

THE SEARLE COMPANY LIMITED
One IBL Centre, 2nd Floor,
Plot # 1, Block 7 & 8, D.M.C.H.S.,
Tipu Sultan Road, Off Shakra-e-Faisal,
Karachi Postal Code-75350
UAN: (021) 111 SEARLE (732753)
Tel: (92-21) 371 70 200, 370 70 201
Fax: (92-21) 371 70 224, 371 70 225

Dated: December 10, 2024

Ref: C/PSX/CCR/20241210-

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi - 74000

SEARLE

Dear Sir,

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE SEARLE COMPANY LIMITED

In compliance with Clause 5.6.9 (b) of the Rule Book of the Exchange, we enclose herewith certified copy of the resolutions passed by the shareholders of The Searle Company Limited in the Extraordinary General Meeting held on December 10, 2024, at 10:30 a.m. at ICAP's Auditorium, Chartered Accountants Avenue, Clifton, Karachi – 75600, including through video link .These resolutions have been passed, adopted and have become effective.

Yours truly,

Zubair Razzak Palwala
Director & Company Secretary

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RESOLUTIONS PASSED AT EXTRAORDINARY GENERAL MEETING OF THE SEARLE COMPANY LIMITED HELD ON TUESSDAY, DECEMBER 10, 2024, AT 10:30 A.M. AT ICAP'S AUDITORIUM, CHARTERED ACCOUNTANTS AVENUE, CLIFTON, KARACHI - 75600 INCLUDING THROUGH VIDEO LINK

ORDINARY BUSINESS:

1. Confirmation of minutes of annual general meeting

"RESOLVED THAT the minutes of Annual General Meeting of the Company held on October 28, 2024 be and are hereby approved."

SEARLE

SPECIAL BUSINESS:

2. Authorizing the Company to disinvest / sell its entire shareholding in its subsidiary, i.e. Searle Pakistan Limited

"RESOLVED THAT the Company be and is hereby authorized, in accordance with Section 199 of the Companies Act, 2017, read with the proviso to clause (f) of Notification bearing S.R.O. 1239(I)/2017 dated December 6, 2017, along with Section 183(3)(b) of the Companies Act, 2017, to disinvest / sell its entire shareholding in Searle Pakistan Limited, for an aggregate amount of PKR 10,534,603,800/- (Pak Rupees Ten Billion Five Hundred Thirty Four Million Six Hundred Three Thousand Eight Hundred), subject to any adjustments as per the terms negotiated and finalized by the authorized representatives of the Company.

FURTHER RESOLVED THAT Mr. S. Nadeem Ahmed – Chief Executive Officer and / or Mr. Zubair Razzak Palwala – Director & Company Secretary, or such other person(s) as may be authorized by any of them (each an **"Authorized Person"**), be and are hereby, jointly or severally, authorized and empowered to take all necessary steps; negotiate, finalize and execute any documents; make the requisite decisions from time to time; and do all such acts, deeds and things for and on behalf of, and in the name of, the Company including, but not limited to, obtaining necessary approvals, and executing and delivering all such deeds, agreements, declarations, undertakings and guarantees, including any ancillary document thereto or provide any such documentation for and on behalf and in the name of the Company as may be necessary or required as any of them may think fit for or in connection with or incidental to fully achieve the objects of the aforesaid resolution and / or the proposed arrangement.

RESOLVED FURTHER THAT all actions taken by any of the Authorized Persons and / or the Board of Directors of the Company in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects."

CERTIFIED TRUE COPY

Zubair Razzak Palwala
Director & Company Secretary