



**THATTA CEMENT**  
COMPANY LIMITED



December 09, 2024

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

Subject: **Certified Copy of the Resolutions adopted in the Extra Ordinary General Meeting of the Company held on December 09, 2024**

Dear Sir,

As per Regulation No. 5.6.9 (b) of Pakistan Stock Exchange Regulations, please find enclosed herewith copy of the resolutions passed and adopted by the members in the Extra Ordinary General Meeting of the Company held on December 09, 2024 duly certified by the Company Secretary.

The above is submitted for information of the Exchange.

Regards,

**Muhammad Abid Khan**  
Company Secretary

**Head Office:**

CL 5/4, State Life Building # 10  
Main Abdullah Haroon Road, Karachi-75350  
Tel : 92 21 111 842 882  
Fax : 92 21 35665976-77  
Web : www.thattacement.com

**Factory:**

Ghulamullah Road, Makli,  
District Thatta, Sindh 73160  
Tel : 92 298 111 842 882  
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**RESOLUTIONS PASSED AND ADOPTED BY MEMBERS IN THE ANNUAL GENERAL MEETING HELD ON DECEMBER 09, 2024**

**ORDINARY BUSINESS**

**1. Confirmation of the Minutes of Annual General Meeting held on October 15, 2024**

**RESOLVED** that the minutes of the Annual General Meeting of shareholders of Thatta Cement Company Limited held on October 15, 2024 at 11:00 a.m. Beach Luxury Hotel, M. T. Khan Road, Karachi, be and are hereby confirmed and the Chairman be and is hereby authorized to sign the minutes as token of confirmation.

**SPECIAL BUSINESS**

**2. Investment in Thatta Power (Private) Limited by way of equity.**

**RESOLVED** that the Company be and is hereby authorized, in accordance with Sections 199 of the Companies Act, 2017, and other applicable laws, to make investments in its associated company i.e. Thatta Power (Private) Limited (TPPL) by acquiring from Rotocast Engineering Company (Private) Limited, its equity stake in TPPL, comprising 12,500,000 (Twelve Million Five Hundred Thousand) ordinary shares of PKR 10/- each, constituting approximately 26.09% of the issued and paid up capital of TPPL, at an aggregate price of PKR 137,500,000/- (Pak Rupees one hundred thirty-seven million five hundred thousand), broadly as per the terms determined by the authorized representatives of the Company.

**FURTHER RESOLVED** the Chief Executive Officer of the Company, or such person as may be authorized by the Chief Executive Officer of the Company, be and is hereby authorized and empowered to take all necessary steps to effectuate the aforementioned resolutions, make the requisite investments, do all such acts, deeds and things, and to negotiate, execute and deliver all such deeds, agreements, declarations, undertakings, and instruments, including any ancillary document(s) thereto, or provide any such documentation for and on behalf and in the name of the Company, fulfilling regulatory requirements, in each case, as may be necessary or required or deemed fit, for or in connection with or incidental to the proposed investments in TPPL including, without limiting the generality of the foregoing, the negotiation and finalization of the terms and conditions relating to such investments and entering into arrangements with other shareholders.

**3. Equity Investment in Minsk Work Tractor & Assembling (Private) Limited.**

**RESOLVED** the Company be and is hereby authorized, in accordance with Section 199 of the Companies Act, 2017, to make investments in the form of equity in its associated company i.e. Minsk Work Tractor & Assembling (Private) Limited (the "MWTAPL"), of an aggregate amount of up to PKR 500,000,000/- (Pak Rupees Five Hundred Million), broadly as per the terms determined by the authorized representatives of the Company.

**CERTIFIED TRUE COPY**

**(MUHAMMAD ABID KHAN)**  
**COMPANY SECRETARY**





**FURTHER RESOLVED** such investment(s) may be made and / or retained by the Company as the Board of Directors deem appropriate and / or modify the same from time to time in accordance with the instructions of the Board, as a consequence of which the Board is also hereby empowered and authorized to dispose of such investment(s) or any portion thereof as deemed fit by the Board.

**FURTHER RESOLVED** the Chief Executive Officer of the Company, or such person as may be authorized by the Chief Executive Officer of the Company, be and is hereby authorized and empowered to take all necessary steps to effectuate the aforementioned resolutions, make the requisite investments, do all such acts, deeds and things, and to negotiate, execute and deliver all such deeds, agreements, declarations, undertakings, and instruments, including any ancillary document(s) thereto, or provide any such documentation for and on behalf and in the name of the Company, fulfilling regulatory requirements, in each case, as may be necessary or required or deemed fit, for or in connection with or incidental to the proposed investment in MWTAPL including, without limiting the generality of the foregoing, the negotiation and finalization of the terms and conditions relating to such investments and entering into arrangements with other shareholders.

**CERTIFIED TRUE COPY**

**(MUHAMMAD ABID KHAN)**  
COMPANY SECRETARY  
THATTA CEMENT COMPANY LTD.

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