |  |
|-------|--|--|--|--|--|
| 5     | LOANS AND ADVANCES   |  |  |  |  |
| 1     | Name of the associated company or associated undertaking along with criteria based on which the associated relationship is established   | JAVEDAN CORPORATION LIMITED An associated undertaking due to investment by the holding Company   |  |  |  |
| 2     | Amount of loans or advances  | Fresh limit of PKR 500 million is requested for approval This is in adition to previously sanctioned unutilized limit PKR 500 million is requested for renewal. Above facilities will be in the nature of running finance for a period of or year and shall be renewable in next general meeting for further period of one year. |  |  |  |
| 3     | Purpose of loans or advances and benefits likely to accrue to the investing company and its members from such loans or advances  | To support the functionality , operations and growth of the associate.   |  |  |  |
| 4     | In case any loan has already been granted to the said associated company or associated undertaking, the complete details thereof   | During 2020-21, no loan was extended to the associate.   |  |  |  |
| 5     | In case an investment in associated company has already been made, the performance review of such investment including complete information / justification for any impairments / write-offs | During 2020-21, no loan was extended to the associate.   |  |  |  |
| 6     | Financial position, including main items of balance sheet and profit and loss account of the associated company or associated undertaking on the basis of its latest financial statements    | Total Equity, Total assets and total liability amounting to PKR 17,523 million, PKR 26,155 million and PKR 8,632 million respectively.  Gross profit, (Loss) / Profit before tax and Profit after tax amounting to PKR 912 million, PKR 371 million and PKR 209 million respectively"  |  |  |  |
| 7     | Average borrowing cost of the investing company or in case of absence of borrowing the Karachi Inter Bank Offered Rate for the relevant period   | Average borrowing cost of the investing Company ranges from 1 month KIBOR + 0.5% to 1.0%, 3 month KIBOR + 0.50% to 1.5% in 2020 - 2021.  |  |  |  |
| 8     | Rate of interest, mark up, profit, fees or commission etc. to be charged   | Higher than the Companys' prevalent average borrowing cost.  |  |  |  |
| 9     | Sources of funds from where loans or advances will be given  | From Company's own available liquidity and credit lines  |  |  |  |
| 10    | Where loans or advances are being granted using borrowed funds   |  |  |  |  |
| (i)   | Justification for granting loan or advance out of  | To support the functionality, operations and growth of the   |  |  |  |
| (ii)  | borrowed funds Detail of guarantees / assets pledged for obtaining   | associate.  Pledge of listed securities and / or charge over assets of   |  |  |  |
| (iii) | such funds, if any<br>Repayment schedules of borrowing of the investing<br>company   | the Company, if and where needed. Obtained facilities have different maturity dates upto May 31, 2022.   |  |  |  |
| 11    | Particulars of collateral security to be obtained against loan to the borrowing company or undertaking, if any   | Will be decided with mutual consent at the time of extending the loan.   |  |  |  |
|       |  |  |  |  |  |

| S.No                    | Description  | Information   |  |  |
|-------------------------|--|---|--|--|
| 12                      | If the loans or advances carry conversion feature i.e. it is convertible into securities, this fact along with complete detail including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable  | Not Applicable  |  |  |
| 13                      | Repayment schedule and terms of loans or advances to be given to the investee company  | Above facilities will be in the nature of running finance for a period of one year and shall be renewable in next general meeting for further period of one year. |  |  |
| 14                      | Salient features of all agreements entered or to be entered with its associated company or associated undertaking with regards to proposed investment  | Not Applicable  |  |  |
| 15                      | Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration  | Directors of the Company have no interest in the invest-<br>ee Company except in their capacity as Sponsor /<br>Director / Shareholder of Investee Company.       |  |  |
| 16                      | Any other important details necessary for the members to understand the transaction  | Not Applicable  |  |  |
| 17                      | In case of investment in a project of an associated company or associated undertaking that has not commenced operations, in addition to the information referred to above, the following further information is required, namely   |   |  |  |
| (i) (ii) (iii) (iv) (v) | A description of the project and its history since conceptualization Start date and expected date of completion Time by which such project shall become commercially operational Expected return on total capital employed in the project Funds invested or to be invested by the promoters distinguishing between cash and non-cash amounts | Not Applicable Not Applicable Not Applicable Not Applicable Not Applicable  |  |  |

# ANNEXURE - C

Statement under Section 134(3) of the Companies Act, 2017, in compliance with Regulation 4(2) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2012, for decision to make investment under the authority of a resolution passed earlier pursuant to provisions of section 208 of the Companies Ordinance, 1984 (repealed) is not implemented either fully or partially:

The Company in its previous general meetings had sought approvals under section 208 of the Companies Ordinance, 1984 (repealed) for investments in the following Associated Companies and Associated Undertakings in which investment has not been made so far, either fully or partially. Approval of renewal of unutilised portion of equity investments and sanctioned limit of loans and advances is also hereby sought for the companies, in which directors of the company have no inertest except in their capacity as director/shareholder, as per following details:

# Name of associated company / undertaking : Arif Habib Corporation Limited

| S. No.   | Description  | Investment in Securities |                | Loans / Advances and Corporate Gurantees  |                                  |  |
|----------|--|--------------------------|----------------|---|----------------------------------|--|
| a)       | total investment approved;   |                          | -              | 1,500,000,000   |                                  |  |
| b)       | amount of investment made to date;   |                          | -              |   | -                                |  |
| c)       | reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and                                   | F                        |                | Facility is in the nature of Running Finance to be availed as and when needed in the interest of the shareholders |                                  |  |
| d)       | material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such | 2020                     | 2019           | 2020  | 2019                             |  |
|          | company :  Earnings per share - basic & diluted  | (1.38)                   | (0.10)         | (1.55)  | (0.10)                           |  |
| <u>'</u> | Net (Loss) / Profit  | (569,875,093)            | (2.12)         | (1.38)  | (2.12)                           |  |
| — "      | Shareholders Equity  | 18,103,036,343           | 19,877,951,283 | (569,875,093)   | (963,841,051)                    |  |
| iv       | Total Assets   | 18,978,026,120           | 26,708,568,580 | 18,103,036,343  | 19,877,951,283<br>26,708,568,580 |  |
|          | Break-up value   | 44.33                    | 43.81          | 18,978,026,120<br>44.33   | 43.81                            |  |
|          | RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:   | Unutilised               | -              | Sanctioned  | 1,500,000,000                    |  |

# Name of associated company / undertaking : Safe Mix Concrete Products Limited

2

| S. No. | Description  | Investment                                       | in Securities | Loans / Advances and Corporate Gurantees  |              |
|--------|--|--|---------------|---|--------------|
| a)     | total investment approved;   |  | 250,000,000   | 250,000,000   |              |
| b)     | amount of investment made to date;   |  | 94,300,696    | -   |              |
| c)     | reasons for not having made complete investment so far whereresolution required it to be implemented in specified time; and  | in the interest of the shareholders for complete |               | Facility is in the nature of running finance and availed as and when needed in the interest of the shareholders |              |
| d)     | material change in financial statementsof associated company or associated undertaking since date of the resolution passed for approval of investment in such company: | 2020   | 2019          | 2020  | 2019         |
| i      | Eanings per share  | (3.95)   | (1.19)        | (3.95)  | (1.19)       |
| ii     | Net (Lose)/Profit  | (98,777,041)                                     | (29,771,054)  | (98,777,041)  | (29,771,054) |
| iii    | Shareholders Equity  | 177,356,035                                      | 188,148,433   | 177,356,035   | 188,148,433  |
| iv     | Total Assets   | 490,062,787                                      | 608,474,409   | 490,062,787   | 608,474,409  |
| V      | Break-up value   | 7.09   | 7.53          | 7.09  | 7.53         |
|        | RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:   | Unutilised                                       | 155,699,304   | Sanctioned  | 250,000,000  |

# Name of associated company / undertaking : Power Cement Limited

| S. No. | Description   | Investment      | in Securities  | Loans / Advances and Corporate Gurantees |                |  |
|--------|---|-----------------|----------------|--|----------------|--|
| a)     | total investment approved;  |                 | 250,000,000    | 500,000,000                              |                |  |
| b)     | amount of investment made to date;  |                 | 143,048,035    |  | -              |  |
| c)     | reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and"   |                 |                | nd<br>hen needed in                      |                |  |
| d)     | material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company: | 2020            | 2019           | 2020                                     | 2019           |  |
| i      | Eanings per share   | (3.40)          | 0.55           | (3.40)                                   | 0.55           |  |
| ii     | Net Profit  | (3,616,452,000) | 931,268,000    | (3,616,452,000)                          | 931,268,000    |  |
| iii    | Shareholders Equity   | 9,228,394,000   | 12,221,540,000 | 9,228,394,000                            | 12,221,540,000 |  |
| iv     | Total Assets  | 45,194,965,000  | 40,008,403,000 | 45,194,965,000                           | 40,008,403,000 |  |
| V      | Break-up value  | 8.68            | 11.49          | 8.68                                     | 11.49          |  |
|        | RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:  | Unutilised      | 106,951,965    | Sanctioned                               | 500,000,000    |  |

# 4 Name of associated company / undertaking : Aisha Steel Mills Limited

| S. No. | Description  | Investment   | in Securities  | Loans / Advances and Corporate Gurantees  |                |
|--------|--|--|----------------|---|----------------|
| a)     | total investment approved;   |  | 250,000,000    | 500,000,000   |                |
| b)     | amount of investment made to date;   |  | 250,000,000    |   | -              |
| C)     | reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and"  | Waiting for an appropriate time in the interest of the shareholders for complete utilisation |                | Facility is in the nature of running finance and availed as and when needed in the interest of the shareholders |                |
| d)     | material change in financial statementsof associated company or associated undertaking since date of the resolution passed for approval of investment in such company: | 2020   | 2019           | 2020  | 2019           |
| i      | Eanings per share - Basic  | (0.89)   | 0.26           | (0.89)  | 0.26           |
| ii     | Net (Lose)/Profit  | (616,573,000)  | 253,698,000    | (616,573,000)   | 253,698,000    |
| iii    | Shareholders Equity  | 8,097,437,000  | 8,746,828,000  | 8,097,437,000   | 8,746,828,000  |
| iv     | Total Assets   | 34,509,399,000   | 32,730,909,000 | 34,509,399,000  | 32,730,909,000 |
| V      | Break-up value   | 9.96   | 11.43          | 9.96  | 11.43          |
|        | RENEWAL IN PREVIOUS LIMITS REQUESTED FOR PORTION I.E.:   | Unutilised   | -              | Sanctioned  | 500,000,000    |

# Name of associated company / undertaking : Javedan Corporation Limited

| S. No. | Description   | Investment   | in Securities  | Loans / Advances and Corporate Gurantees  |                |
|--------|---|--|----------------|---|----------------|
| a)     | total investment approved;  |  | 250,000,000    | 500,000,000   |                |
| b)     | amount of investment made to date;  |  | 250,000,000    | -   |                |
| c)     | reasons for not having made complete investment so far where resolution required it to be implemented in specified time; and"   | Waiting for an appropriate time in the interest of the shareholders for complete utilisation |                | Facility is in the nature of running finance and availed as and when needed in the interest of the shareholders |                |
| d)     | material change in financial statements of associated company or associated undertaking since date of the resolution passed for approval of investment in such company: | 2020   | 2019           | 2020  | 2019           |
| i      | Eanings per share - Basic   | 0.66   | 1.83           | 0.66  | 1.83           |
| ii     | Net Profit  | 209,156,000  | 579,880,000    | 209,156,000   | 579,880,000    |
| iii    | Shareholders Equity   | 17,523,409,000   | 17,284,413,000 | 17,523,409,000  | 17,284,413,000 |
| iv     | Total Assets  | 26,154,969,000   | 25,283,074,000 | 26,154,969,000  | 25,283,074,000 |
| V      | Break-up value  | 55.21  | 59.91          | 55.21   | 59.91          |
|        | RENEWAL IN PREVIOUS LIMITS<br>REQUESTED FOR PORTION I.E.:   | Unutilised   | _              | Sanctioned  | 500,000,000    |