



REGISTERED OFFICE:
FIRST CAPITAL HOUSE
96-B/1, Lower Ground Floor,
M.M. Alam Road, Gulberg-III, Lahore.
Tel: +92-42-35778217-8

February 10, 2025

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

Filing of Certified Copy of Resolutions Passed by the Shareholders of Pace (Pakistan) Limited in its Extraordinary General Meeting, held on 10th February 2025.

Dear Sir,

In compliance under clause 5.6.9(b) of PSX Regulations, we are pleased to submit herewith certified copy of the resolutions passed and adopted by the members of Pace (Pakistan) Limited in its Extraordinary General Meeting held on 10 February 2025.

The above is submitted for information of the Exchange.

Yours truly,

For and on behalf of
Pace (Pakistan) Limited

Sajjad Ahmad
Company Secretary



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Certified Copy of Resolutions Passed by the Shareholders of Pace (Pakistan)
Limited in its Extraordinary General Meeting Held on 10th February 2025

Ordinary business

1. To confirm the minutes of Annual General Meeting held on 28 October 2024;

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

Special business

2. To consider, and if deemed fit, to pass with or without modification, the following resolution as a Special Resolution, to amend the Articles of Association of the Company:

"RESOLVED THAT:

- *Amendment in Articles of Association of the Company, incorporating an enabling clause for Employee Stock Option Scheme, as mentioned in statement of material facts attached with this notice, is hereby approved.*
 - *The Chief Executive, Chief Financial Officer and Secretary of the Company be and are hereby jointly/severally authorized to comply with all formalities in this regard.*
 - *That the aforesaid alteration in the Article of Association of the Company shall be subject to any amendment, modification, addition or deletion as may be required and such amendment, modification, addition or deletion shall not require fresh approval of members.*
3. To consider and, if thought fit, to approve the proposed Employee Stock Option Scheme (ESOS) established under Section 83A of the Companies Act, 2017, in accordance with Chapter VI of the Companies (Further Issue of Shares) Regulations, 2020. This Scheme is designed to acknowledge and reward the valuable contributions of eligible employees including directors and officers, by providing them the opportunity to acquire shares of the Company through options granted under the Scheme.

"RESOLVED THAT:

- 1) *The ESOS attached as per annexure is hereby approved;*

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- II) Entitlement pool remains within the capped 10% of the enhanced paid capital of the company in a year; and 25% of the enhanced paid-up capital of the company at any point in time;
- III) the grant of options equal or exceeding (1%) one percent of the issued and paid-up capital of the company at the time of grant of options, within one year, to identified employees be and is hereby approved;
- IV) the grant of options to any employee of subsidiary company namely Pace Barka Properties Limited, be and is hereby approved;
- V) The Chief Executive, Chief Financial Officer and Secretary of the Company be and are hereby jointly or severally authorized to comply with all formalities in this regard.

Yours truly,

Sajjad Ahmad
Company Secretary
Pace (Pakistan) Limited