

October 14, 2025

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

Subject: Certified Copy of the Resolutions adopted in the 34th Annual General Meeting of the Company held on October 14, 2025

Dear Sir,

In compliance with the Regulation No. 5.6.9 (b) of the Rule Book of the Pakistan Stock Exchange Limited, please find enclosed herewith a certified true copy of the resolutions ("Annexure-A") passed and adopted by the members in the 34th Annual General Meeting of Power Cement Limited held on Tuesday, October 14, 2025 at 12:00 at PSX Auditorium, 3rd Floor, Admin Block, Stock Exchange Building, Exchange Road, Karachi.

The above is submitted for information of the Exchange.

Thanking you.

Yours sincerely,


Salman Gogan
Company Secretary



Encl: As above

Cc:
Executive Director/HOD
Offsite-II Department, Supervision Department
Securities and Exchange Commission of Pakistan
63, NIC Building, Jinnah Avenue, Blue Area
Islamabad

"Annexure-A"

RESOLUTIONS PASSED AND ADOPTED BY THE MEMBERS IN THE 34th ANNUAL GENERAL MEETING HELD ON OCTOBER 14, 2025

ORDINARY BUSINESS:

1. To confirm the minutes of 33rd Annual General Meeting of the Company held on October 24, 2024.

"RESOLVED THAT the minutes of Annual General Meeting of the Company held on October 24, 2024, be and are hereby approved."

2. To receive, consider and adopt the annual audited financial statements of the Company for the year ended June 30, 2025, together with the Directors' and Auditors' reports thereon.

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

3. To appoint and fix remuneration of the Auditors for the year ending June 30, 2026. The present Auditors, M/s. A. F. Ferguson & Co., Chartered Accountants, shall retire and being eligible, offered themselves for re-appointment.

"RESOLVED THAT M/s. A.F. Ferguson & Co. Chartered Accountants be and are hereby approved to be appointed as the external auditors of Power Cement Limited for the year ending June 30, 2026."

4. To elect seven (07) Directors of the Company as fixed by the Board of Directors of the Company in accordance with the provisions of Section 159(1) of the Companies Act, 2017 for a period of three years, commencing from October 28, 2025.

"RESOLVED THAT the person named below are deemed to have been elected as Directors of the Company for a term of three years commencing from October 28, 2025:

1. Mr. Muhammad Arif Habib
2. Mr. Nasim Beg
3. Mr. Abdus Samad
4. Syed Salman Rashid
5. Mr. Khursheed Anwer Jamal
6. Mr. Khalilullah Shaikh
7. Ms. Zainab Kashif



SPECIAL BUSINESS:

5. **To consider and if deemed fit, ratify and approve, the following 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:**

"RESOLVED THAT the transactions carried out by the Company with different Related Parties, during the year ended June 30, 2025, as disclosed in note 41 to the financial statements of the Company for the year ended June 30, 2025, and specified in the Statement of Material Information as per Section 134(3), be and are hereby ratified, confirmed and approved.

FURTHER RESOLVED THAT the Company be and is hereby authorized to enter into arrangements or carry out transactions from time to time, with different related parties to the extent deemed fit and approved or ratified by the Board of Directors, during the financial year ending June 30, 2026. The transactions may include sale and purchase of goods and inventories, rendering of services, payment of fees, reimbursement of expenses, receipt or repayment of loan and Musharakah contributions and markup/ profit thereon, sale or purchase of investment properties. As some of the directors are interested in some of the related party transactions on account of common directorships, therefore, the members hereby authorize the Board of Directors of the Company to approve, confirm and ratify all related party transactions.

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 also subsequently be placed before the members in the next Annual General Meeting for ratification and confirmation."

CERTIFIED TO BE TRUE COPY


Salman Gogan
Company Secretary

