



D.G. KHAN CEMENT COMPANY LIMITED

Head Office: Nishat House, 53 - A, Lawrence Road, Lahore - Pakistan.
UAN: (92 - 42) 111 113 333, Tel: (92 - 42) 36360154, Fax: (92 - 42) 36367414
E-mail: info@dgcement.com

SECY/STOCKEXC/

October 27, 2023

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

Subject: Filling of Certified Copy of Resolutions Passed by the Shareholders in their Annual General Meeting (AGM)

Dear Sir,

In accordance with the requirements of Regulation No. 5.6.9 of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to submit herewith Certified Copy of the Resolutions passed by the Shareholders of D.G. Khan Cement Company Limited in their Annual General Meeting held on October 27, 2023.

Yours' sincerely,


Khalid Mahmood Chohan
Company Secretary

Factory Sites:

Khofli Sattai, Distt. Dera Ghazi Khan - Pakistan. UAN: (92 - 64) 111 - 113 - 333 Tel: (92 - 42) 36360153, Fax: (92 - 64) 2585010
Khairpur, Tehsil, Kallar Kahar. Distt. Chakwal - Pakistan. Tel: (92 - 42) 36360152 Fax: (92 - 543) 650231



D.G. KHAN CEMENT COMPANY LIMITED

Head Office: Nishat House, 53 - A, Lawrence Road, Lahore - Pakistan.
UAN: (92 - 42) 111 113 333, Tel: (92 - 42) 36360154, Fax: (92 - 42) 36367414
E-mail: info@dgcement.com

CERTIFIED COPY OF THE RESOLUTION PASSED BY THE SHAREHOLDERS OF D.G. KHAN CEMENT COMPANY LIMITED IN THEIR ANNUAL GENERAL MEETING, HELD ON OCTOBER 27, 2023 (FRIDAY) AT 3:00 P.M. AT EMPORIUM MALL, THE NISHAT HOTEL, TRADE AND FINANCE CENTRE BLOCK, NEAR EXPO CENTRE, ABDUL HAQ ROAD, JOHAR TOWN, LAHORE.

AGENDA ITEM NO. 1

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED UN-CONSOLIDATED AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE YEAR ENDED JUNE 30, 2023 TOGETHER WITH THE CHAIRMAN'S REVIEW, DIRECTORS' AND AUDITORS' REPORTS THEREON.

RESOLVED that the Annual Audited Un-Consolidated and Consolidated Financial Statements of the Company for the year ended June 30, 2023 together with Chairman's Review, Directors and Auditors' reports thereon to the shareholders be and are hereby approved and adopted.

AGENDA ITEM NO. 2

TO APPOINT STATUTORY AUDITORS FOR THE YEAR 2023-24 AND FIX THEIR REMUNERATION.

RESOLVED that M/s A. F. Ferguson & Co., Chartered Accountants, be and is hereby re-appointed as External Auditors of the Company for the year ending June 30, 2024 with rotation of engagement partner in compliance with the provisions of Listed Companies (Code of Corporate Governance) Regulations, 2019, as recommended by the Audit Committee and Board of Directors.

FURTHER RESOLVED that an increase @ 5% in the existing remuneration of A.F. Ferguson & Co., as recommended by Audit Committee and Board of Directors of the Company be and is hereby approved.

AGENDA ITEM NO 3

SPRCIAL BUSINESS:-

- a) **TO RATIFY AND APPROVE TRANSACTIONS CONDUCTED WITH THE RELATED PARTIES DURING THE YEAR ENDED JUNE 30, 2023 BY PASSING THE FOLLOWING SPECIAL RESOLUTION WITH OR WITHOUT MODIFICATION:**

RESOLVED that the Related Party Transactions disclosed in the Annual Audited Financial Statements for the year ended June 30, 2023 as approved by the Board of Directors of D. G. Khan Cement Company Limited ("the Company") be and are hereby ratified, approved and confirmed in all respects.



Cont. P/2

Factory Sites:

Khofli Sattai, Distt. Dera Ghazi Khan - Pakistan. UAN: (92 - 64) 111 - 113 - 333 Tel: (92 - 42) 36360153, Fax: (92 - 64) 2585010
Khairpur, Tehsil, Kallar Kahar. Distt. Chakwal - Pakistan. Tel: (92 - 42) 36360152 Fax: (92 - 543) 650231



D.G. KHAN CEMENT COMPANY LIMITED

Head Office: Nishat House, 53 - A, Lawrence Road, Lahore - Pakistan.
UAN: (92 - 42) 111 113 333, Tel: (92 - 42) 36360154, Fax: (92 - 42) 36367414
E-mail: info@dgcement.com

- b) TO AUTHORIZE THE BOARD OF DIRECTORS OF THE COMPANY TO APPROVE TRANSACTIONS WITH THE RELATED PARTIES DURING THE FINANCIAL YEAR ENDING ON JUNE 30, 2024 BY PASSING THE FOLLOWING SPECIAL RESOLUTION WITH OR WITHOUT MODIFICATION:

RESOLVED that the Board of Directors of D. G. Khan Cement Company Limited (“the Company”) be and is hereby authorized to approve the transactions to be conducted with ‘the related parties during the financial year ending on June 30, 2024 and these transactions shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their ratification.

- c) TO CONSIDER AND IF DEEMED FIT, TO PASS THE FOLLOWING RESOLUTIONS AS SPECIAL RESOLUTIONS IN PURSUANCE OF S.R.O. 389(I)/2023 DATED MARCH 21, 2023 OF THE SECURITIES AND EXCHANGE COMMISSION OF PAKISTAN TO AUTHORIZE THE COMPANY TO CIRCULATE THE ANNUAL AUDITED FINANCIAL STATEMENTS TO ITS MEMBERS THROUGH QR ENABLED CODE AND WEBLINK WITH OR WITHOUT MODIFICATION, ADDITION(S) OR DELETION(S).

RESOLVED that the approval of the members of D. G. Khan Cement Company Limited (the “Company”) be and is hereby accorded for transmission of Annual Reports including Annual Audited Financial Statements to the members for future years commencing from the financial year 2023 through QR enabled code and Weblink instead of transmitting the same through CD/DVD/USB, as allowed by Securities and Exchange Commission of Pakistan vide its S.R.O. 389(I)/2023 dated March 21, 2023.

RESOLVED FURTHER that the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are 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 necessary documents as may be necessary or incidental for the purposes of implementing this resolution.

Certified True Copy Issued on October 28th 2022

Khalid Mahmood Chohan
Company Secretary



Factory Sites:

Khofli Sattai, Distt. Dera Ghazi Khan - Pakistan. UAN: (92 - 64) 111 - 113 - 333 Tel: (92 - 42) 36360153, Fax: (92 - 64) 2585010
Khairpur, Tehsil, Kallar Kahar. Distt. Chakwal - Pakistan. Tel: (92 - 42) 36360152 Fax: (92 - 543) 650231