



**FAUJI FERTILIZER COMPANY LIMITED**



(HEAD OFFICE)  
Secretariat (Corporate Affairs)

Ref No. 5.3/S/FFC  
November 27, 2023

**The General Manager**  
Pakistan Stock Exchange (Guarantee) Limited  
Stock Exchange Building  
Stock Exchange Road  
**KARACHI**  
Fax: 021-111-573-329

Subject: **Extraordinary General Meeting (EOGM) – Fauji Fertilizer Company Limited (FFC)**

Dear Sir,

Certified True Copies of Resolutions approved during Extraordinary General Meeting (EOGM) held on November 23, 2023 are attached for information, please.

Best regards.

  
**Company Secretary**  
Brig Irfan Khan (Retd)



**FAUJI FERTILIZER COMPANY LIMITED**



**(HEAD OFFICE)**

**Secretariat (Corporate Affairs)**

**Extract from the Minutes of Extraordinary General Meeting of  
Fauji Fertilizer Company Limited held on November 23, 2023  
at FFC Head Office, Rawalpindi**

**RESOLUTION**

**RESOLVED THAT, in terms of Section 199(2) of the Companies Act, 2017:**

- The Company be and is hereby authorized to create a pari passu charge on its fixed assets or such other security as may be required by lenders / banks / financial institutions, in the maximum amount (inclusive of margin) of USD 3.5 million (United States Dollars Three Million Five Hundred Thousand Only) or its PKR equivalent, in favor of TEL's lenders (or their agent) for a period of 10 years or such longer period for which the liabilities / obligations of the Sponsors remain undischarged ("Security Charge") as security for the Standby Letter of Credit under TEL's Power Purchase Agreement ("PPA SBLC").
- The Company be and is hereby authorized do all such other acts, deeds and things as may be necessary and/or expedient for the aforesaid purpose or in furtherance thereof including, without limitation, to enter into and deliver and implement any and all agreements, instruments, powers of attorney, notices, certificates and documents.

FURTHER RESOLVED THAT, the Managing Director & Chief Executive Officer, Chief Financial Officer and the Company Secretary be and are hereby authorized jointly and severally to take any and all necessary steps and actions for implementing the above resolutions, including, without limitation, to seek any and all consents and approvals, to execute and (where required) file all necessary documents, declarations, certificates and undertakings and to appear and make representations before any regulatory or other authority, as may be necessary or conducive for and in connection with any of the foregoing matters and to sign, issue and dispatch all such documents and notices and do such acts as may be necessary for carrying out the aforesaid purposes and giving full effect to the above resolutions, including entering the details of any investments made by the Company in TEL in the register of investment in associated companies maintained at the Company's registered office, and provided that if the Company seal is affixed unto any document or instrument, the same shall be executed on behalf of the Company by the Managing Director & Chief Executive Officer.

FURTHER RESOLVED THAT, the Managing Director & Chief Executive Officer, Chief Financial Officer and the Secretary of the Company be and are hereby authorized to delegate, in writing, by power of attorney or otherwise, all or any of the above powers in respect of the foregoing to any other officials of the Company as they may deem appropriate.

FURTHER RESOLVED THAT, the Company Secretary be and is hereby authorized to provide a certified true copy of these resolutions to whomever it may concern.

Certified True Extract

Company Secretary  
Brig Irfan Khan (Retd)



**FAUJI FERTILIZER COMPANY LIMITED**



(HEAD OFFICE)  
Secretariat (Corporate Affairs)

**Extract from the Minutes of Extraordinary General Meeting of  
Fauji Fertilizer Company Limited held on November 23, 2023  
at FFC Head Office, Rawalpindi**

**RESOLUTION**

RESOLVED THAT the consent and approval of the members of Fauji Fertilizer Company Limited (FFC) be and is hereby accorded and the Company be and is hereby authorized to circulate its annual audited financial statements to its members through QR enabled code and weblink as part of the notice of Annual General meeting.

FURTHER RESOLVED THAT the Company be and is hereby authorized to discontinue the circulation of annual financial statements through CD/DVD/USB.

AND FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to do all acts, deeds and things, take or cause to be taken any action as may be necessary, incidental or consequential to give effect to this resolution.

Certified True Extract

  
Company Secretary  
Brig Irfan Khan (Retd)