



THE CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE SHAREHOLDERS OF TPL CORP LIMITED IN THE ANNUAL GENERAL MEETING HELD ON NOVEMBER 27, 2024 AS REQUIRED UNDER RULE 5.6.9(B) OF THE RULE BOOK OF PAKISTAN STOCK EXCHANGE LIMITED:

**ORDINARY BUSINESS:**

1. To approve the minutes of the Annual General Meeting held on October 23, 2023.

**"RESOLVED THAT** the minutes of Annual General Meeting of TPL Corp Limited held on October 23, 2023 at 12:00 pm be and are hereby approved."

2. To receive, consider and adopt the Annual Standalone and Consolidated Audited Financial Statements of the Company together with the Directors', Auditors' and Chairman's Review Report thereon for the year ended June 30, 2024.

**"RESOLVED THAT** the Annual Audited Financial Statements of TPL Corp Limited, together with the Chairman's Review Report, Directors' and Auditors' Report thereon for the year ended June 30, 2024 be and are hereby approved."

3. To appoint Auditors for the year ending June 30, 2025, and fix their remuneration. M/s. BDO Ebrahim & Co., Chartered Accountants have relied. The Board of Directors, on the recommendation of the Audit Committee, proposes the appointment of M/s. Grant Thornton Anjum Rahman, Chartered Accountants, as the auditors of the Company for the year ending 30 June, 2025.

**"RESOLVED THAT** M/s. Grant Thornton Anjum Rahman, Chartered Accountants be and are hereby appointed as Auditors of M/s. TPL Corp Limited on the basis of consent received from them, at a fee mutually agreed for the period ending June 30, 2025."

4. To elect directors of the Company for a three-year term. The Board of the directors in its meeting fixed the number of directors at Eight (8). Since the number of persons who have offered themselves to be elected is not more than the number of Directors fixed by the Board under Section 159(I) of the Companies Act, 2017, the below-named eight (8) candidates are elected as directors:

1. Mr. Jameel Yusuf Ahmed S.St
2. Mr. Muhammad Ali Jameel
3. Mr. Bilal Alibhai
4. Ms. Sabiha Sultan Ahmad
5. Mr. Nadeem Arshad Elahi
6. Vice Admiral (R) Muhammad Shafi HI(M)
7. Major General (R) Syed Zafar-ul-Hassan Naqvi
8. Mr. Mark Dean Rousseau

**SPECIAL BUSINESS:**

5. To consider and if thought fit, to pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017 to authorize the Company for the equity investment of up to Rs.350 Million and an advance of up to Rs.150 Million to the subsidiary company, Dar Es Salaam Textile Mills Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an equity investment up to 350 Million and an advance of up to Rs. 150 Million to the subsidiary company, Dar Es Salaam Textile Mills Limited.

6. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the advance of up to Rs.500 Million to the holding company, TPL Holdings (Private) Limited.

TPL Corp Ltd.  
20<sup>th</sup> Floor, Sky Tower, East Wing,  
Dolphin City, HC-3, Block 4,  
Abdul Sattar Echi Avenue, Clifton, Karachi, Pakistan.

+92 21-37130227  
+92 21-35184056  
contactus@tplcorp.com  
www.tplcorp.com

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance of up to Rs 500 Million to the holding company i.e, TPL Holdings (Private) Limited."

7. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance of up to Rs 500 Million to the Subsidiary company, TPL Trakker Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance of up to Rs,500 Million to TPL Trakker Limited."

8. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance and/or an equity investment of up to Rs 250 Million in the subsidiary company, TPL E-Ventures (Private) Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance and/or an equity investment of up to Rs. 250 Million in TPL E-Ventures (Private) Limited."

9. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance and/ or equity investment up to Rs. 150 Million to the subsidiary, TPL Security Services (Private) Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance and/ or equity investment of up to Rs.150 Million to TPL Security Services (Private) Limited."

10. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance of up to Rs.50 million to the associated company, TPL REIT Management Company Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance of up to Rs. 50 Million to TPL REIT Management Company Limited."

11. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance of up to Rs. 200 Million to the subsidiary company, TPL Insurance Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance of up to Rs. 200 Million to TPL Insurance Limited."

12. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance of up to Rs.200 Million to the associated company, TPL Properties Limited.

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance of up to Rs.200 Million to TPL Properties Limited."

13. To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for an advance of up to Rs.50 million to the associated company, Astra Location Services (Private) Limited.

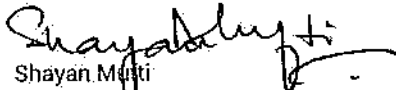
**"RESOLVED THAT** pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for an advance of up to Rs. 50 Million to Astra Location Services (Private) Limited."

14. To consider and if thought fit, to pass with or without modification, special resolution for revision of remuneration of non-executive directors, as determined by the Board of Directors of the Company, from PKR 100,000/- to PKR 150,000/- per meeting (including sub-committee meetings).

"RESOLVED THAT pursuant to Section 170 of the Companies Act, 2017 read along with Articles of Association of the Company, approval of the members be and is hereby accorded to the Board of Directors of the Company, for the revision of remuneration of non-executive directors of the Company from PKR 100,000/- to PKR 150,000/- per meeting (including sub-committee meetings)."

\* Name to be changed as TPL Life Insurance Limited

CERTIFIED TRUE COPY

  
Shayan Murti  
Company Secretary

Karachi, November 27, 2024