

META/PSX/2023/03/01

March 24, 2023

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

SUBJECT: CERTIFIED COPY OF THE RESOLUTIONS PASSED BY THE SHAREHOLDERS IN THEIR EXTRAORDINARY GENERAL MEETING HELD ON MARCH 24, 2023

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 March 24, 2023 at 1030hrs at Office No. 508, 5th Floor, LSE Building, 19-Khayaban-e-Aiwan-e-Iqbal, Lahore.

ORDINARY BUSINESS

- 1. TO CONFIRM THE MEETING OF THE 61ST ANNUAL GENERAL MEETING HELD ON OCTOBER 15, 2022.**

“RESOLVED THAT the minutes of the 61st AGM of the Company held on October 15, 2022 be and are hereby taken as read and confirmed.”

SPECIAL BUSINESS

- 2. TO CONSIDER AND APPROVE THE TRANSFER OF BUSINESS/INVESTMENT OF HEALTHCARE (ENSMILE) BACK TO MODARABA AL-MALI (HAVING BEEN STARTED WITH ITS INVESTED CAPITAL OF PKR 300MN) DUE TO NON-APPROVAL/DELAY/CANCELLATION OF THE ISSUANCE OF SUKUK BY WAY OF RIGHT & TRADING OF TWIN CUSTODY RECEIPT CONCEPT.**

Ordinary Resolutions passed by the Shareholders

“RESOLVED THAT approval be and is hereby accorded to dispose of / transfer the ‘Health Care Business’ with related tangible and intangible assets and liabilities (as given in the **annexure-A**) to Modaraba Al-Mali against the consideration of **Rs. 8,919,067/-**

FURTHER RESOLVED THAT approval be and is hereby accorded to authorize the Chief Executive to determine the actual amount as on effective date of transfer i.e., March 24, 2023 as a consideration of the aforementioned transfer/disposal of Health Care Business to Modaraba Al-Mali.

FURTHER RESOLVED THAT approval be and is hereby accorded to cancel/repudiate the right Sukuk which is on hold by the SECP.

FURTHER RESOLVED THAT approval be and is hereby accorded transfer/dispose of the equity investment (of Rs. 300.00 million) in the shares of Ensmile Limited (for 1/3rd equity stake) to Modaraba Ali-Mali and also to transfer the related liability of Rs. 300.00 million payables to Modaraba Ali-Mali as given in the **annexure – A** resultantly no further amount shall be payable to Modaraba Ali-Mali on this account.”

3. CHANGE OF NAME OF THE COMPANY FROM METATECH HEALTH LIMITED TO METATECHLIMITED.

Special Resolutions passed by the Shareholders

“**RESOLVED THAT** the name of the Company be and is hereby changed from MetaTech Health Limited to the proposed name of “**MetaTech Limited**”, subject to the availability of name from SECP.

RESOLVED FURTHER 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.

RESOLVED FURTHER THAT in consequence of the aforesaid change of name the relevant clauses of Memorandum and Articles of Association are hereby accordingly be changed.”

4. TO APPROVE THE CHANGE IN THE PRINCIPAL BUSINESS OF THE COMPANY UNDER OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY TO ACCOMMODATE THE INTENDED/PLANNED TRADING ACTIVITIES AND TO ACT AS THE TRADER, SUPPLIER, IMPORTER, EXPORTER, AND PRODUCER OF GENERAL AND TECHNOLOGY PRODUCTS & SERVICES.

Special Resolutions passed by the Shareholders

“**RESOLVED THAT** the approval be and is hereby accorded to replace the existing Object clause 3(1) of the Memorandum of Association with the following clause and sub-clauses.

Clause 3(1) of the Memorandum of Association of the Company

The principal line of business of the company shall be to carry on the business of services legally permissible, sale, purchase, import, export and to act as general traders, general order suppliers of products commodities, material legally permissible in any form or shape, manufactured, semi manufactured, raw materials supplied by any company, firm, association of persons, body, whether incorporated or not, individuals, government, semi-government or any local authority, as permissible under law but will not undertake MLM business or akin to that.

FURTHER RESOLVED THAT approval be and is hereby accorded to authorize the Company Secretary of the Company to make and accept any changes/ alteration in the aforementioned object Clause on advice/suggestion of the Securities and Exchange Commission of Pakistan.

FURTHER RESOLVED THAT in consequence of the aforesaid changes the relevant clause 3 of Memorandum of Association are hereby accordingly be changed.

FURTHER RESOLVED THAT each of the Chief Executive, the Chief Financial Officer, and the Company Secretary of the Company, acting singly, be and is hereby authorized to take all necessary steps and execute all necessary documents and amendments towards fulfillment of all legal and corporate requirements involved, and to file all requisite documents with the Securities and Exchange Commission of Pakistan, 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.”

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

For and on behalf of
MetaTech Health Limited (Formerly Hashimi Can Company Limited)

Sincerely,



Muhammad Usman
Company Secretary



CC:

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