

2ND FLOOR, SHEIKH SULTAN TRUST BLDG. NO. 2, 26, CIVIL LINES BEAUMONT ROAD, KARACHI-75530, PAKISTAN.
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**CERTIFIED COPY OF THE RESOLUTIONS UNANIMOUSLY PASSED BY THE
SHAREHOLDERS OF THE COMPANY IN ITS ANNUAL GENERAL MEETING
HELD ON OCTOBER 27, 2022.**

ORDINARY BUSINESS

Agenda item 2: To receive, consider and adopt Audited Financial statement of the Company together with the Chairman's Review Report, Directors' and Auditors' reports thereon for the year ended June 30, 2022.

RESOLVED that the Annual Audited Accounts of the Company for the financial year ended June 30, 2022 together with the Chairman's Review, Directors' and Auditors' reports thereon to the members be and are hereby approved and adopted.

Agenda item 3: To approve and declare final cash dividend @100% i.e. Rs.10/- per ordinary share for the year ended June 30, 2022, as recommended by the Board of Directors.

RESOLVED that final cash dividend @100% i.e. Rs.10/- (Rupee ten only) per ordinary share for the financial year ended June 30, 2022, be and is hereby approved.

Agenda item 4: To appoint Auditors for the year ending on June 30, 2023 and fix their remuneration.

RESOLVED that M/s. Yousuf Adil, Chartered Accountants, Karachi be and are hereby re-appointed as auditors of the Company for the financial year ending June 30, 2023 and that Chief Executive Officer be and is hereby authorized to negotiate and fix auditor's remuneration in line with ATR-14 of ICAP.

SPECIAL BUSINESS

Agenda Item 1: To ratify and approve transactions conducted with Related Parties for the year ended June 30, 2022 and authorize the Board of Directors of the Company to approve transactions with related parties by passing the following special resolutions with or without modifications:

- a) **RESOLVED** that the transactions conducted with Related Parties as disclosed in Note 37 & 37.1 of the financial statements for the year ended June 30, 2022 be and are hereby ratified, approved and confirmed.
- b) **FURTHER RESOLVED** that the Board of Directors of the Company be and is hereby authorized to approve all related party transactions to be carried out during the financial year 2023. These transactions shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next AGM for their formal ratification/approval.

**CERTIFIED CORRECT COPY
for NAGINA COTTON MILLS LTD.**


Corporate Secretary