



LCK/CS/2022-23

May 25, 2023

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

Dear Sir,

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED IN THE EXTRAORDINARY GENERAL MEETING HELD ON MAY 24, 2023 OF LUCKY CEMENT LIMITED U/C 5.6.9.(b) OF PSX REGULATIONS

In accordance with Clause 5.6.9(b) of the PSX Rule Book, we are pleased to enclose a certified true copy of all the resolutions passed in the Extraordinary General Meeting of Lucky Cement Limited held on May 24, 2023. These resolutions have been passed/adopted & have become effective.

Yours Sincerely,

For: **LUCKY CEMENT LIMITED**

FAISAL MAHMOOD
GM Finance & Company Secretary

**EXTRACT FROM THE DRAFT MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF
LUCKY CEMENT LIMITED, HELD ON WEDNESDAY, MAY 24, 2023 AT 12:00 NOON AT THE
REGISTERED OFFICE OF THE COMPANY SITUATED AT FACTORY PREMISES IN PEZU,
DISTRICT LAKKI MARWAT, KHYBER PAKHTUNKHWA.**

1. **"RESOLVED THAT** approval be and is hereby accorded to Lucky Cement Limited (the **"Company"**), under Section 88 of the Companies Act, 2017 read with Listed Companies (Buy-Back of Shares) Regulations, 2019 (the **"Regulations"**), to purchase / buy-back up to 23,800,000 (Twenty Three Million Eight Hundred Thousand) issued ordinary shares of the Company, having face value of PKR 10/- (Pak Rupees Ten) each, constituting up to approximately 7.59% of the current issued and paid up share capital of the Company, at the spot / current price acceptable to the Company prevailing during the purchase period, through the securities exchange (i.e. the Pakistan Stock Exchange Limited), in accordance with the salient features as mentioned in the Statement under Section 134(3) of the Companies Act, 2017 annexed to this Notice (the **"Buy-Back"**).

FURTHER RESOLVED THAT the ordinary shares purchased by the Company pursuant to these special resolutions be cancelled in accordance with the Regulations.

FURTHER RESOLVED THAT the Buy-Back shall be made through the securities exchange (i.e. the Pakistan Stock Exchange Limited), and the purchase period shall be from June 2, 2023 to November 20, 2023, or till such date that the Buy-Back is completed, whichever is earlier.

FURTHER RESOLVED THAT the Chief Executive of the Company, or any person authorized by him, be and is hereby authorized and empowered to determine and approve the quantum of shares that may be purchased by the Company (as may be deemed fit) on a day-to-day basis during the purchase period.

FURTHER RESOLVED THAT the Company Secretary (the **"Authorized Person"**) be and are hereby, jointly and / or severally, authorized 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 aforesaid resolutions.

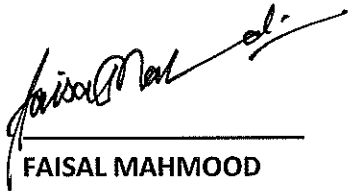
FURTHER RESOLVED THAT the Authorized Persons be and are hereby further authorized and empowered, jointly and / or severally, to take or cause to be taken all actions including, but not limited to, obtaining any requisite regulatory or third party approvals, wherever required, preparing all documents, engaging legal counsel, financial advisors and consultants for the purposes of the Buy-Back, opening accounts / sub-accounts with the CDC / securities broker, filing of all the requisite statutory forms, returns and all other documents as may be required to be filled with the regulator(s)

or any other institutions(s), executing all such documents or instrument, including any amendments or substitutions to any of the foregoing as may be required or necessary in respect of 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 any Authorized Person, be deemed to be part of these resolutions, without the need of the members to pass fresh special resolutions."

2. **"RESOLVED THAT** Lucky Cement Limited (the **"Company"**) be and is hereby authorized to circulate its annual report, including the annual audited financial statements, auditor's report, Directors' report, Chairman's review report and other reports contained therein, to the members of the Company through QR enabled code and weblink, in accordance with S.R.O. 389(I)/2023 issued by the Securities and Exchange Commission of Pakistan, and that the practice of circulation of the annual report through CD / USB be discontinued."

**CERTIFIED THAT THE ABOVE IS A
TRUE COPY OF RESOLUTIONS PASSED
ON MAY 24, 2023**



FAISAL MAHMOOD
GM Finance & Company Secretary

Karachi: May 25, 2023