

Media Times Limited

October 28, 2026

The General Manager

Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Filing of Certified Copy of Resolutions passed by the Shareholders of Media Times Limited in its 26th Annual General Meeting, held on 28th October 2026.

Dear Sir,

In compliance under clause 5.6.9(b) of PSX Regulations, we are pleased to submit herewith certified copy of the resolutions passed and adopted by the members of Media Times Limited in its 26th Annual General Meeting held on 28th October 2026.

The above is submitted for information of the Exchange.

Yours truly,

For and on behalf of
Media Times Limited



Shahzad Jawahar
Company Secretary

Media Times Limited

Resolutions Passed by the Shareholders of Media Times Limited in its 26th Annual General Meeting Held on 28th October 2026

Ordinary business

1. To confirm the minutes of Extraordinary General Meeting held on 26th June 2026;

"RESOLVED THAT the minutes of the Extraordinary General Meeting held on 26th June 2026 be and are hereby approved."
2. To receive, consider and adopt the audited financial statements of the Company for the year ended 30 June 2026 together with the Chairman's Review, Directors' and Auditors' reports thereon; and

"RESOLVED THAT the audited Financial Statements of the Company for the year ended 30 June 2026 together with the Chairman's Directors' and Auditors' reports thereon be and are hereby received and adopted."
3. To appoint the Auditors of the Company for the year ending 30 June 2027 and to fix their remuneration.

"RESOLVED THAT M/s Junaidy Shoaib Asad, Chartered Accountants is hereby appointed as Auditors of the Company for the year ending 30 June 2027 and shall hold the office till the conclusion of the next Annual General Meeting of the Company unless they resign themselves during the financial year 2027."

"RESOLVED FURTHER THAT the Chief Executive of the Company be and is hereby authorized to negotiate and fix the remuneration of the auditors."

Special Business;

(I) The following resolutions were passed as a Special Resolution, to amend the Articles of Association of the Company;

"RESOLVED THAT:

- *Amendment in Articles of Association of the Company, incorporating an enabling clause for Employee Stock Option Scheme, as mentioned in statement of material facts attached with this notice, is hereby approved.*
- *The Chief Executive, Chief Financial Officer and Secretary of the Company be and are hereby jointly/severally authorized to comply with all formalities in this regard.*
- *That the aforesaid alteration in the Article of Association of the Company shall be subject to any amendment, modification, addition or deletion as may be required and such amendment, modification, addition or deletion shall not require fresh approval of members.*

(II) To approve the proposed Employee Stock Option Scheme (ESOS) established under Section 83A of the Companies Act, 2017, in accordance with Chapter VI of the Companies (Further Issue of Shares) Regulations, 2020. This Scheme is designed to acknowledge and reward the valuable contributions of eligible employees including Executive directors and officers, by providing them the opportunity to acquire shares of the Company through options granted under the Scheme. The following resolution is passed.

"RESOLVED THAT:

- I) *The ESOS attached as per annexure is hereby approved;*
- II) *Entitlement pool remains within the capped 10% of the enhanced paid capital of the company in a year; and 25% of the enhanced paid-up capital of the company at any point in time;*
- III) *the grant of options equal or exceeding (1%) one percent of the issued and paid-up capital of the company at the time of grant of options, within one year, to identified employees be and is hereby approved;*
- IV) *The Chief Executive, Chief Financial Officer and Secretary of the Company be and are hereby jointly or severally authorized to comply with all formalities in this regard.*

(III) To approve the issuance of 91,442,852 numbers of ordinary shares to Sisley Group Company Limited, by way of otherwise than right and, at a price of 9.00 per share at 10% discount against Conversion of Long Term Loan (Principal plus mark-up portion). In this regard the following resolutions were passed as Special Resolutions;

"RESOLVED THAT, subject to compliance with the applicable laws and obtaining the approval of the Securities and Exchange Commission of Pakistan ("SECP") pursuant to 83(1)(b) of the Companies Act, 2017 (along with all applicable laws), the Company be and is hereby authorized to issue up to 48,956,034 (forty eight million nine hundred fifty six thousand thirty four only) Ordinary Shares, having a face value of PKR 10/- (Pak Rupees Ten) each, at a price of 9.00 per share at 10.00% discount, by way of otherwise than right through conversion of long term loan outstanding (Principal plus Mark-up portion) towards Sisley Group Company Limited."

The issuance of shares will be at a price of Rs. 9.00 per share with a 10% discount to the par value."

FURTHER RESOLVED THAT, *the Company be and is hereby authorized and empowered to take all such actions including, but not limited to, filing the requisite applications for seeking the permission of the SECP and /or any other regulatory approvals that may be required under the applicable laws for the issuance of ordinary shares otherwise than right.*

FURTHER RESOLVED THAT *the Chief Executive Officer and / or Chief Financial Officer and /or Company Secretary of the Company, or such other person(s) as may be authorized by any of them, be and are hereby, jointly and severally, authorized and empowered to execute and deliver all necessary documents, take all necessary steps, and do all such acts, deeds and things including, but not limited to, carrying out all filings, submissions and applications with the PSX, CDC and the*

SECP, for and on behalf, and in the name, of the Company as may be necessary or required or as any of them may think fit for or in connection with or incidental for the purposes of fulfilling the above resolutions and fulfilling the objectives thereof.

FURTHER RESOLVED THAT the aforesaid resolutions shall be subject to any amendments, modifications, additions or deletions as may be suggested, directed or required by the SECP or any other regulatory body, which changes shall be deemed to be part of these special resolutions without the need of the shareholders to pass fresh resolutions unless the same are of a substantial nature."

(IV) To approve the increase in authorized capital of the Company from the existing Rs. 2,100,000,000 divided into 210,000,000 million shares of Rs. 10.00 each to Rs. 3,300,000,000 divided into 330,000,000 million shares of Rs. 10.00 each. In this regard, the following resolutions were passed as Special Resolutions;

"RESOLVED THAT the Authorized Share Capital of the Company be and is hereby increased from Rs. 2,100,000,000/- (Rupees two billion one hundred million only) divided into 210,000,000/- (Two hundred ten million) ordinary shares of Rs. 10.00/- each to Rs. 2,900,000,000/- (Rupees Two billion nine hundred million only) divided into 290,000,000 (Two hundred ninety million) ordinary shares of Rs. 10/- each and the words and figures in Clause V of Memorandum of Association and Clause 4 of Articles of Association of the Company be and are hereby amended accordingly."

"RESOLVED FURTHER THAT the Chief Executive or any one of the Directors and/or the Company Secretary be and is hereby authorized to complete all the necessary corporate and legal formalities in connection with the above."

(V) To ratify and approve the transactions carried out by the Company with related parties for the year ended 30 June, 2026 and the transactions to be executed by the Company during financial year ended 30 June 2027. In this regard the following Special Resolution(s) were passed:

"RESOLVED THAT related party transactions carried out by the Company with all the related parties during the year ended 30 June 2026, and as disclosed in Financial Statements for the year ended 30 June 2026, be and are hereby ratified and approved."

"RESOLVED FURTHER THAT the Chief Executive of the Company be and is hereby authorized to execute/ approve all the transactions to be carried out in its ordinary course of business with 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 to sign execute any and all such documents/indentures as may be required in this regard on behalf of the Company."

Yours truly,

Shahzad Jawahar
Company Secretary
Media Times Limited

