



Dawood Lawrencepur Limited

April 15, 2026

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

Dear Sir,

We are pleased to attach a certified copy of the resolutions adopted by the shareholders of Dawood Lawrencepur Limited (the "Company") at the Annual General Meeting of the Company held at 3:00 PM on Wednesday, April 15, 2026 at Karachi School of Business and Leadership (KSBL), National Stadium Road, opposite Liaquat National Hospital, Karachi, and via video link.

The above is submitted for information as per Regulation 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited.

Sincerely,

Khwaja Osama Musharraf
Company Secretary



Dawood Lawrencepur Limited

RESOLUTIONS ADOPTED BY THE SHAREHOLDERS OF DAWOOD LAWRENCEPUR LIMITED AT THE ANNUAL GENERAL MEETING HELD AT 3:00 PM ON WEDNESDAY, APRIL 15, 2026, HELD AT KARACHI SCHOOL OF BUSINESS AND LEADERSHIP (KSBL), NATIONAL STADIUM ROAD, OPPOSITE LIAQUAT NATIONAL HOSPITAL, KARACHI AND VIA VIDEO LINK

ORDINARY BUSINESS

- 1. To receive, consider and adopt the Audited Unconsolidated and Consolidated Financial Statements of the Company for the year ended December 31, 2025, together with the Directors' Report, Auditors' Reports thereon and Chairman's Review Report.**

"**RESOLVED** that the Audited Unconsolidated and Consolidated Financial Statements together with the Auditors' and Directors' Report and the Review Report of the Chairman, of Dawood Lawrencepur Limited for the year ended December 31, 2025, be and are hereby adopted."

- 2. To appoint Auditors of the Company and fix their remuneration. The members are hereby notified that the Board of Directors and the Audit Committee have recommended the reappointment of Messrs. A. F. Ferguson & Co., Chartered Accountants as auditors of the Company.**

"**RESOLVED** that Messrs. A. F. Ferguson & Co., Chartered Accountants, be and are hereby reappointed as Auditors of Dawood Lawrencepur Limited for the year ending December 31, 2026, at a fee to be mutually agreed upon."

- 3. To elect seven (7) directors of the Company, as fixed by the Board of Directors, in accordance with Section 159(1) of the Act, for a term of three (3) years commencing from April 15, 2026.**

"**RESOLVED** that the following seven (7) candidates be and are hereby elected as the Directors of Dawood Lawrencepur Limited for a term of three years commencing from April 15, 2026:

1. Mr. Hussain Dawood
2. Mr. Abdul Samad Dawood
3. Ms. Sabrina Dawood
4. Mr. Ruhail Muhammad
5. Mr. Muhammed Amin
6. Mr. Shafiq Ahmed
7. Mr. Sikander Hazir

SPECIAL BUSINESS

- 1. To consider and, if deemed fit, pass with or without modification(s), the special resolution under Section 199 of the Act as set out in the statement of material facts, for approval of the proposed investment by way of loan and advances to its associated company, Engro Holdings Limited.**

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"RESOLVED that the approval of the members of Dawood Lawrencepur Limited (the "Company") be and is hereby accorded and the Company be and is hereby authorized to make investment in the form of a revolving loan and advances facility to its associated company, Engro Holdings Limited, an aggregate amount of up to Pakistani Rupees Seven Billion (Rs. 7,000,000,000) on an arm's length basis, valid for a period of one year from the date of the special resolution.

FURTHER RESOLVED that the Chief Executive Officer, Chief Financial Officer, and/or Company Secretary of the Company be and are hereby authorized, any two acting jointly, to take all necessary steps to give effect to the foregoing resolution and to complete all necessary corporate and legal compliances and formalities required in connection therewith."

- 2. To consider and, if thought fit, pass, with or without modification(s), the special resolutions, in terms of Section 85 of the Act, as set out in the statement of material facts, for subdivision of the share capital of the Company.**

"RESOLVED that the approval of the members of Dawood Lawrencepur Limited (the "Company") be and is hereby accorded, pursuant to Section 85 of the Companies Act, 2017 and Article 11 of the Articles of Association of the Company, to alter the existing capital of the Company, including its authorized, issued and paid-up capital, in such a manner that each ordinary share of the Company having a face value of Rs. 10/- be and is hereby subdivided into ten (10) ordinary shares of Rs. 1/- each, without any change in the rights and privileges attached to the shares.

FURTHER RESOLVED that the Authorized Capital of the Company, comprising 660,000,000 Ordinary Shares of Rs. 10/- each, be and is hereby subdivided into 6,600,000,000 Ordinary Shares of Rs. 1/- each.

FURTHER RESOLVED that Clause V of the Memorandum of Association and Article 4 of the Articles of Association of the Company be amended accordingly to reflect the above subdivision.

FURTHER RESOLVED that the issued and paid-up capital of the Company, comprising 80,076,652 Ordinary Shares of Rs. 10/- each, be and is hereby subdivided into 800,766,520 Ordinary Shares of Rs. 1/- each.

FURTHER RESOLVED that the Chief Executive Officer, Chief Financial Officer, and/or Company Secretary of the Company be and are hereby authorized, any two acting jointly, to take all necessary steps to give effect to the foregoing resolutions and to complete all necessary corporate and legal compliances and formalities required in connection therewith."

- 3. To consider and, if deemed fit, pass, with or without modification(s), the special resolution(s) as set out in the statement of material facts, for change of the Registered Office of the Company from Karachi (the Province of Sindh) to Islamabad (Islamabad Capital Territory) and consequent alteration in the Memorandum of Association of the Company.**

"RESOLVED that the approval of the members of Dawood Lawrencepur Limited (the "Company") be and is hereby accorded, subject to fulfillment of requirements as per the Companies Act, 2017, for

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change of the Registered Office of the Company from Dawood Center, M. T. Khan Road, Karachi in the Province of Sindh to 68, Margalla Road, F-6/2, Islamabad in the Islamabad Capital Territory.

RESOLVED FURTHER that Clause II of the Memorandum of Association of the Company be and is hereby amended accordingly to reflect the above change of registered office.

FURTHER RESOLVED that the Chief Executive Officer, Chief Financial Officer, and/or Company Secretary of the Company be and are hereby authorized, any two acting jointly, to take all necessary steps to give effect to the foregoing resolutions and to complete all necessary corporate and legal compliances and formalities required in connection therewith."

4. To consider and, if deemed fit, pass, with or without modification(s), the ordinary resolution(s), in terms of Section 183(3) of the Act, as set out in the statement of material facts for the sale of the Company's land.

"RESOLVED that approval of the members of Dawood Lawrencepur Limited (the "Company") be and is hereby accorded, pursuant to Section 183(3) and other applicable provisions of the Companies Act, 2017, and subject to such terms and conditions as may be determined by the Board of Directors, the sale of land, located at Mahal 439/E-B and 445/E-B on Luddan Road, Burewala, as per other details provided in the statement of material facts.

FURTHER RESOLVED that the Board of Directors be and are hereby authorized to finalize, approve and execute all necessary documents, deeds, agreements, and arrangements and to do all acts, matters, and things, including the appointment of consultants, legal advisors, and valuers, for the purpose of effecting the disposal of the land fairly, transparently and in the best interest of the Company.

FURTHER RESOLVED that the Chief Executive Officer, Chief Financial Officer, and/or Company Secretary of the Company be and are hereby authorized, any two acting jointly, to take all necessary steps to give effect to the aforementioned resolutions and to complete all necessary corporate and legal compliances and formalities required in connection therewith."

Certified True Copy

Khwaja Osama Musharraf
Company Secretary