

Through PUCARS & Courier

Ref. No. KCCL/TCL/23/51

June 22, 2023

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

Subject: Certified Copy of Resolutions passed and adopted by the members in their Extra Ordinary General Meeting held on 22-June-2023

Dear Sir,

In accordance with Clause 5.6.9(b) of PSX Regulations, we hereby convey that the shareholders of the Company in their Extra Ordinary General Meeting held today at 11:00 AM at Company's Registered Office, Kohat Cement Factory, Rawalpindi Road, Kohat, have passed and adopted the following resolutions. Whereas, the special resolution proposed for increase in authorized share capital of the Company and subsequent alterations in Memorandum of Association was not passed by the members. ✓

1 – Special Resolution for Alteration of Articles of Association to authorize/empower the Board of Directors to issue bonus shares

“Resolved that Article 37(a) of the Articles of Association of Kohat Cement Company Limited (the Company) be and is hereby substituted to read as under: ✓

‘The Board of Directors of the Company may from time to time, capitalize any sum or sums forming part of any undivided profits of the Company, whether or not standing to the credit of any reserve, and direct the appropriation of the sum or sums so capitalized to be divided amongst the members of the Company who should have been entitled thereto if the same were distributed by way of dividend, and provide for the distribution of such capitalized profits by way of capital distribution by directing that the same shall be used to pay up any unissued shares of the Company of any denomination or denominations on behalf of such members, and that the shares so paid up shall be distributed as capital amongst such members in proportion to the amount which would have been received by them, if such profits had been distributed by way of dividend, as aforesaid, and in satisfaction of their shares and interests in the sum or sums so capitalized as aforesaid. Only fully paid-up shares shall be issued under this Article.’ ✓

Resolved Further that Chief Executive Officer or Company Secretary of the Company be and is hereby singly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file documents as may be necessary or incidental for the purposes of implementing this resolution.” ✓



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2 – Ordinary Resolution for Circulation of annual audited financial statements to the members of the Company through QR enabled code and weblink.

“Resolved that circulation of annual audited financial statements (including balance sheet, profit and loss account, directors report, auditors reports and other reports contained therein) of Kohat Cement Company Limited (the Company) to its shareholders through QR enabled code and weblink as notified by the Securities and Exchange Commission of Pakistan vide its S.R.O. 389(I)/2023 dated March 21, 2023, be and is hereby approved.

Further Resolved that Chief Executive Officer or Company Secretary of the Company be and is hereby singly authorized to do all acts, deeds and things, take or cause to be taken all necessary actions to comply with all legal formalities and requirements and file documents as may be necessary or incidental for the purposes of implementing this resolution.”

For and on behalf of
Kohat Cement Company Limited



Muhammad Asadullah Khan
Company Secretary

CC: **Director/HOD,**
Surveillance, Supervision and Enforcement Department,
Securities and Exchange Commission of Pakistan,
63-Jinnah Avenue, NIC Building, Blue Area,
Islamabad.