

**As required under Rule 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, please find below herewith copy of the Ordinary and Special Resolutions passed by the shareholders of TPL Insurance Limited in its Extraordinary General Meeting held on June 27, 2023.**

**ORDINARY BUSINESS:**

1. To approve the minutes of the Annual General Meeting held on April 27, 2023, and, if thought fit, to pass, with or without modification, the following resolution:

*“RESOLVED THAT the minutes of Annual General Meeting of TPL Insurance Limited held on April 27, 2023 at 11:00 am be and are hereby approved.”*

**SPECIAL BUSINESS:**

2. Pursuant to the Order of the High Court of Sindh at Karachi dated May 31, 2023, passed in Civil Miscellaneous Application No. 1309 of 2023, in the matter of Judicial Companies Miscellaneous No. 15 of 2023, to consider and, if thought fit, to pass, with or without modification, the following resolution for, inter alia, the amalgamation of the Pakistan Branch of New Hampshire Insurance Company with and into the Company, along with all ancillary matters thereto, in accordance with the Scheme of Arrangement dated May 29, 2023, as approved by the Board of Directors of the Company on May 26, 2023. The resolution proposed to be passed by the requisite majority under Sections 279 and 282 of the Companies Act, 2017 is as under:

*“RESOLVED THAT the Scheme of Arrangement dated May 29, 2023, for, inter alia, the amalgamation of the Pakistan Branch of New Hampshire Insurance Company with and into TPL Insurance Limited, along with all ancillary matters thereto, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required, or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017.”*

**CERTIFIED TO BE TRUE COPY**



**Danish Qazi**  
Company Secretary

**June 27, 2023**

**TPL Insurance Ltd.**

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Clifton, Karachi, Pakistan.

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