

As required under Rule 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, please find below herewith copy of the Ordinary and Special Resolutions passed by the shareholders of TPL Insurance Limited in its Extraordinary General Meeting held on September 19, 2022.

ORDINARY BUSINESS:

1. To approve the minutes of the Extraordinary General Meeting held on July 06, 2022.

“RESOLVED THAT the minutes of Extraordinary General Meeting of TPL Insurance Limited held on July 06, 2022 at 11:00 am be and are hereby approved.”

SPECIAL BUSINESS:

2. To consider and if thought fit, to pass with or without modification, special resolution in terms of Section 85 of the Companies Act 2017 to authorize the Company to increase the authorized share capital of TPL Insurance Limited, by PKR 1,000,000,000/- (Pak Rupees One Billion) i.e. from PKR 1,500,000,000/- (Pak Rupees One Billion Five Hundred Million) to PKR 2,500,000,000/- (Pak Rupees Two Billion Five Hundred Million) and to make the necessary amendments to the Memorandum of Association of the Company.

“RESOLVED THAT pursuant to section 85 of the Companies Act, 2017, approval of the members be and is hereby accorded to the Board of Directors of the Company, to increase the authorized share capital of TPL Insurance Limited, by PKR 1,000,000,000/- (Pak Rupees One Billion) i.e. from PKR 1,500,000,000/- (Pak Rupees One Billion Five Hundred Million) to PKR 2,500,000,000/- (Pak Rupees Two Billion Five Hundred Million).”

“FURTHER RESOLVED THAT the Memorandum of Association of the Company, be and is hereby amended, subject to any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfilment of all formalities / procedures required under the applicable law by revising the following Clause V:

V. The Authorized Capital of the Company is Rs. 2,500 million divided into 250 million ordinary shares of Rs. 10/- each with power to increase and reduce the capital of the Company.”

“FURTHER RESOLVED THAT the Chief Executive Officer and the Company Secretary, be and are hereby 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 resolution, as well as carry out any other act or step which may be ancillary and/or incidental to do the above and necessary to fully achieve the object of the aforesaid resolutions.”

CERTIFIED TO BE TRUE COPY



Danish Qazi
Company Secretary

September 19, 2022

TPL Insurance Ltd.

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