

# Emco Industries Limited

Manufacturers of High Tension Electrical Porcelain Insulators, High Voltage Switchgear



Sd-56

June 22, 2023

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

**TCS**

**Subject: CERTIFIED TRUE COPY OF THE RESOLUTION(S) PASSED BY THE SHAREHOLDERS IN  
THE EXTRAORDINARY GENERAL MEETING OF THE COMPANY EMCO INDUSTRIES LIMITED  
HELD ON 22<sup>ND</sup> JUNE 2023**

Dear Sir,

In accordance with clause 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, we are enclosing a certified true copy of the resolution(s) passed and adopted by the shareholders of the Company in the Extraordinary General Meeting held on 22<sup>nd</sup> June 2023.

Yours faithfully,

For EMCO INDUSTRIES LIMITED

*Ahsan Suhail Mannan*  
22/06/23

**Ahsan Suhail Mannan**  
Company Secretary / Director

Encl.a.a.

**CC:**

Executive Director / HOD,  
Offsite-II Department,  
Supervision Division,  
Securities & Exchange Commission of Pakistan,  
63, NIC Building, Jinnah Avenue, Blue Area,  
Islamabad, Pakistan



HEAD OFFICE: 4th Floor, National Tower, 28-Egerton Road, P.O. Box 36, Lahore - 54000, Pakistan  
PABX: (042) 3630 6545 - 46 FAX: (042) 3636 8119 WEBSITE: www.emco.com.pk E-MAIL: info@emco.com.pk  
FACTORY: 19-Km, Lahore - Shiekhupura Road, Lahore. PABX: (042) 3716 8922-28, FAX: (042) 3716 8932  
E-MAIL: insulator@emco.com.pk

# Emco Industries Limited

Manufacturers of High Tension Electrical Porcelain Insulators, High Voltage Switchgear



**CERTIFIED TRUE COPY OF THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS / SHAREHOLDERS OF THE COMPANY EMCO INDUSTRIES LIMITED HELD ON 22<sup>ND</sup> JUNE 2023 AT 11:00 AM AT ICC HOUSE, 2-CHAMBA HOUSE LANE, GOLF ROAD, GOR-1, LAHORE**

**ORDINARY BUSINESS:**

1. To confirm the minutes of last Annual General Meeting of the Company held on 12<sup>th</sup> October 2022 be and are hereby confirmed for signing by the Chairman.

**RESOLVED THAT** the minutes of the last Annual General Meeting of the Company held on 12<sup>th</sup> October 2022 be and are hereby approved for signing by the Chairman.

**SPECIAL BUSINESS:**

2. **AMENDMENTS IN MEMORANDUM AND ARTICLES OF ASSOCIATION OF THE COMPANY (TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY):**

The above matter was discussed in detail that the Capital of the Company consisting of Rs. 400,000,000/- (Rupees Four Hundred Million) divided into 40,000,000/- (Forty Million) ordinary shares of Rs. 10/- (Rupees Ten) each be and is hereby increased to Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs. 10/- each, with power to increase and reduce the capital and to divide the shares in the capital for the time being into several clauses in accordance with the provisions of the Companies Act, 2017.

**UNANIMOUSLY RESOLVED THAT** this increase in Authorized Share Capital is hereby approved by the Shareholders of the Company.

Further, it was also discussed that in order to increase the Authorized Share Capital of the Company, changes in the Memorandum and Articles of Association of the Company are required. Clause V of Memorandum of Association and Article 3 of the Articles of Association of the Company be amended. The following amendments are summarized below:

Following are the proposed / recommended amendments in existing Memorandum and Articles of Association of the Company by the Board of Directors:

Attested to be true copy  
For EMCO INDUSTRIES LTD.

*A. Mansoor*  
22/06/23  
Secretary

Attested to be true copy  
For EMCO INDUSTRIES LTD.

*A. Mansoor*  
22/06/23  
Company Secretary



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| Existing Memorandum of Association of the Company  | Proposed Amendments in Memorandum of Association of the Company   |
|--|---|
| V. The Capital of the Company is Rs. 400,000,000 (Rupees Four Hundred Million) divided into 40,000,000 (Forty Million) ordinary shares of Rs. 10/- each, with power to increase and reduce the capital and to divide the shares in the capital for the time being into several clauses in accordance with the provision of Companies Ordinance 1984. | V. The Capital of the Company is Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs. 10/- each, with power to increase and reduce the capital and to divide the shares in the capital for the time being into several clauses in accordance with the provisions of Companies Act, 2017. |

| Existing Articles of Association of the Company  | Proposed Amendments in Articles of Association of the Company   |
|--|---|
| 3. The Capital of the Company is Rs. 400,000,000 (Rupees Four Hundred Million) divided into 40,000,000 (Forty Million) ordinary shares of Rs. 10/- each. | 3. The Capital of the Company is Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs. 10/- each. |

**FOLLOWING RESOLUTIONS WERE RESOLVED UNANIMOUSLY:**

After detailed discussion, the following resolution(s) were unanimously passed as Special Resolution(s).

**RESOLVED THAT** the above-mentioned proposed / recommended amendments in Memorandum and Articles of Association of the Company are hereby approved by the Shareholders.

**FURTHER RESOLVED THAT** the Authorized Capital of the Company consisting of Rs. 400,000,000 (Rupees Four Hundred Million) divided into 40,000,000 (Forty Million) ordinary shares of Rs. 10/- each, be and is here by increased to Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million) comprising of 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs. 10/- each.

**FURTHER RESOLVED THAT** that the Memorandum of Association of the Company be accordingly altered by substituting the figure and words Rs. 400,000,000 (Rupees Four Hundred Million) divided into 40,000,000 (Forty Million) ordinary shares of Rs. 10/- each appearing in clause V with the figure and words Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs 10/- each respectively.

**FURTHER RESOLVED THAT** that the Articles of Association of the Company be accordingly altered by substituting the figure and words Rs. 400,000,000 (Rupees Four Hundred Million) divided into 40,000,000 (Forty Million) ordinary shares of Rs. 10/- each appearing in clause 3 with the figure and words Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs. 10/- each respectively.

**FURTHER RESOLVED THAT** the Chief Executive Officer or Company Secretary of the Company be and is hereby authorized to, singly, do all acts, deeds, and things, take or cause to be taken all necessary steps, to fulfil all the legal, corporate and procedural formalities and requirements and file all necessary documents as may be incidental for the purpose of implementing this resolution."



Attested to be true copy  
For EMCO INDUSTRIES LTD.

*[Signature]*  
23/06/23  
Company Secretary