



CLOVER PAKISTAN LIMITED

October 28, 2025

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

Subject: CERTIFIED COPY OF RESOLUTIONS PASSED IN 39th ANNUAL GENERAL MEETING OF CLOVER PAKISTAN LIMITED

Dear Sir

With reference to subject cited above, the shareholders of Clover Pakistan Limited in their Thirty Ninth Annual General Meeting held today, i.e. on Tuesday, 28th October 2025 at 09:00 a.m. at Arabian Sea Country Club, Bin Qasim, Karachi have adopted annual audited financial statements of the Company together with the Directors' and the Auditors' Reports thereon for the year ended 30th June 2025 together with resolutions with respect to special businesses for strategic acquisition of FEPL coco sites .

The resolutions for the aforementioned matters including resolutions regarding approval of other agenda items have been passed by the shareholders present in person or as proxies or through e-voting / postal ballot who were entitled to vote thereat. Certified true copy of resolutions passed during the Annual General Meeting is enclosed as Annexure-I in compliance with the PSX Regulations.

Yours Sincerely,




Owais Ali Khan
Company Secretary



Clover Pakistan Limited

Minutes of the Meeting of the 39th Annual General Meeting of Clover Pakistan Limited held on 28th October 2025 at 09:00 am at Arabian Sea Country Club, Bin Qasim, Karachi.

Present

The Members were present in person and by proxy.

Chairman

Mr. Salim Chamdia chaired the meeting.

Quorum

As the quorum was complete the chairman began the proceedings. The proceedings began with the recitation of verses from Holy Qur'an.

Ordinary Business

1. CONFIRMATION / ADOPTION OF THE MINUTES OF THE 38th ANNUAL GENERAL MEETING OF THE COMPANY HELD ON 30th SEPTEMBER 2024.

The directors reviewed the draft minutes of the preceding meeting and:

RESOLVED THAT The minutes of the last Annual General Meeting of the shareholders of the Company held on 30th September 2024 be and are hereby approved.

FURTHER RESOLVED THAT The Secretary/Director of the company, be and hereby is authorized to provide copies of the foregoing resolution.

The chairman declared the resolutions as having been carried unanimously.

2. AUDITED ACCOUNTS FOR THE YEAR ENDED 30TH JUNE 2025, TOGETHER WITH THE DIRECTOR'S AND AUDITOR'S REPORTS THEREON

The chairman read the second agenda of the meeting and welcomed the shareholder's queries and their comments on the audited financial statements of the company for the year ended 30th June 2025

After answering shareholder's queries, the chairman requested to propose a motion for approving the financial statement. Shareholders proposed that the financial statements for the year ended 30th June 2025 together with the auditor's and director's report thereon, be and hereby are approved and adopted.

FURTHER RESOLVED THAT The Secretary/Director of the company, be and hereby is authorized to complete secretarial formalities and to provide certified copies of foregoing resolutions.

The chairman declared the resolutions as having been carried unanimously.

CERTIFIED TRUE COPY

**COMPANY SECRETARY
CLOVER PAKISTAN LIMITED**





Clover Pakistan Limited

3. APPOINTMENT OF AUDITORS FOR THE FINANCIAL YEAR JUNE 2026

The matter of appointment of auditors for the year ending June 30, 2026, was considered. The members were informed that the retiring auditors Messrs. Reanda Haroon Zakaria Aamir Salman Rizwan & Company, Chartered Accountants, has offered to continue their services for the ensuing year. The Audit Committee and the Company's Board of Directors recommended their re-appointment

RESOLVED THAT Messrs. Reanda Haroon Zakaria Aamir Salman Rizwan & Company, Chartered Accountants, be and hereby re-appoint as the Company's Auditors till the conclusion of the next Annual General Meeting for the financial year ending June 30, 2026

FURTHER RESOLVED THAT the Chief Executive Officer of the company be and is hereby authorized to fix the remuneration of the auditors

FURTHER RESOLVED THAT the Secretary/Director of the Company be and hereby is authorized to complete regulatory and secretarial formalities and to provide certified copies of these resolutions.

The chairman declared the resolutions as having been carried unanimously.

SPECIAL BUSINESS

4. TO DISCUSS, CONSIDER, AND APPROVE THE PROPOSAL FOR THE ACQUISITION OF ALL COMPANY OWNED COMPANY OPERATED (COCO) FILLING / SERVICE STATIONS, INCLUDING THOSE UNDER CONSTRUCTION, FROM FOSSIL ENERGY (PRIVATE) LIMITED, THE PARENT COMPANY OF CLOVER PAKISTAN LIMITED.

STRATEGIC ACQUISITION PROPOSAL FOR FEPL COCO SITES

Clover Pakistan currently operates as the exclusive dealer for Fossil Energy Private Limited's (FEPL) Company-Owned, Company-Operated (COCO) sites under a Master Agreement.

To enhance strategic control and operational efficiency in the energy retail sector, Clover Pakistan has formally propose the acquisition of FEPL COCO sites—both operational and under development.

Strategic Acquisition Proposal for FEPL COCO Sites by Clover Pakistan. Acquisition supports Clover's operational expansion and vertical integration goals for market growth.

RESOLVED THAT, the members of Clover Pakistan Limited, after due consideration and deliberation, hereby approves, the acquisition of FEPL Company Owned Company Operated (COCO) Filling / Service Stations, including those currently under construction, from its parent company Fossil Energy (Private) Limited.

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COMPANY SECRETARY
CLOVER PAKISTAN LIMITED



Clover Pakistan Limited

FURTHER RESOLVED THAT, the acquisition shall be undertaken in the ordinary course of business, on an arm's length basis, and in accordance with prevailing industry practices.

FURTHER RESOLVED THAT, the Board authorizes the management of Clover Pakistan Limited to negotiate, finalize, and execute the terms and conditions of the acquisition.

FURTHER RESOLVED THAT, the Board delegates authority to the management to evaluate and acquire future COCO sites from FEPL as and when they become available.

RESOLVED FURTHER THAT, any Director or Officer of the Company be and is hereby authorized to take all necessary steps, actions, and decisions to give effect to this resolution, including signing and submitting any documents, applications, or filings required in connection with the acquisition.

ANY OTHER BUSINESS

CONFIRMATION / ADOPTION OF THE MINUTES OF THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON 21st APRIL 2025.

The directors reviewed the draft minutes of the EOGM and:

RESOLVED THAT The minutes of the Extra Ordinary General Meeting of the shareholders of the Company held on 21st April 2025 be and are hereby approved.

FURTHER RESOLVED THAT The Secretary/Director of the company, be and hereby is authorized to provide copies of the foregoing resolution.

The chairman declared the resolutions as having been carried unanimously.

There are no other business to deal with, the Chairman thanked the board members for their participation and called the meeting to a close.

CERTIFIED TRUE COPY

**COMPANY SECRETARY
CLOVER PAKISTAN LIMITED**