

March 30, 2023

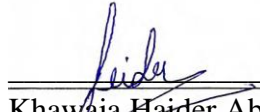
The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Dear Sir/Madam,

Subject: **RESOLUTIONS PASSED AT THE 17TH ANNUAL GENERAL MEETING OF ENGRO POWERGEN QADIRPUR LIMITED**

Please find enclosed herewith the resolutions passed by the Members at the 17th Annual General Meeting of Engro Powergen Qadirpur Limited held on March 29, 2023. You may circulate the same amongst the TRE Certificate Holders of the Exchange accordingly.

For and on behalf of
ENGRO POWERGEN QADIRPUR LIMITED



Khawaja Haider Abbas (ACA)
Company Secretary

CC: Director/HOD
Surveillance, Supervision and Enforcement Department
Securities & Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue
Blue Area, Islamabad

**CERTIFIED COPY OF THE RESOLUTION PASSED BY THE MEMBERS AT
THE 17th ANNUAL GENERAL MEETING**

I, Khawaja Haider Abbas, Company Secretary, Engro Powergen Qadirpur Limited do hereby certify that the following resolutions were passed by the Members of the Company in their 17th Annual General Meeting held on March 29, 2023:

QUOTE

“RESOLVED THAT the Annual Audited Financial Statements, both standalone and consolidated, of the Company for the year ended December 31, 2022, together with the Directors’, Auditor’s and the Chairman’s Review Reports, Statement of Compliance with Listed Companies (Code of Corporate Governance) Regulations, 2019 and Auditor’s Review Report on the Compliance Statement thereon, be, and are hereby approved.”

“RESOLVED THAT the Messers, A. F. Ferguson & Co., Chartered Accountants, be and are hereby re-appointed as external Auditors of the Company for a term ending at the conclusion of the next Annual General Meeting at a fee of Rs. 1,425,000/-. In addition, any Federal or Provincial taxes and reimbursements of out-of-pocket expenses will be paid at actuals.”

RESOLVED THAT Article 78 of the Articles of Association of the Engro Powergen Qadirpur Limited (the “Company”) be and is hereby amended to read as follows:

“78. The quorum for meetings of the Board of Directors shall be required by Section 176(1) of the Companies Act, 2017. Save as otherwise expressly provided in the Act, every question at meetings of the Board shall be determined by a majority of votes of the directors present in person or through video- link, each director having one vote. In case of an equality of votes or tie, the Chairman shall have a casting vote in addition to his original vote as a director.”

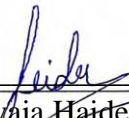
RESOLVED THAT Article 81 of the Articles of Association of the Company be and is hereby amended to read as follows:

“81. A resolution in writing approved by majority of the directors or the committee of directors for the time being entitled to receive notice of a meeting of the directors or committee of directors shall be as valid and effectual as if it had been passed at the meeting of the directors or the committee of directors duly convened and held.”

RESOLVED THAT the Chief Executive Officer and/or Company Secretary of the Company be and is hereby authorized to, singly, do all acts, deeds, and things, take any and all necessary steps, to fulfil the legal, corporate and procedural formalities and file all necessary documents/returns as deemed necessary on this behalf and the matters ancillary thereto to fully achieve the object of the aforesaid resolution.”

END QUOTE

For and on behalf of
ENGRO POWERGEN QADIRPUR LIMITED



Khawaja Haider Abbas (ACA)
Company Secretary