



DADEX

CS-31/PSX/EOGM(RESO)/2021-2022
May 17, 2022

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

Sub: EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON
May 17, 2022

Sub Ref: Resolutions adopted and passed in the EOGM by the Shareholders

Dear Sir,

Kindly refer to our earlier letter CS-26PSX/EOGM AFT/2021-2022 dated: 27th April 2022, where, we had intimated to the Exchange regarding publishing of EOGM Notice in the newspapers, English and Urdu on April 25th, 2022, whereas, Notice was also dispatched to the shareholders at their registered address on the same date.

Moreover, the Company convened its EOGM held today (17th May 2022) at the Head Office of the Company, Dadex House: 34-A/1, Block 6, PECHS, Shahrah-e-Faisal, Karachi-75400 at 11:00 am. As per statutory requirement, the meeting was in the quorum for the adoption of Special Business.

The following information is provided to the Exchange in accordance with PSX Listing Regulation No. 5.6.9 (b) filing of certified copies of resolutions as the same has been adopted and become effective.

Therefore, in view of this the shareholders of the Company who were in attendance, have passed the following resolutions as special resolutions with or without modification in the above-mentioned meeting.

It is also informed that as per 5.7.2 of PSX Listing Regulations, the minutes of the EOGM of the Company shall be duly furnished to the Exchange in due course of time.

Sincerely;

Faisal Saeed Khan
Company Secretary

Encl: As above.



SPECIAL BUSINESS:

- 1) Considered and approved the sale of Lahore Office Land and Building, located at Plot No. 36-37/N, Industrial Area, Jinnah Park, Gulberg -II, Lahore, and also consider to approve the sale of Karachi Factory with Land, Building, and Plant & Machinery located at DEH # 21-22, Manghopir, Karachi 75890, **Called "Properties and Assets sale"** by passing following resolution(s) as special resolution(s) with or without any modification, addition, or deletion in terms of Section 183(3)(a) of the Companies Act, 2017:

"RESOLVED THAT the consent of shareholders be and is hereby accorded to the disposal and sale of Company's Land and Building located at Plot No. 36-37/N, Industrial Area, Jinnah Park, Gulberg -II, Lahore comprised of freehold land, building on freehold land and also approve the sale of Karachi Factory Leasehold land and building on Leasehold land along with Plant & Machinery of the Factory located at DEH # 21-22, Manghopir, Karachi 75890.

RESOLVED FURTHER THAT, as part and parcel of the foregoing consent, Board of Directors be and are hereby authorized and empowered for "Properties and Assets sale". The Board may delegate its powers to the Chairman and / or Chief Executive Officer (CEO) or including with or without any Director of the Company or any other person on such terms and conditions they deem fit, to act on behalf of the Company in doing and performing all acts, matters, things and deeds to implement and / or give effect to the "Properties and Assets sale" and the transactions contemplated by it, which shall include, but not be limited to:-

- a) conducting negotiations, obtaining quotations etc., with interested parties in such manner and on such terms and conditions as are in the best interest of the Company and its shareholders and which secure the best available market price for the "Properties and Assets sale";
- b) selling the "Properties and Assets sale" to any individual, firm(s) / partnership, bank(s) or private / public limited companies or organization(s) or to any other person and, for that purpose, negotiating with financial institution(s) for vacating lien/charges against assets if any, entering into an agreement to sell, sale deed or any other agreement with the buyer(s) or any other person, receiving the sale consideration, executing, preparing and signing any sale deed, conveyance deed and / or transfer documents in favor of the buyer(s) or another person to effect the "Properties and Assets sale" in favor of the buyer(s) or any other person by representing the same before all parties & authorities concerned and admitting execution thereof;
- c) representing before the Sub-Registrar or any other competent authority and getting any sale deed or other document(s) registered and collecting consideration amount in respect of the "Properties and Assets sale", and
- d) generally performing and executing in respect of the "Properties and Assets sale" all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the "Properties and Assets sale" transactions.



Certified True Copy


Dade Eternit Ltd.
Company Secretary

FURTHER RESOLVED THAT Chairman and / or Chief Executive Officer, and / or any Director and Company Secretary, or such other person(s) as may be authorized by any of them (the "**Authorized Persons**"), be and are hereby, jointly or severally, authorized and empowered to take all necessary steps, make the requisite decisions from time to time, do all such acts, deeds and things, obtain necessary approvals, and to execute and deliver all such deeds, agreements, declarations, undertakings and guarantees, including any ancillary document thereto or provide any such documentation for and on behalf and in the name of the Company as may be necessary or required or as they or any of them may think fit for or in connection with or incidental for the purposes of carrying out the proposed resolutions.

FURTHER RESOLVED that the Company be and is hereby authorized to take all actions incidental or ancillary thereto with regard to "Properties and Assets sale".

FURTHER RESOLVED that the Board be and is hereby empowered to agree upon modification in these resolutions that may be directed / required by the SECP/PSX or any other competent authority / regulator without the need for any other further approval of the shareholders.

RESOLVED FURTHER THAT all actions heretofore taken by Chairman and /or CEO and / or any Director or Authorized Person(s) on behalf of the Company in respect of the above matters are hereby confirmed, ratified, and adopted by the Company in full.

ALSO RESOLVED THAT Chairman and / or, Chief Executive Officer and or the Company Secretary of the Company be and are hereby severally authorized to sign and submit required statutory returns, announcements, e-filings with the Registrar of Companies, CRO, SECP, Pakistan Stock Exchange and or any other authority / regulator and to do all such acts, deeds and things as may be necessary to do in this regard.

ALSO RESOLVED that certified copies of resolutions as present form or modified by Chairman/CEO/Company Secretary be communicated to the concerned authorities and shall remain in force until notice in writing to the contrary be given."

"A statement under Section 134(3) of the Companies Act, 2017, concerning the Special Resolutions, along with the Notice was circulated to the members of the Company and was deemed an integral part thereof."

Certified True Copy

Dedex Eternit Ltd.
Company Secretary

