



AL-KHAIR GADOON LTD.

SINCE 1980

Ref: Al-Khair/Shares/2.5/ 2012/2023

June 27, 2023

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

**ADOPTION OF SPECIAL RESOLUTIONS BY THE
SHAREHOLDERS IN THE EXTRAORDINARY GENERAL MEETING**

Dear Sir,

Pursuant to requirement of Listing Regulation No.5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to submit herewith certified true copy of the Special Resolutions adopted by the Shareholders of **Al-Khair Gadoon Limited** in the Extraordinary General Meeting held on Monday, June 26, 2023 at 3:30 p.m. at 92/3, Phase III, Industrial Estate, Gadoon Amazai, Distt. SWABI, KPK, the Registered Office of the Company, for your reference and record.

Thanking you.

Sincerely yours,
For **Al-Khair Gadoon Limited**,

(Samina Kokab)
Company Secretary

Encl: as above.

HEAD OFFICE:

Al-Khair House, 43-T, Gulberg II, Lahore-54660, Pakistan

UAN: (+92 342) 43-11-111 Fax: (92-42) 35716588-35753719 E-mail: info@alkhairegadoon.com Web: www.alkhairegadoon.com

REGISTERED OFFICE:

92/3, 94A & 94B Phase III, Industrial Estate, Gadoon Amazai, District SWABI, (K.P.K) Tel: (0938) 270260 Fax: (0938) 70270



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AL-KHAIR GADOON LTD.

EXTRACT OF THE RESOLUTIONS PASSED BY THE BOARD OF DIRECTORS AND SHAREHOLDERS IN THE EXTRAORDINARY GENERAL MEETING OF AL-KHAIR GADOON LIMITED HELD AT REGISTERED OFFICE, 92/3, PHASE III, INDUSTRIAL ESTATE, GADOON AMAZAI, DISTT. SWABI, KPK.
ON JUNE 26, 2023

The Directors and shareholders were present in EOGM on June 26, 2023 (as per Attendance Register).

The proceedings started with the recitation from the Holy Quran.

Ordinary Business

1. TO CONFIRM THE MINUTES OF THE 32nd ANNUAL GENERAL MEETING HELD ON OCTOBER 26, 2022

The minutes of the 32nd Annual General Meeting of the members of the Company were read and the Chairman invited comments from the members present. No comments were forthcoming the following resolution proposed by Muhammad Tariq Amin and Seconded by Mr. Muhammad Ahmad was unanimously passed:

“RESOLVED that the minutes of the 32nd Annual General Meeting of the members of the Company held on October 26, 2022 as read and recorded in the minute’s book be and are hereby confirmed”.

The Chairman signed the minute book in token of confirmation

The Board of Directors and shareholders present at the meeting taking note of the “Special Business” i.e. to consider and approve the “Increase in Authorized Capital” of the Company as follows:-

Special Business

2. To consider and approve, the Authorized Capital of the Company is increased from Rs. 120,000,000/- (Rupees One Hundred & Twenty Million Only) divided into 12,000,000 (Twelve Million) of the nominal value of Rs. 10/- (Rupees Ten Each) ordinary shares to Rs.300,000,000/- (Rupees Three hundred Million Only) divided into 30,000,000 (Thirty Million) of the nominal value of Rs.10/- (Rupees Ten each) ordinary shares.
And
 - a) RESOLVED that the Clause V of the Memorandum of Association of the Company be and is hereby amended to read as follows:

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"The authorized capital of the company is Rs.300,000,000/- (Rupees Three hundred Million Only) divided into 30,000,000 (Thirty Million) ordinary shares of Rs. 10/- (Rupees Ten each) with the power to increase and reduce the capital and to divide the shares in the capital for the time being into several classes in accordance with the provisions of the Companies Act, 2017".

- b) FURTHER RESOLVED that the Article 4 of the Articles of Association of the Company be and is hereby amended to read as follows:

"The authorized share capital of the Company is Rs.300,000,000/- (Rupees Three hundred Million Only) divided into 30,000,000 (Thirty Million) ordinary shares of Rs. 10/- (Rupees Ten each) with power to increase, consolidate, sub-divide, cancel, reduce or otherwise reorganize the share capital of the Company subject to the provisions of Section 85 and 89 of the Act".

"FURTHER RESOLVED THAT Mr. Muhammad Amin Sheikh, Chief Executive Officer and Miss Samina Kokab, Company Secretary of the Company be and is hereby singly authorized to sign and submit the relevant FORMS with the Registrar of Companies and to do all the such acts, deeds or things which are necessary to give effect to the foregoing resolution".

It is discussed in detail with the Shareholders and Directors of the Company that while increasing the capital of the Company, specific authority is required from the Shareholders of the Company that take a lot of paper work and hassle in making decisions. To streamline this matter, the Shareholders has unanimously decided to give powers to the Board of Directors as follows:

"RESOLVED THAT Al-Khair Gadoon Limited (the Company) be and is hereby authorized to capitalize its Share Premium Reserves and Revenue Reserves (unappropriated profits) upto the amount as may be decided by the Board of Directors of the Company from time to time without passing specific approval for capitalization of reserves".

There being no further business, the meeting ended with a vote of thanks to the Chair.

Certified True Copy
On behalf of the Board,

Samina Kokab
Company Secretary



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