



FAZAL CLOTH MILLS LIMITED



March 11, 2022

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

Sub: Certified Copies of Resolutions passed at the Extra-Ordinary General Meeting of Fazal Cloth Mills Limited

Dear Sir,

Pursuant to Regulation 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange, we enclose herewith certified copies of resolutions approved and adopted by the members of the company at the Extra Ordinary General Meeting of the company held on March 10, 2022.

Yours sincerely,

Asad Mustafa
Company Secretary

Head Office: 59/3, Abdali Road, Multan.

Ph: +92 061 4579001-7, +92-61-4782796, +92-61-4573339-8, Fax: +92-061-4541832

E-mail: info@fazalcloth.com, Website: www.fazalcloth.com

Registered Office: 69/7, Abid Majeed Road, Survey # 248/7, Lahore Cantt, Ph: +92 042-36684909



FAZAL CLOTH MILLS LIMITED



CERTIFIED TRUE COPY OF RESOLUTION PASSED BY THE SHAREHOLDERS OF M/S. FAZAL CLOTH MILLS LIMITED (THE "COMPANY") IN EXTRA ORDINARY GENERAL MEETING HELD ON MARCH 10, 2022.

SPECIAL BUSINESS

RESOLVED THAT approval be and is hereby accorded and Fazal Cloth Mills Limited (the "Company") be and is hereby authorized to change the terms and conditions of the long-term investments in Fatima Energy Limited (the "FEL") approved by the shareholders under Section 199 by including conversion feature whereby the loans/advances provided / to be provided to the FEL pursuant to the already passed special resolutions on May 30, 2017, October 27, 2018 and November 26, 2020 may be convertible into non-cumulative, redeemable, non-voting, participatory Preference Shares of the FEL, as may be decided by the Board of Directors of the Company from time to time in accordance with the terms and conditions provided in the statement of material facts annexed to the notice of the meeting.

RESOLVED FURTHER THAT the above investment in Preference Shares of FEL categorized as equity investment up to the extent of PKR 9,000 million in conversion of loan/advances already provided/to be provided to FEL on the terms and conditions disclosed in the statement of material facts annexed to the notice of meeting be and is hereby approved. The investment by way of convertible loan/advance as approved above shall be adjusted against the rights offer from FEL and/or by subscribing to any un-subscribed portion of rights offered to the Company, in a manner as approved by the Board of Directors in the best interest of the Company.

RESOLVED FURTHER THAT the Chief Executive Officer and Company Secretary be and is hereby singly authorized to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions.

RESOLVED FURTHER THAT each of the aforesaid special resolutions shall remain valid and in full force and effect until the Company's obligations are discharged or until it is revoked or amended by another special resolution.

Certified True Copy

**ASAD MUSTAFA
(Company Secretary)**

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