

# Hashimi Can Company Limited



Office No.1, Ground Floor, Building No.31C,  
Noor Heights, Jami Commercial Street 2,  
Phase VII, DHA. Karachi.

Phone : 0300 8254705  
Fax : 92-21-5875523  
E-Mail : z\_m6@hotmail.com  
Web site : www.hashimican.com

HACC/PSX/2022-

July 22, 2022

## General Manager

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

## SUBJECT: RESOLUTIONS PASSED BY THE SHAREHOLDERS IN EXTRAORDINARY GENERAL MEETING

Dear Sir,

We are pleased to inform you that following resolutions have been unanimously passed by the shareholders of the Company in their Extraordinary General Meeting held on July 22, 2022 at 1030hrs at 4-P Perdesi House, Old Queens Road, Karachi.

### ORDINARY BUSINESS

#### 1. TO CONFIRM THE MEETING OF THE 60th ANNUAL GENERAL MEETING HELD ON OCTOBER 18, 2021 AND PROGRESS ON KEY MATTERS.

**RESOLVED THAT** the minutes of the previous AGM held on October 18, 2021, as well as the matters of validation/approval of the disposal of land and the sponsors' loan, are unanimously approved by the shareholders.

#### 2. To ELECT SEVEN (07) DIRECTORS AS FIXED BY THE BOARD UNDER THE PROVISIONS OF THE COMPANIES ACT, 2017 FOR A PERIOD OF THREE YEARS COMMENCING FROM JULY 22, 2022.

**RESOLVED THAT** the following director are hereby unanimously elected for a period of Three Years Commencing from July 22, 2022.

#### Shareholder Directors

- 1) Mr. Aftab Ahmad Chaudhry
- 2) Ms. Maaria Ahmad
- 3) Mr. Mansoor Ahmed Soomro
- 4) Mr. Rashid Matin Khan

#### Independent Directors

- 5) Mr. Muhammad Iqbal
- 6) Ms. Farzin Khan (Female representation)
- 7) Mr. Usman Ali Shah

### SPECIAL BUSINESS - SPECIAL RESOLUTIONS

#### 3. CHANGE OF NAME OF THE COMPANY

**RESOLVED THAT** approval of the shareholders of Hashimi Can Limited (The Company), be and is hereby accorded to change the name of the Company from Hashimi Can Limited to "MetaTech Health Limited", subject to approval of the Registrar of the Companies, Karachi or the SECP.

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**FURTHER RESOLVED THAT** Memorandum and Articles of Association of the Company be changed to that extent that wherever name of the Company Hashimi Can Limited is appearing that name be replaced with MetaTech Health Limited.

**FURTHER RESOLVED THAT** approval be and is hereby accorded to Chief Executive to suggest and adopt and execute any other suitable name in case of non-availability due to any reason(s) or circumstances.

**FURTHER RESOLVED THAT** the Chief Executive Officer and/or Company Secretary of the Company be and is hereby singly empowered and authorized to take all steps and actions necessary, incidental and ancillary as may be required in this regard and to do all acts, matters, and things as may be necessary or expedient for the purpose of filing necessary documents, obtaining the approval of the Registrar of Companies, Islamabad or the SECP in respect of change the name of the Company, in the best interest of the Company and the shareholders.

#### **4. INCREASE IN AUTHORIZED SHARE CAPITAL**

**RESOLVED THAT** the authorized share capital of the Company be and is hereby increased from Rs. 50,000,000/- (Rupees Fifty Million Only) divided into 5,000,000 ordinary shares of Rs.10/- each upto **Rs. 600,000,000/-** (Rupees Six Hundred Million Only) divided into 60,000,000 ordinary shares of Rs. 10/- each ranking pari-passu in every respect with the existing ordinary shares of the Company.

**FURTHER RESOLVED THAT** in consequence of the aforesaid increase in the authorized share capital of the Company, the existing Clause V of the Memorandum of Association of the Company be and hereby replaced accordingly, to read as follows:

##### **Clause V of the Memorandum of Association of the Company**

The authorized capital of the company is Rs 600,000,000/- (Rupees Six Hundred Million only) divided into 60,000,000 (Sixty Million) ordinary shares of Rs. 10/- (Rupees Ten only) each.

**FURTHER RESOLVED THAT** the Chief Executive Officer and/or Company Secretary of the Company be and is hereby singly empowered and authorized to take all steps and actions necessary, incidental and ancillary as may be required in this regard and to do all acts, matters, and things as may be necessary or expedient for the purpose of increase in authorized share capital and amendment/ alteration in Memorandum and Articles of Association of the Company.

#### **5. CHANGE IN THE PRINCIPAL BUSINESS OF THE COMPANY UNDER OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION**

**RESOLVED THAT** the approval be and is hereby accorded to replace the existing Object clause under Clause III of the Memorandum of Association with the following clause and sub-clauses.

##### **Clause III of the Memorandum of Association of the Company**

1) The principal line of business of the Company is to establish, run, control, manage and operate hi-tech/med-tech hospitals, pharmacies, nursing homes, maternity homes, clinics, laboratories, operation theaters, dental/denture clinics/facilities, healthcare centers, trading of health care products and provide all healthcare and surgical related facilities of different diseases, indoor and outdoor treatment services to the patients and treatment of viral, bacterial and chronic diseases and all other allied services thereof, subject to permission of relevant authorities.

#### **6. Adoption of Articles of Association partly as per Table A by the Company with certain modifications**

**RESOLVED THAT** the approval be and is hereby accorded to replace the existing Articles of Association of the Company with the new Articles of Association partly as **per Table A** of the Articles of Association under Companies Act, 2017 with certain necessary modifications and additions.



**FURTHER RESOLVED THAT** the Chief Executive Officer and/or Company Secretary of the Company be and is hereby singly empowered and authorized to take all steps and actions necessary, incidental and ancillary as may be required in this regard and to do all acts, matters, and things as may be necessary or expedient for the purpose of alter/ amend/ change in Memorandum and Articles of Association of the Company.

## **7. APPROVAL AND ADOPTION OF REVIVAL BUSINESS PLAN**

**RESOLVED THAT** the approval be and is hereby accorded to adopt the “**Revival Business Plan**” of the Company.

**FURTHER RESOLVED THAT** the approval be and is hereby given to issue shares at discount but not exceeding **Rs. 1.00** per share for the additional number of shares by way of right issue or otherwise that should not exceed **49,566,448** ordinary shares of the Company.

**FURTHER RESOLVED THAT** in consequence of the said approval, the **Revival Business Plan** be submitted to the Securities and Exchange Commission of Pakistan, Pakistan Stock Exchange Limited, the honorable Sindh High Court or honorable Lahore High Court (if situation arises) and any other relevant authority.

**FURTHER RESOLVED THAT** the Company shall continue to maintain its listing status and no buy-back of shares plan shall be undertaken by the Company.

**FURTHER RESOLVED THAT** approval be and is hereby accorded to the management of the Company to make every effort to remove its name from defaulter segment of the Pakistan Stock Exchange Limited (PSX) and to approach the Securities and Exchange Commission of Pakistan for resuming the normal trading status at PSX without any pre-condition owing to the approval of the instant Revival Business Plan by the shareholders of the Company.

**FURTHER RESOLVED THAT** approval be and is hereby accorded to the management/Board of the Company under Sections 199 and 208 of the Companies Act, 2017 to purchase/invest in the shares of associated companies, purchase products, obtain services, procure licenses and other intangible and tangible assets from any associates/collaborating partners or otherwise including the services of Modaraba Al-Mali for the revival of the Company at cost, as considered deem fit by the Board of Directors of the Company.

**FURTHER RESOLVED THAT** approval be and is hereby accorded to rescind/supersede all previous unexecuted resolutions passed by the shareholders in the previous annual general meetings/ extraordinary general meetings, if any, including but not limited to increase of capital, change of business, alteration in memorandum and Articles of Associations, right issue declaration etc. which were passed by the shareholders but could not be effectuated due to whatsoever reason(s).

**FURTHER RESOLVED THAT** the Chief Executive be and is hereby authorized to make necessary amendments, deletions, additions in the aforesaid resolutions and “**Revival Business Plan**” as he deems necessary on directions or suggestions from competent authority(ies) and take all necessary steps and execute all necessary documents towards fulfillment of all legal and corporate requirements involved as may be necessary or expedient for the purpose of fully giving effect to and implementing the letter, spirit and intent of the foregoing resolutions.

## **SPECIAL BUSINESS – ORDINARY RESOLUTION**

### **8. APPROVAL FOR PROVISIONING AGAINST IMPAIRMENT/WRITE OFF IN THE ACCOUNTS AGAINST RECEIVABLES/ ASSETS TO CLEAN THE BOOKS OF ACCOUNTS UNDER “REVIVAL BUSINESS PLAN**

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**RESOLVED THAT** the approval be and is hereby accorded to make provisioning/ write-off the amount against doubtful receivables assets and liabilities and to clean the books of accounts to implement the “Revival Business Plan” of the Company.

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

For and on behalf of  
Hashimi Can Company Limited

Sincerely,

**Muhammad Usman**  
Company Secretary



CC:

1. The Director/ HOD, Surveillance, Supervision and Enforcement, SMD, SECP-ISD
2. The Executive Director, Corporate Supervision Department, SECP-ISD