



# FLYING CEMENT COMPANY LIMITED

## EXTRACT OF RESOLUTIONS PASSED AND ADOPTED BY THE SHAREHOLDERS OF FLYING CEMENT COMPANY LIMITED AT ANNUAL GENERAL MEETING HELD ON 24-10-2024

### ORDINARY BUSINESS:

**RESOLVED THAT** the minutes of the Annual General Meeting of the Members held on October 28, 2023 are hereby approved

**RESOLVED THAT** the Annual Audited Financial Statements of the Company together with Auditors', Directors' and Chairman Reports for the year ended June 30, 2024 be and are hereby approved and adopted.

**RESOLVED THAT** M/S Naveed Zafar Ashfaq Jaffery & Co, Chartered Accountants be appointed as Statutory Auditors of the Company for the financial year ending June 30, 2025.

### SPECIAL BUSINESS:

#### Increased in Authorized Capital:

**"RESOLVED THAT** the authorized share capital of the Company be and is hereby increased from Rs. 8,000,000,000/- (Pak Rupees Eight Billion), divided into 800,000,000 Ordinary Shares of Rs. 10/- each, to Rs. 10,000,000,000/- (Pak Rupees Ten Billion), divided into 1,000,000,000 Ordinary Shares of Rs. 10/- each.

**FUTHER RESOLOVED THAT**, as a consequence of the said increase in the authorized share capital of the Company:

Clause V of Memorandum of Association of the Company be and is hereby replaced accordingly to read as follows

"The Authorized Capital of the Company is Rs. 10,000,000,000/- (Rupees Ten Billion Only) divided into 1,000,000,000 ordinary shares of Rs. 10/- each. The Company has powers from time to time to increase, consolidate, sub-divide, reduce or otherwise re-organise its 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."

Article 7 of Articles of Association of the Company be and is hereby replaced accordingly to read as follows:

"The Share Capital of the Company is Rs. 10,000,000,000/- (Rupees Ten Billion Only) divided into 1,000,000,000 ordinary shares of Rs. 10/- each"





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**FUTHER RESOLVED THAT** the Chief Executive Officer or Company Secretary be and are hereby singly authorized and empowered to do all acts, deeds and things, take any and all actions as may be necessary or expedient to complete all legal formalities, and to sign for and behalf and in the name of the Company and to file, whether with any authority or regulator or other person, any and all such applications, documents, declarations, agreements, deeds, undertakings and other papers as may be necessary or proper or expedient or incidental, for the purposes of implementing the aforesaid resolutions, and to do all such acts, deeds and things as may be ancillary and/or incidental to the foregoing and/or as may be necessary to fully achieve the objects of the resolutions aforesaid, including, without limiting the generality of the foregoing, obtaining any approvals (if required) and carrying out any filings with the Securities and Exchange Commission of Pakistan or other regulatory bodies."

## **Ratify and Approval of Related Parties Transaction:**

"RESOLVED That pursuant to the powers conferred upon the Board of Directors of Flying Cement Company Limited (the Company) by the members of the Company through Special Resolution passed in their Annual General Meeting held on October 28, 2023, the Related Party Transactions made during the financial year ended June 30, 2024 and as approved by the Board of Directors of the Company be and are hereby ratified, approved and confirmed in all respects.

**Certified to be True Copy  
For Flying Cement Company Limited**

  
Company Secretary

