

17 February 2022

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

**Certified Copy of Resolutions Passed in Extraordinary General Meeting of Waves Singer Pakistan Limited ("the Company")**

Dear Sir,

Under the Clause 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange Limited ("PSX"), it is informed that an Extraordinary General Meeting of the Company held on Tuesday, 15 February 2022 at 11:00 am at 9-Km Multan Road, Lahore, herewith we are enclosing certified copies of the resolutions duly passed and adopted.

Yours truly

For and on behalf of  
Waves Singer Pakistan Limited



Wasif Ali Rana  
Company Secretary



**CERTIFIED COPY OF THE RESOLUTIONS PASSED AND ADOPTED IN EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON FEBRUARY 15, 2022**

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**Ordinary Business:**

**1) To confirm the minutes of the previous annual general meeting**

*“RESOLVED THAT, the minutes of the Annual General Meeting of the Company held on April 23, 2021, be and are hereby approved, ratified and confirmed.”*

**Special Business:**

**2) To agree, approve and adopt the Scheme between the Company and its members and Samin Textiles Limited (“SMTM”) and its members by passing the following resolutions**

*“RESOLVED THAT the Scheme of Arrangement dated December 23, 2021 (the “Scheme”), placed before the meeting for consideration and approval, in terms of which a specific undertaking of the Company, as more particularly described in the Scheme, shall be carved out and demerged from the Company and shall be transferred to, stand vested in and assumed by the Samin Textiles Limited, in consideration of which, SMTM shall allot and issue certain number of shares to the Company and its shareholders and be liable to pay certain cash consideration to the Company, each as determined and calculated in accordance with the Scheme is hereby approved and adopted, along with any modifications / amendments required or conditions imposed by the Honorable Lahore High Court, Lahore (the Court), subject to sanction by the Court, in terms of the provisions of the Companies Act, 2017.*

*RESOLVED FURTHER THAT, Mr. Haroon Ahmad Khan, Chief Executive Officer of the Company, and / or Mr. Wasif Ali Rana, Company Secretary of the Company, be and are hereby authorized singly / jointly on behalf of Waves Singer Pakistan Limited to take or cause to be taken any or all acts, deeds and things as may be considered necessary or appropriate for implementation of the Scheme and all actions necessary for implementation and completion of the Scheme.”*

**3) To approve the change of name of the Company and in this respect to pass the following resolutions as special resolutions**

*“RESOLVED THAT, subject to the approval of the Securities and Exchange Commission of Pakistan (“SECP”) in accordance with Section 12 of the Companies Act, 2017, the name of the Company be changed from “Waves Singer Pakistan Limited” to “Waves Corporation Limited”, and consequently the name be changed in the Memorandum and Articles of Association of the Company and all formalities be completed in respect thereof.*

**WASIF ALI RANA**  
Company Secretary  
Waves Singer Pakistan Limited  
Certified True Copy



*FURTHER RESOLVED THAT the Chief Executive Officer and/or Company Secretary of the Company be and are hereby severally authorized and empowered to suggest, adopt and execute / effectuate any other suitable name in case of non-availability of the new name due to any reason(s) or circumstances, without the need for passing any fresh resolutions by the members.*

*FURTHER RESOLVED THAT the Chief Executive Officer and/or Company Secretary of the Company be and are hereby severally empowered and authorized to do all such acts, deeds and things as they may in their absolute discretion deem necessary or incidental to implement the above resolutions including, but not limited, to complete all legal formalities and file all necessary documents with SECP, and seek any approvals.”*

**4) To transact any other business with the permission of the Chair:**

There was no other business for discussion on the agenda, the meeting was declared closed with a vote of thanks to the Chair.



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**WASIF ALI RANA**  
Company Secretary  
Waves Singer Pakistan Limited  
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