

November 27, 2024

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

Subject: Submission of Certified copies of resolutions approved and adopted at the 20th Annual General Meeting of the Arif Habib Limited as per clause 5.6.9 (b) of the PSX Rule Book

Dear Sir,

To comply the requirements of clause 5.6.9 (b) of the PSX Rule Book, we, hereby submit resolutions approved and adopted at the 20th Annual General Meeting of the Arif Habib Limited at 10:00 a.m. at PSX Auditorium and via zoom video conferencing.

Further, minutes of the Annual General Meeting will be submitted to the Exchange within the stipulated time.

Thanking you.

Yours sincerely,




Muhammad Taha Siddiqui
Company Secretary

**Certified True Copies of the Resolutions passed at the 20th
Annual General Meeting held on Wednesday, 27th November 2024 at 10:00 a.m.
at PSX Auditorium, Stock Exchange Building, Stock Exchange Road, Karachi**

RESOLVED THAT

The minutes of the Annual General Meeting held on October 28, 2023 and Extra Ordinary General Meeting held on December 26, 2023 be and are hereby approved and the Chairman be and is hereby authorized to sign the minutes as token of confirmation.

RESOLVED THAT

The annual audited unconsolidated and consolidated financial statements of the Company together with the Directors' and the Auditors' Reports thereon including the annexures thereto, for the year ended 30th June 2024 be and hereby approved and adopted.

RESOLVED THAT

Final Dividend for the year ended 30th June 2024 at Rs. 5.00 per share i.e. 50% as recommended by the Board of Directors be and is hereby approved.

RESOLVED THAT

M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants be and hereby approved to be reappointed as external auditors for the year ending 30th June 2025 as recommended by the Board of Directors.

FURTHER RESOLVED THAT

The Chief Executive and Company Secretary of the Company be and is hereby authorized to fix the remuneration of external auditors for the year ending 30th June 2025.

SPECIAL BUSINESS:

- **Following special resolutions were passed to authorize the Board of Directors of the Company to approve those transactions with related parties (if executed) during the financial year ending June 30, 2025 or upto the next annual general meeting which require approval of shareholders u/s 207 and u/s 208 of the Companies Act, 2017, by passing the following special resolution with or without modification:**

RESOLVED THAT

The transactions / arrangements / agreements / balances with related parties as disclosed in the audited financial statements for the year ended June 30, 2024 be and are hereby approved."

FURTHER RESOLVED THAT

The Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with Related Parties on case to case basis for the financial year ending June 30, 2025 or upto the next annual general meeting."

FURTHER RESOLVED THAT

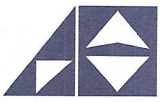
The transactions approved by the Board shall be deemed to have been approved by the shareholders u/s 207 and / or u/s 208 of the Companies Act, 2017 (if triggered) and shall be placed before the shareholders in the Annual General Meeting for their formal ratification/approval u/s 207 and / or 208 of the Companies Act, 2017 (if required)."

- **Following special resolutions were passed to approve Investment in Associated Companies & Associated Undertakings:**

RESOLVED THAT

The consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 for renewal of following unutilized limits of equity investment, and sanctioned limits of loans / advances / guarantees etc. in associated companies and associated undertakings, for which approval has been sought in previous general meeting(s), as mentioned in detail in the Annexure-B of statement under Section 134(3), for a period upto next annual general meeting, unless specifically approved for a longer period, and shall be renewable thereon for further period(s) as specified.





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FURTHER RESOLVED THAT

The consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, investments in associated companies transferred pursuant to the sanction of the Scheme of Arrangement by the Honourable High Court of Sindh pertaining to, inter alia, the demerger of certain non-core business, including assets, liabilities and obligations, from Arif Habib Limited (AHL) and the merger / amalgamation of the same with and into Arif Habib Corporation Limited (AHCL), being the holding company of AHL, along with ancillary matters, be and is hereby approved.

	<u>Name of Companies & Undertakings</u>	Renewal Requested	
		Equity	Loan / Advance / Guarantee
1	Safemix Concrete Products Limited	156	250
2	Arif Habib Corporation Limited	-	1,500
3	Power Cement Limited	870	1,000
4	Aisha Steel Mills Limited	589	1,000
5	Javedan Corporation Limited	588	1,000
6	REITS under management of Arif Habib Dolmen REIT Management Limited	*3,000	

FURTHER RESOLVED THAT

The consent and approval be and is hereby accorded under Section 199 of the Companies Act, 2017 and the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, *unutilized limit of investment amounting to Rs. 3,000 million for the REIT Schemes under management of Arif Habib Dolmen REIT Management Ltd. (associated Company), be hereby approved to be continue to be utilized in any form / nature of investment including equity, loans, advances, running finance, guarantee, indemnity, pledge of shares etc.

FURTHER RESOLVED THAT

The Chief Executive and/or the Company Secretary be and are hereby authorized to take and do, and/or cause to be taken or done, any/all necessary actions, deeds and things which are or may be necessary for giving effect to the aforesaid resolutions and to do all acts, matters, deeds, and things which are necessary, incidental and/or consequential to the investment of the Company's funds as above, as and when required at the time of investment, including but not limited to negotiating and executing any necessary agreements/documents, and any ancillary matters thereto.

For Arif Habib Limited
Certified to be True Copy

Muhammad Taha Siddiqui
Company Secretary

