

**Through PUCARS & Courier**

Ref. No. KCCL/TCL/23/13

February 21, 2023

✓ **The General Manager**  
Pakistan Stock Exchange Limited,  
Stock Exchange Building,  
Stock Exchange Road,  
Karachi.

**Director/HOD,**  
Surveillance, Supervision and Enforcement Department, SECP,  
63-Jinnah Avenue, NIC Building, Blue Area,  
Islamabad

**Head of operations and CSS**  
Central Depository Company of Pakistan Limited  
CDC House, 99-B, Block B,  
SMCHS Main Shahrah e Faisal,  
Karachi.

**Subject: Certified Copy of Resolutions passed and adopted by the members in their Extra Ordinary General Meeting held on 21-February-2023**

Dear Sir,

Pursuant to Clause 5.6.9(b) of PSX Regulations read with Regulation 10(e) of the Listed Companies (Buy Back of Shares) Regulations, 2019, Kohat Cement Company Limited (the Company) hereby conveys that the following resolutions have been passed and adopted by the shareholders of the Company in their Extra Ordinary General Meeting held today at 11:00 AM at Company's Registered Office, Kohat Cement Factory, Rawalpindi Road, Kohat:

**"Resolved that** approval of members of Kohat Cement Company Limited (the "Company") be and is hereby accorded and the Company be and is hereby authorized in terms of Section 88 and all other applicable provisions of the Companies Act, 2017 read with Listed Companies (Buy-Back of Shares) Regulations, 2019 (the Regulations), for purchase/buy-back upto 5,000,000 (Five Million) of its own issued ordinary shares, having face value of Rs. 10 each, representing approximately 2.49% of the total outstanding shares of the Company at the spot/current price acceptable to the Company prevailing during the purchase period.

**Further Resolved** that ordinary shares purchased pursuant to these special resolution(s) shall be cancelled in accordance with the Regulations.

**Further Resolved** that the purchase/buy-back by the Company of its issued ordinary shares shall be made in cash through Pakistan Stock Exchange Limited (PSX) by utilizing the distributable profits/reserves of the Company and the purchase period shall be from March 1, 2023 to August 19, 2023 (both days inclusive), or till such date the Buy-Back is complete, whichever is earlier.



**Head Office:** 37-P, Gulberg II, Lahore - Pakistan.  
UAN: +92-42-11-111-KCCL (5225) Fax: +92-42-3575-4084, 3587-4990  
Web: www.kohatcement.com



**Further Resolved** that Mr. Muhammad Asadullah Khan, Company Secretary (an "Authorized Person") be and is hereby authorized *singly* to prepare, finalize, execute, issue and file all necessary documents, notices, applications and any ancillary documents, take and do, and / or cause to be taken or done, any / all necessary actions, deeds and things for and on behalf of, and in the name of the Company, as may be necessary or required as deemed fit for giving effect to the aforementioned resolutions or for the Buy-Back, as well as do all acts, matters, deeds and things which are necessary, incidental and/or consequential to the principal or any ancillary matters thereto to fully achieve the objectives of aforesaid resolutions.

**Further Resolved** that Mr. Nadeem Atta Sheikh, Chief Executive Officer, be and is hereby authorized and empowered *singly* to take or cause to be taken all actions including, but not limited to, obtaining any requisite regulatory or third party approvals, wherever required, preparing all documents, engaging legal counsels, financial advisors and consultants for the purpose of the Buy-Back, opening accounts/sub-accounts with the Central Depository Company of Pakistan/ Securities Broker, filing of all the requisite statutory forms, returns and all documents as may be required to be filed with the regulator(s) or any other institution(s), executing all such documents or instruments, including any amendments or substitutions to any of the foregoing as may be required or necessary in respect of the implementing, procuring and completing the Buy-Back and all other matters incidental or ancillary thereto.

**Further Resolved** that the aforesaid resolutions shall be subject to any amendments, modifications, additions or deletions that may be suggested, directed and advised by the regulator(s), which shall, if determined to be prudent or necessary by the Authorized Person, be deemed to be part of these resolutions, without the need of the members to pass fresh special resolutions."

For and on behalf of  
**Kohat Cement Company Limited**



**Muhammad Asadullah Khan**  
Company Secretary



**Head Office:** 37-P, Gulberg II, Lahore - Pakistan.  
UAN: +92-42-11-111-KCCL (5225) Fax: +92-42-3575-4084, 3587-4990  
Web: [www.kohatcement.com](http://www.kohatcement.com)

