

June 22, 2023

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

**SUB: CERTIFIED COPY OF RESOLUTIONS PASSED BY THE SHAREHOLDERS IN THE
EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON JUNE 22, 2023**

Dear Sir,

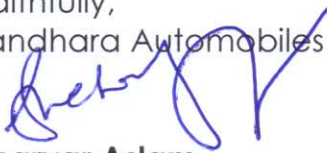
As per Clause 5.6.9(b) of PSX Regulations, please find enclosed herewith certified copy of the resolutions passed by the shareholders in the Extraordinary General Meeting of the Company held on June 22, 2023.

The Special Resolution Agenda Item No.1, proposed for increase in authorized capital of the Company and consequent alteration in Memorandum of Association was not passed by the meeting.

The above is submitted for information of the Exchange.

Thanking you,

Yours faithfully,
for Ghandhara Automobiles Limited



M. Sheharyar Aslam
Company Secretary

Encls: As stated above

**CERTIFIED COPY OF THE RESOLUTION PASSED BY THE SHAREHOLDERS IN THE
EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON JUNE 22, 2023**

Special Business

Agenda Item No. 2: To Alter the Provisions of Articles of Association Relating to Capitalization of Reserves:

"RESOLVED THAT approval of members of Ghandhara Automobiles Limited (the "Company") be and is hereby accorded that the Board of Directors of the Company may resolve that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution, and accordingly that such sum be set free for distribution amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions on condition that the same be not paid in cash but be applied in or towards paying up in full unissued shares as bonus shares or debentures of the company to be allotted and distributed as fully paid up to and amongst such members in the proportion aforesaid and the directors shall give effect to such resolution. Whenever such a resolution aforesaid shall have been passed by the Board of Directors of the Company, the directors are authorized to make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issue of fully paid shares or debentures, if any, and generally shall do all acts and things required to give effects thereto."

"FURTHER RESOLVED THAT in consequence of aforesaid authorizations to the Board of Directors of the Company, the existing Article 43 of the Articles of Association of the Company be and are hereby substituted accordingly, to read as follows:

Article 43 of Articles of Association:

"The Board of Directors of the Company may resolve that it is desirable to capitalize any part of the amount for the time being standing to the credit of any of the company's reserve accounts or to the credit of the profit and loss account or otherwise available for distribution, and accordingly that such sum be set free for distribution amongst the members who would have been entitled thereto if distributed by way of dividend and in the same proportions on condition that the same be not paid in cash but be applied in or towards paying up in full unissued shares as bonus shares or debentures of the company to be allotted and distributed as fully paid up to and amongst such members in the proportion aforesaid and the directors shall give effect to such resolution. Whenever such a resolution aforesaid shall have been passed by the Board of Directors of the Company, the directors are authorized to make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issue of fully paid shares or debentures, if any, and generally shall do all acts and things required to give effects thereto."

"FURTHER RESOLVED that the Chief Executive and/or Company Secretary be and are hereby jointly and / or severally authorized to do all acts, deeds and things take any and all necessary steps, to fulfill the legal, corporate and procedural formalities and file all necessary documents/returns as may be deemed necessary in this behalf and the matters ancillary thereto."

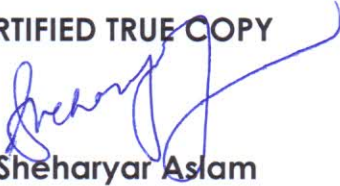
The above special resolution got the requisite majority of votes from shareholders and hence stands approved.

Agenda Item No. 3: To Circulate the Annual Audited Financial Statements / Annual Report to the Members Through QR Enabled Code and Weblink:

"RESOLVED THAT approval of members of Ghandhara Automobiles Limited (the "Company") be and is hereby accorded that the Company may circulate its annual report including 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 replacing the distribution of CD/DVD/USB/Hard copies of audited financial statements / annual report of the Company".

The above special resolution got the requisite majority of votes from shareholders and hence stands approved.

CERTIFIED TRUE COPY



M. Sheharyar Aslam
Company Secretary

June 22, 2023