



SAZGAR ENGINEERING WORKS LIMITED

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

Ref: Sgl/23-03/ 5373
March 18, 2023

**SUBJECT: CERTIFIED COPY OF RESOLUTIONS PASSED IN EXTRA ORDINARY
GENERAL MEETING HELD ON SATURDAY, MARCH 18, 2023**

Dear Sir,

In compliance with the Regulations 5.6.9(b) of the PSX Rule Book, we hereby enclose certified copy of resolutions passed in the Extra Ordinary General Meeting held on Saturday, March 18, 2023 at 11:00 A.M., at All Seasons Wedding & Banquet Hall, Lala Zar Commercial Market, Thokar Niaz Baig, Opp Yasir Broast, 0.5 KM-Raiwind Road, Lahore.

Yours faithfully,
For Sazgar Engineering Works Limited,

Arshad Mahmood
(Company Secretary)

Encls: As above

Registered Office: 88-Ali Town, Thokar Niaz Baig, Raiwind Road, Lahore. Pakistan ☎ +92-42-35291573-74, 35297861-62
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Car Plant: Maghrabi Tanki-1 Link Road, Near Ijtamah Chowk, Sunder-Raiwind Road, Raiwind, Lahore. Pakistan
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Three Wheeler Plant: 18-KM, Raiwind Road, Lahore. Pakistan ☎ +92-42-35330300-2 ☎ +92-42-35330329



SAZGAR ENGINEERING WORKS LIMITED

CERTIFIED COPY OF RESOLUTIONS PASSED IN EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON SATURDAY, MARCH 18, 2023 AT 11:00 A.M.

This is to certify that the following resolutions were passed in the Extra Ordinary General Meeting of the Company held on 18th day of March, 2023:

ORDINARY BUSINESS:

AGENDA NO. 01

TO ELECT THE DIRECTORS OF THE COMPANY FOR A PERIOD OF THREE YEARS COMMENCING FROM MARCH 20, 2023 IN ACCORDANCE WITH THE PROVISIONS OF THE COMPANIES ACT, 2017. THE BOARD OF DIRECTORS IN THEIR MEETING HAS FIXED THE NUMBER OF DIRECTORS TO BE ELECTED AT NINE (9) IN TERMS OF SECTION 159(1) OF THE COMPANIES ACT, 2017.

The following resolution was passed as an ordinary resolution:

RESOLUTION:

"Resolved that since the number of under mentioned persons including three independent directors, who have offered themselves for election of directors in pursuance of section 159(4) of the Companies Act, 2017, does not exceed the number of directors fixed by the Company's Board under section 159(1) of the Companies Act, 2017 therefore, they be and are hereby declared elected as directors of the company for a period of three years commencing from March 20, 2023:

- | | |
|---|--|
| 1. Mr. Mian Asad Hameed | 2. Mr. Saeed Iqbal Khan |
| 3. Mrs. Saira Asad Hameed | 4. Mr. Mian Muhammad Ali Hameed |
| 5. Mrs. Sana Suleyman | 6. Mr. Humza Amjad Wazir |
| 7. Mr. Umair Ejaz (Independent Director) | 8. Mr. Taha Mahmood (Independent Director) |
| 9. Mr. Muhammad Omer Saeed (Independent Director) | |

SPECIAL BUSINESSES:

AGENDA NO. 02

TO SANCTION THE HOLDING OF OFFICE OF PROFIT UNDER THE COMPANY BY DIRECTORS, MR. SAEED IQBAL KHAN AND MR. MIAN MUHAMMAD ALI HAMEED AS EXECUTIVE DIRECTORS.

To sanction the holding of office of profit under the Company by the director, Mr. Saeed Iqbal Khan:

The following resolution was passed as an ordinary resolution:

RESOLUTION:

"Resolved that the sanction be and is hereby granted in terms of section 171(1)(c)(i) of the Companies Act, 2017 for holding and continuing to hold office of profit under the Company by the director, Mr. Saeed Iqbal Khan as an Executive Director under the designation of "Chief Operating Officer (COO) -Three Wheelers & Automotive parts Division" of the Company for the next tenure of three years commencing from March 20, 2023 on such terms and conditions as are determined by the Board of Directors of the Company and that he be paid by way of remuneration including allowances, perquisites, benefits and such sums as the Board of Directors of the Company may determine from time to time."

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To sanction the holding of office of profit under the Company by the director, Mr. Mian Muhammad Ali Hameed:

The following resolution was passed as an ordinary resolution:

RESOLUTION:

"Resolved that the sanction be and is hereby granted in terms of section 171(1)(c)(i) of the Companies Act, 2017 for holding and continuing to hold office of profit under the Company by the director, Mr. Mian Muhammad Ali Hameed as an Executive Director under the designation of "Chief Operating Officer (COO) – Car Division" of the Company for the next tenure of three years commencing from March 20, 2023 on such terms and conditions as are determined by the Board of Directors of the Company and that he be paid by way of remuneration including allowances, perquisites, benefits and such sums as the Board of Directors of the Company may determine from time to time."

AGENDA NO. 03

TO CONSIDER AND APPROVE INCREASE IN SCALE OF MEETING FEE FOR ATTENDING MEETINGS OF THE BOARD AND ITS COMMITTEES BY NON- EXECUTIVE DIRECTORS INCLUDING INDEPENDENT DIRECTORS ALONG WITH PAYMENT OF TRAVELLING, BOARDING & LODGING.

The following resolutions were passed as special resolutions:

RESOLUTIONS:

"Resolved that the following scale of Meeting Fee for attending meetings of the Board and its Committees of the Company by the Non-Executive Directors including Independent Directors be and is hereby approved and shall be applicable with effect from March 20, 2023:

Description	Board Meeting Fee	Committee Meeting Fee
Non – Executive Directors including Independent Directors	50,000/-	30,000/-

"Further Resolved that payment of Rs. 50,000/- per visit in lump sum on account of travelling, boarding and lodging for attending Board & its Committee's meetings in person by the Non-Executive Directors including Independent Directors residing outside Lahore be and is hereby approved."

Certified to be true copy


Arshad Mahmood
(Company Secretary)

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