



LCK/CS/2025-26

September 29, 2025

**The General Manager**

Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
**Karachi**

Dear Sir,

**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED IN THE 32<sup>nd</sup> ANNUAL GENERAL MEETING OF LUCKY CEMENT LIMITED U/C 5.6.9.(b) OF PSX REGULATIONS**

In accordance with Clause 5.6.9(b) of the PSX Rule Book, we are pleased to enclose a certified true copy of all the resolutions passed in the 32<sup>nd</sup> Annual General Meeting of Lucky Cement Limited held on September 26, 2025. These resolutions have been passed/adopted & have become effective.

Yours Sincerely,

For: **LUCKY CEMENT LIMITED**

**ALI SHSHAB**

**GM Legal & Company Secretary**



**EXTRACT OF THE RESOLUTIONS PASSED IN THE 32<sup>nd</sup> ANNUAL GENERAL MEETING OF LUCKY CEMENT LIMITED, HELD ON FRIDAY, SEPTEMBER 26, 2025 AT 11:30 AM AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT FACTORY PREMISES IN PEZU, DISTRICT LAKKI MARWAT, KHYBER PAKHTUNKHWA.**

**ORDINARY BUSINESS:**

**Agenda # 1:**

**Approval of the audited financial statements of the Company, together with the Board of Directors' and Independent Auditors' reports thereon, for the year ended June 30, 2025.**

"RESOLVED THAT the Annual Audited financial statements of the Company for the year ended June 30, 2025 together with the Directors' and Auditors' Report thereon be and are hereby adopted and approved."

**Agenda # 2:**

**To declare and approve, as recommended by the Board, the payment of Final Cash Dividend.**

"RESOLVED THAT the final cash dividend for the year ended June 30, 2025 at the rate of Rs.4/- per share (200%), be and is hereby declared payable to those shareholders whose names appeared in the Register of Members of the Company on September 18, 2025, as recommended by the Directors."

**Agenda # 3:**

**Appointment of Auditors for the year 2026 and to fix their remuneration.**

"RESOLVED THAT M/s. A. F. Ferguson & Co., Chartered Accountants, Karachi be and are hereby re-appointed as external Auditors of the Company for a term ending at the conclusion of the next Annual General Meeting at a mutually agreed fee. In addition, any Federal or Provincial taxes and reimbursement of out of pocket expenses will be paid at actual."

**SPECIAL BUSINESS:**

**Agenda # 4:**

**To consider and, if thought fit, pass, with or without modification, the following resolutions as special resolutions, in terms of Section 199 of the Companies Act, 2017, and other applicable laws, for the purposes of authorizing investments in the Company's associated company i.e. National Resources (Private) Limited ("NRL"), comprising (i) investments, by way of equity subscription from time to time, in NRL of an aggregate amount of up to PKR 1,200,000,000/- (Pak Rupees One Billion Two Hundred Million) i.e. by subscribing to shares of NRL; and (ii) acquisition of 250 (two hundred fifty) ordinary shares of PKR 10/- each of NRL, at an aggregate price of up to PKR 2,500/- (Rupees Two Thousand Five Hundred), from Mr. Muhammad Ali Tabba (Chief Executive of the Company):**



- (A) "RESOLVED THAT** the Company be and is hereby authorized, in accordance with Section 199 of the Companies Act, 2017, and other applicable laws, to make investments in its associated company i.e. National Resources (Private) Limited ("NRL"), by way of equity injections, from time to time, over a period of 2 (two) years, in the aggregate amount of up to PKR 1,200,000,000/- (Pak Rupees One Billion Two Hundred Million), as per the terms stipulated in the statement accompanying this Notice, and as determined by the authorized representatives of the Company, for the purposes of funding the operations / business of NRL, including activities and ancillary matters pertaining to the direct or indirect exploration of natural resources in the areas allotted in the Province of Baluchistan to NRL or a project company in which NRL is a shareholder.
- (B) FURTHER RESOLVED THAT** the Company be and is hereby authorized, in accordance with Section 199 of the Companies Act, 2017, and other applicable laws, to make further investments in NRL by way of acquiring 250 (two hundred fifty) ordinary shares of PKR 10/- (Pak Rupees Ten) each, at an aggregate price of up to PKR 2,500/- (Pak Rupees Two Thousand Five Hundred) from Mr. Muhammad Ali Tabba (the Chief Executive of the Company), being an existing shareholder of NRL.
- (C) FURTHER RESOLVED THAT** such investment(s), by way of acquisition of shares and/or subscription of shares, may be made and / or retained by the Company as the Board of Directors of the Company (the "Board") may deem appropriate and / or modify the same from time to time in accordance with the instructions of the Board, including based on the feasibility of the arrangement, 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.
- (D) FURTHER RESOLVED THAT** the Chief Financial Officer of the Company, or such person as may be authorized by the Chief Financial 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 from time to time, 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 NRL 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."

#### **Agenda # 5:**

**To consider and if deemed fit, ratify and approve (as the case may be), the following resolutions, as special resolutions, with respect to related party transactions / arrangements conducted / to be conducted, in terms of Sections 207 and / or 208 of the Companies Act, 2017 (to the extent applicable), with or without modification:**





- (A) **"RESOLVED THAT** the transactions carried out by the Company with different Related Parties, during the year ended June 30, 2025, as disclosed in note 38 of the unconsolidated financial statements of the Company for the said period, and specified in the Statement of Material Information under Section 134(3), be and are hereby ratified and confirmed.
- (B) **FURTHER RESOLVED THAT** the Company be and is hereby authorized to enter into arrangements or carry out transactions from time to time including, but not limited to, for the purchase and sale of goods, commodities and materials including cement, chemicals, vehicles, or availing or rendering of services or share subscription, investment in units of mutual funds with different related parties to the extent deemed fit and / or approved by the Board of Directors, during the financial year ending June 30, 2026. The members have noted that for the aforesaid arrangements and transactions some or a majority of the Directors may be interested. Notwithstanding the same, the members hereby grant an advance authorization and approval to the Board Audit Committee and the Board of Directors of the Company, including under Sections 207 and / or 208 of the Companies Act, 2017 (to the extent applicable) to review and approve all related party transactions as per the quantum approved by the Board of Directors from time to time.
- (C) **FURTHER RESOLVED THAT** the related party transactions, for the period ending June 30, 2026, shall be deemed to have been approved by the members, and shall subsequently be placed before the members in the next Annual General Meeting for ratification and confirmation."

**CERTIFIED THAT THE ABOVE IS A  
TRUE COPY OF RESOLUTIONS PASSED  
ON SEPTEMBER 26, 2025**

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**ALI SHAHAB**  
GM Legal & Company Secretary