

# NISHAT MILLS LIMITED



NML-PSX/ 869

June 11, 2024

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

**Subject: Filling of Certified Copy of Resolutions Passed by the Shareholders in their Extra Ordinary General Meeting**

Dear Sir,

In accordance with the requirements of Regulation No.5.6.9. (b) of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to submit herewith Certified Copy of the Resolutions passed by the Shareholders of Nishat Mills Limited in their Extra Ordinary General Meeting held on June 11, 2024.

Yours' sincerely,

  
**Khalid Mahmood Chohan**  
Company Secretary

**HEAD OFFICE**

: 7-MAIN GULBERG, LAHORE PAKISTAN.UAN:111 33 22 00 TEL: 92-42-35716351-9 FAX:92-42-35716350 E-MAIL: nishat@nishatmills.com

**REGISTERED OFFICE & SHARES DEPT** : NISHAT HOUSE, 53-A, LAWRENCE ROAD, LAHORE - PAKISTAN PH : (042) 36367812-15 TLX : 47523 NISHAT PK, FAX : (042) 36367414

# NISHAT MILLS LIMITED



**CERTIFIED COPY OF THE RESOLUTIONS PASSED BY THE SHAREHOLDERS OF NISHAT MILLS LIMITED IN THEIR EXTRA ORDINARY GENERAL MEETING HELD ON JUNE 11, 2024 at 12:30 A.M. AT EMPORIUM MALL, THE NISHAT HOTEL, TRADE AND FINANCE CENTRE BLOCK, NEAR EXPO CENTRE, ABDUL HAQ ROAD, JOHAR TOWN, LAHORE.**

**1. To consider and if deemed fit, to pass the following resolutions as Special Resolutions under Section 199 of the Companies Act, 2017, as recommended by the Board of Directors with or without modification, addition(s) or deletion(s).**

**A) RESOLVED THAT** approval of the Members of Nishat Mills Limited ("the Company") be and is hereby accorded in terms of Section 199 and other applicable provisions of the Companies Act, 2017, to increase the amount of equity investment by Rs. 2,000,000,000 in Nishat Sutas Dairy Limited (NSDL), an associated company, in the already approved amount of equity Investment of up to Rs.3,000,000,000, for subscribing 300,000,000 ordinary shares approved by the members under Section 199 of the Companies Act, 2017 in their Extraordinary General Meeting held on June 19, 2023 thus making a total equity investment of Rs. 5,000,000,000 (Rupees Five Billion Only) for subscribing, at Par, fully paid up to 500,000,000 ordinary shares of PKR 10 each of NSDL as may be offered to the Company from time to time by NSDL.

**RESOLVED FURTHER THAT** this resolution shall be valid for a period of Four (4) years starting from the date of approval by members and the Chief Executive Officer and /or Chief Financial Officer and /or Company Secretary of the Company be and are hereby singly empowered and authorized to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s) and to complete all legal formalities as may be necessary or incidental expedient for the purpose of implementing the aforesaid resolution.

**RESOLVED FURTHER THAT** the Company be and is hereby authorized to dispose of through any mode, a part or all of equity investments made by the Company from time to time and to dispose of and /or decline a part or all of its entitlement of right shares as and when offered by the investee companies in which the Company has made equity investment and the Chief Executive Officer and /or Chief Financial Officer and /or Company Secretary be and are hereby authorized singly to take the decision of divestment and /or declining of right shares entitlement as and when they deemed it appropriate and necessary in the best interest of the Company and its Members.



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## NISHAT MILLS LIMITED



(2)

**B) RESOLVED THAT** approval of the Members of Nishat Mills Limited (“the Company”) be and is hereby accorded in terms of Section 199 and other applicable provisions of the Companies Act, 2017 and subject to the sanctioning of the scheme of arrangements (“the Scheme”) amongst Nishat (Chunian) Limited (“NCL”) and Nishat Chunian Power Limited (“NCPL”) and their two shareholders namely Mr. Shahzad Saleem and the Company by the Lahore High Court (the “Court”), to receive the further shares in addition to the existing shares of NCPL in exchange of shares of NCL held by the Company in accordance with the Share Swap ratio to be approved by the Court.

**RESOLVED FURTHER THAT** the Chief Executive Officer and / or Chief Financial Officer and / or Company Secretary of the Company be and are hereby singly empowered and authorized to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s) and to complete all legal formalities as may be necessary or incidental expedient for the purpose of implementing the aforesaid resolution.

**RESOLVED FURTHER THAT** the Company be and is hereby authorized to dispose of through any mode, a part or all of equity investments made by the Company from time to time and to dispose of and / or decline a part or all of its entitlement of right shares as and when offered by the investee companies in which the Company has made equity investment and the Chief Executive Officer and / or Chief Financial Officer and / or Company Secretary be and are hereby authorized singly to take the decision of divestment and / or declining of right shares entitlement as and when they deemed it appropriate and necessary in the best interest of the Company and its Members.

Certified True Copy issued on 11<sup>th</sup> day of June 2024

**KHALID MAHMOOD CHOHAN**  
COMPANY SECRETARY

