

THE SEARLE COMPANY LIMITED
One IBL Centre, 2nd Floor,
Plot # 1. Block 7 & 8, D.M.C.H.S,
Tipu Sultan Road. Off Shakra-e-Faisal,
Karachi Postal Code-75350
UAN: (021) 111 SEARLE (732753)
Tel: (92-21) 371 70 200, 370 70 201
Fax: (92-21) 371 70 224, 371 70 225

Dated: June 12, 2026

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

SEARLE

Dear Sir,

**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED AT THE EXTRAORDINARY
GENERAL MEETING OF THE SEARLE COMPANY LIMITED (THE "COMPANY")**

In compliance with clause 5.6.9(b) of Pakistan Stock Exchange Limited (PSX) Regulations, please find enclosed the certified copy of the resolutions passed by the members at the Extraordinary General Meeting of the Company held on June 12, 2026, at 12:00 p.m. at Avari Towers, Karachi, including through video link. These resolutions have been passed, adopted and have become effective.

Yours truly,

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Mudassir Habib Khan
Company Secretary

Encl: as above

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RESOLUTIONS PASSED AT EXTRAORDINARY GENERAL MEETING (EOGM) OF THE SEARLE COMPANY LIMITED (THE "COMPANY") HELD ON FRIDAY, JUNE 12, 2026, AT 12:00 P.M. AT AVARI TOWERS, KARACHI INCLUDING THROUGH VIDEO LINK

ORDINARY BUSINESS:

1. To confirm the minutes of Annual General Meeting of the Company held on October 28, 2025.

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SPECIAL BUSINESS:

2. To consider and, if thought fit, pass the following resolutions as Special Resolutions, with or without modification(s), in accordance with Section 208 of the Companies Act, 2017 and other applicable laws, for the purposes of approving the sale and transfer of the Company's bio-science business, including all rights, entitlements and goodwill pertaining to such existing business of the Company related to the manufacturing, marketing, sale and distribution of certain products, comprising its biological and some associated products, along with its associated trademarks, authorizations, product registrations, technical information etc., to its indirect subsidiary i.e. Nextar Pharma (Private) Limited (being a related party of the Company):

***"RESOLVED THAT** in accordance with the provisions of Section 208 of the Companies Act, 2017, and all other applicable laws, rules and regulations, the Company be and is hereby authorized to sell and transfer its bio-science business, inclusive of all rights, entitlements and goodwill pertaining to such existing business of the Company relating to the manufacturing, marketing, sale and distribution of certain products, comprising the Company's biological and some associated products, along with its associated trademarks, authorizations, product registrations, technical information etc., as further detailed in the statement of material facts, to its indirect subsidiary i.e. Nextar Pharma (Private) Limited (being a related party of the Company).*

***FURTHER RESOLVED THAT** the Board of Directors of the Company be and is hereby authorized to prepare, negotiate, finalize, execute and implement the necessary and / or requisite documents, agreements, instruments etc. for the purposes of the above, and to take all necessary actions, including making modifications as may be required by regulatory authorities, in order to give effect to these resolutions, including to delegate any such powers to one or more persons for carrying out the same.*

***FURTHER RESOLVED THAT** any Director and / or the Company Secretary, or any person authorized by the Board of Directors, be and is hereby severally authorized to sign and*

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execute all agreements, instruments, documents and filings, and to do all acts, deeds and things as may be necessary or incidental for the purposes of implementing this transaction or necessary to fully achieve the objects of the aforesaid resolutions.

FURTHER RESOLVED THAT *all actions taken to date in connection with the proposed transaction be and are hereby ratified, confirmed and approved."*

3. To consider and, if thought fit, pass the following resolutions as Special Resolutions, with or without modification(s), in accordance with Section 199 of the Companies Act, 2017 and other applicable laws, for the purposes of approving and authorizing investment(s) by the Company in the aggregate amount of up to PKR 4,000,000,000/- (Pak Rupees Four Billion) in its wholly owned subsidiary (being its associated company) i.e. Searle BioSciences (Private) Limited, through subscription of additional shares thereof:

"RESOLVED THAT *in accordance with Section 199 of the Companies Act, 2017, the Company be and is hereby authorized to invest in the equity / share capital of its wholly owned subsidiary i.e. Searle BioSciences (Private) Limited, by subscribing to the ordinary shares thereof, having face value of PKR 10/- (Pak Rupees Ten) each, in the aggregate amount of up to PKR 4,000,000,000/- (Pak Rupees Four Billion).*

FURTHER RESOLVED THAT *any Director and/or the Company Secretary of the Company be and are hereby severally authorized, including to delegate such powers, to do all acts, deeds and things, take any or all necessary actions, to complete all legal formalities, to prepare, negotiate, finalize and prepare necessary documents, instruments and agreements, and file all necessary documents, for and on behalf of the Company, as may be necessary or incidental for the purpose of implementing the aforesaid resolution and / or for the proposed subscription."*

CERTIFIED TRUE COPY



Mudassir Habib Khan
Company Secretary

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