

October 13, 2026

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

**Subject: CERTIFIED COPY OF RESOLUTIONS PASSED IN THE ANNUAL GENERAL MEETING OF
GHANDHARA INDUSTRIES LIMITED HELD ON OCTOBER 13, 2026**

Dear Sir/ Madam

With reference to regulation # 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, we hereby enclose the certified copy of the resolutions approved and adopted by the members of the Company at the 63rd Annual General Meeting held on October 13, 2026 at registered office of the Company.

The above is submitted for circulation amongst the TRE certificate holders of the Exchange.

Yours faithfully,



Talha Ahmed Zaidi
Company Secretary

Encls: As stated above

Ordinary Business:

- 1) To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2026, together with Chairman's Review, Directors' and Auditors' report thereon.

"RESOLVED THAT the Annual Audited Financial Statements of the Company for the year ended June 30, 2026, together with Chairman's Review, Directors' and Auditors' report thereon be and are hereby approved and adopted."

- 2) To appoint Auditors for the year ending June 30, 2027 and to fix their remuneration the retiring auditors, M/s ShineWing Hameed Chaudhri & Co. Chartered Accountants, being eligible, have offered themselves for re-appointment for the year ending June 30, 2027.

"RESOLVED THAT on recommendation of Audit Committee and Board of Directors, M/s ShineWing Hameed Chaudhri & Co. Chartered Accountants be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting and that the Board of Directors be and is hereby authorized to fix their remuneration."

- 3) To consider and if thought fit, approve the final cash dividend of 120% (Rs. 12 per share) as recommended by the Board of Directors for the year ended June 30, 2026.

"RESOLVED THAT on recommendation of Board of Directors, Final Cash Dividend for the year ended June 30, 2026 is hereby approved for payment to shareholders whose name appear on Member Register as on October 05, 2026."

"FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to complete and fulfill the required corporate formalities for payment of dividend."

Special Business:

- 4) Revision in Directors' Fee for attending meetings

"RESOLVED that the fee of a Director for attending the meeting of the Board and any of its committees be & are hereby enhanced from a sum of Rs. 100,000/- (Rupees One Hundred Thousand only) to Rs. 300,000/- (Rupees Three Hundred Thousand only) for each meeting".

"FURTHER RESOLVED that the Article # 95 of the Articles of Association of the Company be accordingly amended to read as under:

CLAUSE 95 OF THE ARTICLES OF ASSOCIATION

Remuneration of Directors

(1) Subject to any approval or limits required by the Applicable Law, the terms and conditions and remuneration of:

(a) a director for performing extra services, including the holding of the office of Chairperson;

(b) the Chief Executive Officer and the other principal officers listed in Article 112 for holding such offices; and

(c) any Director for attending the meetings of the Director or a committee of the Directors, shall be determined by the Company in General Meeting, from time to time, and the increase of their remuneration shall be based on their performance.

(2) Unless otherwise determined by the Board, a Director shall be paid by way of remuneration a sum of Rs. 300,000 for each meeting of the Board or a committee of the board attended by him/her.

(3) The Company in a General Meeting may also fix a payment for any Director who, for the time being, is resident out of the place at which any Board meeting may be held and who shall come to that place for the purpose of attending such meeting, such sum as the Company may consider fair and reasonable for his expenses and loss of time in connection with his attendance at the meeting in addition to his remuneration as above specified.

(4) If any Director is called upon to perform extra services or to make special exertions for any of the purposes of the Company, or to give any special attendance to the business of the Company, the Company may remunerate the Director(s) so doing.

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, 2026, as disclosed in note 40 of the 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 Chief Executive of the Company be and is hereby authorized to approve all the transactions carried out and to be carried out with associated companies/related parties during the ensuing year ending June 30, 2027 and, in this connection, the Chief Executive be and is hereby also authorized to take any and all necessary actions and sign/execute any and all such

documents/indentures as may be required in this regard on behalf of the Company. The members have noted that some or a majority of the Directors may be interested for the aforesaid arrangements and transactions. Notwithstanding the same, the members hereby grant an advance authorization and approval to the Chief Executive, including under Sections 207 and or 208 of the Companies Act, 2017, to review and approve all related party transactions"

- c) FURTHER RESOLVED THAT the related party transactions, for the period ending June 30, 2027, 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 TO BE TRUE COPY



Talha Ahmed Zaidi
Company Secretary

October 13, 2026