



## NOTICE OF EXTRAORDINARY GENERAL MEETING

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Notice is hereby given that the Extraordinary General Meeting (EOGM) of Cherat Cement Company Limited (the Company) will be held on Tuesday June 9, 2026 at 11:00 a.m. at the Registered Office of the Company at Factory premises, Village Lakrai, Nowshera, Khyber Pakhtunkhwa, as well as through video link conferencing facility to transact the following businesses:

### **SPECIAL BUSINESS**

1. To consider and, if deemed fit, to pass the following resolution(s) as a Special Resolution, with or without modification(s), pursuant to Section 88 of the Companies Act, 2017 read with Listed Companies (Buy-Back of Shares) Regulations, 2019, for the purchase / buy-back by the Company of up to 7,771,800 (Seven million, seven hundred seventy one thousand, eight hundred) issued ordinary shares of the Company, having face value of PKR 10/- (Pak Rupees Ten) each, through the securities exchange (i.e. the Pakistan Stock Exchange) at the spot price prevailing on the Pakistan Stock Exchange at the time of purchase during the purchase period, as recommended by the Board of Directors of the Company:

**“RESOLVED THAT** subject to compliance with applicable laws, approval of the members of Cherat Cement Company Limited (the “Company”) be and is hereby accorded under Section 88 of the Companies Act, 2017 read with Listed Companies (Buy-Back of Shares) Regulations, 2019, for the following acts by the Company:

- a) purchase/buy-back of up to 7,771,800 (Seven million, seven hundred seventy one thousand, eight hundred) issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten Only) each, representing 4% of the total issued and paid-up ordinary shares of the Company (the “Purchase”);
- b) the Purchased shares to be cancelled by the Company;
- c) the Purchase be commenced not later than 7 (seven) calendar days of the public announcement of the Purchase and to end not later than 180 (one hundred and eighty) days from the date of the special resolution, in each case in accordance with applicable law;
- d) the Purchase to be conducted through the Pakistan Stock Exchange Limited in accordance with the applicable law, including the Listed Companies (Buy-Back of Shares) Regulations, 2019 (the “Regulations”);
- e) that the Company maintains sufficient funds in the designated clearing bank account(s) from time to time during the Purchase period for the timely settlements of the daily purchases;
- f) that the Authorized Person(s) (including the Manager to the Offer) as appointed by the Board of Directors of the Company take all necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of carrying out and giving effect to the aforementioned resolutions, and for the purpose of implementing, procuring, and completing the Purchase; and
- g) the aforesaid resolutions, as deemed appropriate and necessary, may be revised by the Authorized Person(s) in accordance with any amendments in applicable law, or as directed in writing by any Competent Authority, which revision shall then be deemed to be part of the resolutions without the need for the shareholders/members of the Company to pass fresh resolutions.”

2. To consider and, if deemed fit, to pass the following resolution(s) as a Special Resolution, with or without modification(s), pursuant to Section 199 of the Companies Act, 2017, read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, and other applicable laws, to authorize Cherat Cement Company Limited to make an investment in its associated company, Cherat Packaging Limited, by way of equity investment to be made over a period of two (2) years, for a total aggregate amount not exceeding PKR 300,000,000 (Pakistani Rupees Three Hundred Million).

**“RESOLVED THAT** pursuant to Section 199 of the Companies Act, 2017 (the “Act”), the Listed Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 issued vide SRO 1240(I)/2017 dated 30 November 2017 (the “Investment Regulations”), and other applicable laws and regulations, and subject to the approval of the Securities and Exchange Commission of Pakistan and any other regulatory authority, if required, the consent and approval of the shareholders of Cherat Cement Company Limited (the “Company”) be and is hereby accorded for the Company to make an investment over a period of two (2) years, of up to Pakistani Rupees Three Hundred Million (PKR 300,000,000/-) by way of acquisition of shares (including ordinary / preference shares, right shares, bonus shares and/or such other securities) in Cherat Packaging Limited being an associated company / associated undertaking of the Company within the meaning of the Act.”

**“FURTHER RESOLVED THAT** the said investment shall be made within a period of two (2) years from the date of passing of this Resolution and the Chief Executive Officer and/or a Director and/or the Chief Financial Officer and/or Company Secretary of the Company, acting individually or jointly, be and are hereby authorized to take all necessary steps, sign and execute all such documents, agreements, instruments and/or writings and to do all such acts, deeds and things as may be necessary, appropriate, desirable or expedient to give effect to the above resolution and to comply with the requirements of the Act, the Investment Regulations and all other applicable laws, rules, regulations, directions and guidelines in connection with the aforesaid investment.”

3. To consider and, if deemed fit, to pass the following resolution(s) as a Special Resolution, with or without modification(s), pursuant to Section 199 of the Companies Act 2017, and other applicable laws, to authorize Cherat Cement Company Limited to establish and make equity investments in a joint-venture company, namely CFS Minerals Private Limited (“CFS Company”) upto an initial amount of PKR 500,000,000 (Pakistani Rupees Five Hundred Million).

**“RESOLVED THAT** pursuant to Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, and subject to any necessary regulatory approvals, the consent of the shareholders of Cherat Cement Company Limited (the ‘Company’) be and is hereby accorded for an equity investment of up to PKR 500,000,000 (Pakistani Rupees Five Hundred Million) in CFS Minerals (Private) Limited.”

4. To transact any other business with the permission of the chair.

The Statement(s) of material facts pursuant to Section 134 (3) of the Companies Act, 2017 is attached with the notice.

By Order of the Board of Directors

**Asim H. Akhund**  
Company Secretary

Karachi: May 19, 2026

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**Notes:**

1. The register of members of the Company will be closed from Tuesday, June 2, 2026 to Tuesday, June 9, 2026 (both days inclusive) and no transfers will be registered during that time. Shares received in order at the Office of the Share Registrar of the Company, CDC Share Registrar Services Limited (CDCSR), CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400 at the close of business on Monday, June 1, 2026 will be treated in time for attending the meeting.
2. A member of the Company eligible to attend, speak and vote at the Extraordinary General Meeting may appoint another member as his/her proxy to attend, speak and vote in his/her stead. Proxies to be effective must be in writing and must be received at Company's Head Office 48 hours before the Meeting.
3. The EOGM proceedings will also be held via video through ZOOM application (a video link conferencing facility). Shareholders interested to participate in the meeting are requested to email required information with subject "Registration for Cherat Cement Company Limited EOGM" along with a valid copy of both sides of Computerized National Identity Card (CNIC) at [cdcsr@cdcsrsl.com](mailto:cdcsr@cdcsrsl.com). Shareholders are advised to mention their full details in the following manner:

Full Name of Shareholder / Proxy Holder	Company	CNIC Number	Folio / CDC A/c No.	Email Address	Mobile Phone No.
	Cherat Cement Company Ltd.				

4. Video link details and login credentials will be sent to members at their provided email addresses enabling them to attend the meeting on the given date and time.
5. Members will be able to login and participate in the EOGM proceedings through their devices after completing all the formalities required for the identification and verification of the shareholders. Video link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at least 48 hours before the time of EOGM.
6. Members of the Company whose shares are registered in their account/sub-account with Central Depository System (CDS) are requested to bring original Computerized National Identity Card along with their account number in CDS and participant's ID number for verification.
7. Members of physical shares are requested to notify any change in their addresses to the Company's Share Registrar. Whereas, shareholders of CDC Accounts are requested to immediately notify any change in their addresses to their respective CDC Participant / Broker / CDC Investor Account Services.
8. According to Section 119 of the Companies Act, 2017, and Regulation 47 of the Companies Regulations, 2024, all physical shareholders are advised to provide their mandatory information such as CNIC number, address, email address, contact mobile / telephone numbers, occupation, etc. to CDC Share Registrar Services Limited immediately to avoid any non-compliance of law or any inconvenience in future.
9. Members of physical shares who have not yet submitted photocopy of their valid Computerized National Identity Card (CNIC) are requested to send the same to the Share Registrar of the Company.
10. As per Section 72 of the Companies Act, 2017 every listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the SECP. The shareholders having physical shareholding are accordingly required to open their account with investors account services of CDC or sub account with any of the brokers and convert their physical shares in book entry form. This will facilitate the shareholder in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.

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11. Shareholders are hereby reminded that Section 242 of the Companies Act, 2017, provides that in case of a listed company, any cash dividend declared by the company must be paid electronically directly into the bank accounts of the shareholders. In order to receive dividends directly into their bank account, shareholders are requested to fill in E-Dividend Mandate Form available on the Company's website i.e. [www.gfg.com.pk](http://www.gfg.com.pk) and send it duly signed along with a copy of CNIC to the Registrar of the Company CDC Share Registrar Services Limited in case of physical shares. In case shares are held in CDC, then E-Dividend Mandate Form must be submitted directly to shareholder's broker/participant/CDC investor account services. In case of non-submission of IBAN, the Company will withhold the payment of dividends under the Companies (Distribution of Dividends) Regulations, 2017. Further, the information regarding gross dividend, tax/zakat deduction and net amount of dividend will be provided through the Centralized Cash Dividend Register (CCDR), therefore, shareholders should register themselves to CDC's eServices Portal at <https://eservices.cdcaccess.com.pk>.
12. In compliance of Section 244 of the Companies Act, 2017, once the Company has completed stipulated formalities, any unclaimed dividend and /or shares that have remained outstanding for a period of three years from the date of becoming due and payable or more shall be credited to the Federal Government (in case of dividend) or delivered to the SECP (in case of physical shares). Shareholders who by any reason could not collect their remaining unclaimed dividend/shares are advised to contact the Share Registrar of the Company to collect/inquire about their unclaimed dividend or shares, if any.
13. The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018, the SECP has directed all listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, the members of the Company will be allowed to exercise their right to vote through electronic voting facility or voting by post, subject to the requirements of section 143 and 144 of the Companies Act, 2017, for the special business in the EOGM to be held on Tuesday, June 9, 2026 at 11.00 a.m., in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

**Procedure for E – Voting:**

14. Details of the e-voting facility will be shared through an e-mail on June 3, 2026 with those shareholders of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on Monday, June 1, 2026.

The web address, login details, will be communicated to members via email. The security codes will be communicated to members through SMS from web portal of CDC Share Registrar Services Limited (being the e-voting service provider).

Identity of the shareholders intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.

E-Voting lines will start from 9:00 a.m. Thursday, June 4, 2026, and shall close on Monday, June 8 2026 at 5:00 p.m. Shareholders can cast their votes any time during this period. Once the vote on a resolution is casted, he / she shall not be allowed to change it, subsequently.

**Procedure for Voting Through Postal Ballot:**

The shareholders shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC), should reach the Chairman through post on the Company's address, 3rd Floor Modern Motors House, Beaumont Road, Karachi or email at [eogmcccl@gfg.com.pk](mailto:eogmcccl@gfg.com.pk) one day before the EOGM i.e. on June 8, 2026, during working hours. The signature on the ballot paper shall match the signature on the CNIC.

For the convenience of the shareholders, ballot paper is annexed to this notice and the same is also available on the Company's website at [www.gfg.com.pk](http://www.gfg.com.pk) for the purpose of being downloaded.

- 15. In pursuance of directive issued by the Securities & Exchange Commission of Pakistan, no gifts will be distributed at the meeting.

**Scrutinizer**

- 16. In accordance with the Regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Company has appointed UHY Hassan Naeem & Co, Chartered Accountants, having rating Quality Control Review Program (QCR) of Institute of Chartered Accountants of Pakistan as audit firm, to act as the Scrutinizer of the Company for the business pertaining to the investment in associated company to be transacted in the general meeting and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

**Statement Under Section 134 of the Companies Act, 2017**

The Statement sets out material facts concerning the "Special Businesses" to be transacted at the Extraordinary General Meeting of the Company to be held on Tuesday, June 9, 2026 at 11:00 a.m., as well as through video link facility. The approval of the members of the Company will be sought for:

**Agenda item No.1 - Companies Buy-Back of Shares:**

The Board of Directors of Cherat Cement Company Limited (the "Company") in its meeting held on April 28, 2026, provided its approval to recommend to the members / shareholders of the Company, for their approval vide special resolution(s), the purchase/buy-back by the Company of an aggregate of up to 4% of issued and paid-up capital, an aggregate of up to 7,771,800 issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten only) each, in accordance with the Applicable Law (the "Purchase"). Salient features of the Purchase are provided in the table below:

Description	Board's Recommendation
Purpose of the purchase	Cancellation of Shares
Mode of the purchase	Through the Pakistan Stock Exchange Limited
Indicative (maximum) number of shares proposed to be purchased (buy- back)	Up to an aggregate of 7,771,800 (Seven million, seven hundred seventy-one thousand, eight hundred) issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten only)
Indicative (maximum) percentage of shares proposed to be purchased (buy-back)	Up to 4% of the total outstanding shares of the Company
Purchase Price	Spot price prevailing on the Pakistan Stock Exchange at the time of purchase (as per Regulation 8(2) of Listed Companies (Buy-Back of Shares) Regulations, 2019)
Period within which the purchase shall be made	<p>In accordance with Regulations 7(2) and 10(b) of the Regulations, the purchase period shall commence not later than 7 (seven) days from the date of the public announcement, and shall close within 180 (One Hundred Eighty) days from the date of the special resolution or till such date that the purchase is completed, whichever is earlier.</p> <p>Consequently, the purchase period shall commence from 12 June 2026 to 01 December 2026 (both days inclusive) or till such date that purchase is complete, whichever is earlier</p>
Source of funds	The purchase of shares shall be made in cash and shall be out of the distributable profits as required under Section 88(8) of the Companies Act, 2017.

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Description	Board's Recommendation
Justification for the purchase / buyback and effect on the financial position of the Company	The purchase/buy-back of the Company's issued ordinary shares will improve the earnings per share of the Company.  Further, it will provide an exit opportunity to those members who wish to liquidate their investments.

**Agenda item No.2 - Investment in Associated Company:**

The Company intends to acquire shares in its associated company namely Cherat Packaging Limited ("CPL") which is listed company incorporated in Pakistan on October 12, 1989. The principal business activities are manufacturing, marketing and sale of packing material.

For the purposes of compliance with Section 199 of the Companies Act read with Regulation 3(3) of the Regulations, the Company have nonetheless, conducted the necessary due diligence for the proposed investment.

In compliance with the relevant provisions of the Companies Act and the Regulations, the requisite information/disclosure regarding the proposed investment is as under:

Sr. No.	Nature of Information Required to be Disclosed Pursuant to the Regulations	Relevant Information																																				
(a)	<b>Disclosure for all types of investments</b>																																					
	(A) Regarding Associated Company or associated undertaking:-																																					
(i)	Name of the Associated Company or Associated Undertaking;	Cherat Packaging Limited																																				
(ii)	Basis of relationship;	Associated Company																																				
(iii)	Earnings per share for the last three years (PKR)	June 30, 2023 : Rs. 18.50 June 30, 2024 : Rs. 18.04 June 30, 2025 : Rs. 7.26																																				
(iv)	Break-up value per share, based on the latest audited financial statements;	Rs182.42																																				
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements;	<table border="1"> <thead> <tr> <th>Items</th> <th>As at December 31, 2025 Unaudited (Rupees in '000)</th> <th>As at June 30, 2025 Audited (Rupees in '000)</th> </tr> </thead> <tbody> <tr> <td colspan="3"><b>Statement of Financial Position</b></td> </tr> <tr> <td>Non - Current Assets</td> <td>9,315,411</td> <td>8,780,193</td> </tr> <tr> <td>Current Assets</td> <td>8,001,602</td> <td>6,843,089</td> </tr> <tr> <td>Share capital and reserves</td> <td>9,175,215</td> <td>8,956,027</td> </tr> <tr> <td>Non-Current Liabilities</td> <td>3,310,950</td> <td>3,155,285</td> </tr> <tr> <td>Current Liabilities</td> <td>4,830,848</td> <td>3,511,970</td> </tr> <tr> <td colspan="3"><b>Statement of Profit or Loss</b></td> </tr> <tr> <th>Items</th> <th>For the half-year ended December 31, 2025 Unaudited (Rupees in '000)</th> <th>For the half-year ended December 31, 2024 Unaudited (Rupees in '000)</th> </tr> <tr> <td>Turnover</td> <td>7,378,842</td> <td>6,516,015</td> </tr> <tr> <td>Gross Profit</td> <td>600,347</td> <td>577,292</td> </tr> <tr> <td>Net Profit</td> <td>87,117</td> <td>312,348</td> </tr> </tbody> </table>	Items	As at December 31, 2025 Unaudited (Rupees in '000)	As at June 30, 2025 Audited (Rupees in '000)	<b>Statement of Financial Position</b>			Non - Current Assets	9,315,411	8,780,193	Current Assets	8,001,602	6,843,089	Share capital and reserves	9,175,215	8,956,027	Non-Current Liabilities	3,310,950	3,155,285	Current Liabilities	4,830,848	3,511,970	<b>Statement of Profit or Loss</b>			Items	For the half-year ended December 31, 2025 Unaudited (Rupees in '000)	For the half-year ended December 31, 2024 Unaudited (Rupees in '000)	Turnover	7,378,842	6,516,015	Gross Profit	600,347	577,292	Net Profit	87,117	312,348
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Net Profit	87,117	312,348																																				
(vi)	in case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely,-	Not Applicable																																				

	(I) description of the project and its history since conceptualization; (II) starting date and expected date of completion of work; (III) time by which such project shall become commercially operational; (IV) expected time by which the project shall start paying return on investment; and (V) funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	Not Applicable Not Applicable Not Applicable Not Applicable Not Applicable
	<b>(B) General Disclosures</b>	
(i)	maximum amount of investment to be made;	Up to PKR 300 million
(ii)	purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment;	The proposed investment is expected to yield the following benefits for the Company and its shareholders: (a) Enhancement of long-term financial returns through dividends and capital appreciation on the investment. (b) Addition of a good asset will also strengthen the financial statements of the Company.
(iii)	sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds,- (I) justification for investment through borrowings; (II) detail of collateral, guarantees provided and assets pledged for obtaining such funds; and (III) cost benefit analysis;	The investment will be made through Company's own resources.  Not Applicable Not Applicable Not Applicable
(iv)	salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment;	Not Applicable
(v)	direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	Mr. Arif Faruque and Mr. Akbarali Pesnani are the common Directors of Cherat Cement Company Limited and Cherat Packaging Limited. However, they have no direct or indirect interest except to the extent of shareholding in the investing companies. Faruque (Private) Limited is the major shareholder of both the companies.

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(vi)	in case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	As of now, Cherat Cement Company Limited holds 3,606,524 shares in Cherat Packaging Limited. Over the years, the Company has also received dividend income and bonus shares from Cherat Packaging Limited. The dividend income received from Cherat Packaging Limited over the last 10 years is as follows:		
		Financial Year	Shares held	Dividend Income (Rupees in 000's)
		2025	3,606,524	16,229
		2024	3,606,524	10,820
		2023	3,606,524	8,119
		2022	3,122,532	15,613
		2021	3,122,532	6,245
		2020	3,122,532	7,097
		2019	2,838,666	19,439
		2018	2,468,406	20,160
		2017	2,174,808	20,661
		2016	2,055,308	14,578
(vii)	any other important details necessary for the members to understand the transaction;	Nil		
(b)	<b>In case of equity investment,-</b>			
(i)	maximum price at which securities will be acquired;	As CPL is a listed entity, the shares will either be acquired from open market or NDM transactions to be disclosed at the time of acquisition.		
(ii)	in case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof;	Not Applicable		
(iii)	maximum number of securities to be acquired;	The investment will be an aggregate of PKR 300 million.		
(iv)	number of securities and percentage thereof held before and after the proposed investment;	Before: 3,606,524 shares, 7.35% After: the exact number of securities and percentage may not be determined at this time.		
(v)	current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Current price of Rs. 76.87 as at May 13, 2026.  Weighted average price of Rs. 75.93		
(vi)	fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities;	Not Applicable		

### Agenda item No.3 – Entering Mining Business:

The Company is diversifying its business operations by entering the mining sector through a joint venture to be incorporated and operated via CFS Minerals (Private) Limited ("CFS") and plans to commit an initial investment of up to PKR 500 million in CFS, with the capital intended to be deployed in tranches over the coming years. Consequently, the Company seeks approval from its shareholders for investments in an associated company, ("CFS"), through passing of the special resolutions with or without modification(s) provided in agenda item no. 3 of the notice, in accordance with Section 199 of the Companies Act, 2017.

In compliance with the relevant provisions of the Companies Act and the Regulations, the requisite information/disclosure regarding the proposed investment is as under:

Sr. No.	Nature of Information Required to be Disclosed Pursuant to the Regulations	Relevant Information
(a)	<b>Disclosure for all types of investments</b>	
	(A) Regarding Associated Company or associated undertaking:-	
(i)	Name of the Associated Company or Associated Undertaking;	CFS Minerals (Private) Limited
(ii)	Basis of relationship;	CFS will be an associated company by virtue of common directorship.
(iii)	Earnings per share for the last three years (PKR)	Newly incorporated company, therefore not applicable
(iv)	Break-up value per share, based on the latest audited financial statements;	Newly incorporated company, therefore not applicable
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements;	Newly incorporated company, therefore not applicable
(vi)	in case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely,-	
	(i) description of the project and its history since conceptualization;	<p>The investment is in relation to the Company's diversifying its business operations by entering the mining sector.</p> <p>CFS is intended to be backed by a consortium of the Country's most respected industrial groups: International Industries Limited (part of Amir S. Chinoy Group), Cherat Cement Company Limited (part of Ghulam Faruque Group) and Shirazi Investments (Private) Limited (holding company of Atlas Group). All 3 consortium members will have equal shareholding in CFS.</p> <p>CFS is intended to be established with the vision of becoming a leading mineral, mining, and exploration company, driven by innovation, sustainable development, and a steadfast commitment to excellence and national pride.</p> <p>CFS is envisioned to build an integrated mineral value chain across Balochistan and Khyber Pakhtunkhwa by harnessing Pakistan's expertise and investment capacity to promote inclusive prosperity, local empowerment, and sustainable socio-economic development.</p> <p>CFS is intended to pursue Copper-Gold, Lead-Zinc, Barite, and Antimony projects in the regions of Balochistan and Khyber Pakhtunkhwa. Exploration and related activities may be undertaken directly by CFS or through one or more special purpose vehicles (SPVs) in which CFS holds an ownership interest.</p>

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	(ii) starting date and expected date of completion of work;	<p>CFS is intended to undertake the process of obtaining exploration licences in the relevant mineral sectors. Exploration activities, including feasibility studies, are expected to take approximately three to five years, although the precise timeline remains uncertain at this stage.</p> <p>Should economically viable mineral deposits be discovered during the exploration process, CFS and its stakeholders may pursue the development of a mining project and apply for the necessary mining lease(s) to undertake mining operations. Further financial and operational arrangements would then be required to implement the project.</p>
	(iii) time by which such project shall become commercially operational;	<p>At this stage, CFS is intended to undertake exploration activities, pre-feasibility studies, and associated ancillary work. Subject to positive outcomes, commercial viability, and completion of the required arrangements and closing conditions, CFS may thereafter proceed with mining operations. Owing to the nature and current stage of the project, definitive timelines cannot presently be determined.</p>
	(iv) expected time by which the project shall start paying return on investment; and	<p>As previously stated, the viability of the project(s) remains subject to the discovery and confirmation of commercially viable mineral reserves. Upon completion of the relevant exploration and evaluation activities, CFS and its stakeholders shall assess whether to proceed with subsequent development and operational arrangements. In light of the unique characteristics and preliminary phase of the project, definitive timelines cannot presently be determined.</p>
	(v) funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	<p>An equity investment by way of subscription of shares from time to time, up to an aggregate amount of PKR 500,000,000/- (Pak Rupees Five Hundred Million), is proposed to be made by the Company.</p>
<b>(B) General Disclosures</b>		
(i)	maximum amount of investment to be made;	<p>The aggregate investment amount, shall be deployed from time to time, over a period of three (3) years, in the equity/shareholding of CFS.</p>
(ii)	purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment;	<p>The Company intends to establish and expand its footprint within Pakistan's underdeveloped large-scale mineral and mining sector through targeted investments. The proposed funds are expected to be utilized for exploration and operational activities, including pre-feasibility studies, geological investigations, drilling, mineral resource estimation, and other related ancillary works.</p>

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		<p>The investment is planned to be made over a period of three (3) years.</p> <p>Subject to the identification of commercially viable mineral reserves and commencement of commercial production, the Company expects the project to generate long-term value for its shareholders.</p>
(iii)	sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds,-	The proposed investment will be funding through the Company's own funds / sources.
	i. justification for investment through borrowings;	Not applicable
	ii. detail of collateral, guarantees provided and assets pledged for obtaining such funds; and	Not applicable
	iii. cost benefit analysis;	Not applicable
(iv)	salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment;	Depending on the funding requirements of CFS for the purposes of its activities, and the determination of its board of directors, the Company shall invest in CFS from time to time by subscribing to shares thereof.
(v)	direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	The common director between the Company and CFS will be Mr. Yasir Masood, who shall be the director of the Company on the board of CFS and is interested in the investment transaction to the extent of his common directorship and shareholding of the Company.
(vi)	in case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	Not applicable
(vii)	any other important details necessary for the members to understand the transaction;	Nil
<b>(b)</b>	<b>In case of equity investment,-</b>	
(i)	maximum price at which securities will be acquired;	With respect to the future investment in the shares of CFS from time to time by the Company, CFS' shares shall be subscribed based on the price offered by CFS to its shareholders in accordance with the applicable laws, including Section 83 of the Companies Act, 2017.
(ii)	in case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof;	Not applicable

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(iii)	maximum number of securities to be acquired;	The Company shall subscribe to shares of CFS from time to time, within the limit approved by the members of PKR 500,000,000/- (Pak Rupees Five Hundred Million).  The maximum number of shares will vary based on the subscription price offered by CFS from time to time.
(iv)	number of securities and percentage thereof held before and after the proposed investment;	Nil
(v)	current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Not applicable
(vi)	fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities;	Not applicable

None of the directors of the Company have any personal interest in the aforesaid special business(s), except in their capacity as members and directors of the Company.



# CHERAT CEMENT COMPANY LIMITED

A GHULAM FARUQUE GROUP COMPANY



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## POSTAL BALLOT PAPER

for voting through post for the Special Business at the Extraordinary General Meeting to be held on Tuesday, June 9, 2026, at 11:00 a.m. at the Registered Office of the Company at Factory premises, Village Lakrai, Nowshera, Khyber Pakhtunkhwa,  
UAN: +92 21 111-000-009 Website: [www.gfg.com.pk](http://www.gfg.com.pk)

Folio / CDS Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of shares Held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	
Additional information and enclosures (in case of representative of body corporate, corporation, and federal Government)	
Name of Authorized Signatory	
CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

### Resolution For Agenda Item No. 1

**"RESOLVED THAT** subject to compliance with applicable laws, approval of the members of Cherat Cement Company Limited (the "Company") be and is hereby accorded under Section 88 of the Companies Act, 2017 read with Listed Companies (BuyBack of Shares) Regulations, 2019, for the following acts by the Company:

- purchase/buy-back of up to 7,771,800 (Seven million, seven hundred seventy one thousand, eight hundred) issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten Only) each, representing 4% of the total issued and paid-up ordinary shares of the Company (the "Purchase");
- the Purchased shares to be cancelled by the Company;
- the Purchase be commenced not later than 7 (seven) calendar days of the public announcement of the Purchase and to end not later than 180 (one hundred and eighty) days from the date of the special resolution, in each case in accordance with applicable law;
- the Purchase to be conducted through the Pakistan Stock Exchange Limited in accordance with the applicable law, including the Listed Companies (Buy-Back of Shares) Regulations, 2019 (the "Regulations");
- that the Company maintains sufficient funds in the designated clearing bank account(s) from time to time during the Purchase period for the timely settlements of the daily purchases;
- that the Authorized Person(s) (including the Manager to the Offer) as appointed by the Board of Directors of the Company take all necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of carrying out and giving effect to the aforementioned resolutions, and for the purpose of implementing, procuring, and completing the Purchase; and
- the aforesaid resolutions, as deemed appropriate and necessary, may be revised by the Authorized Person(s) in accordance with any amendments in applicable law, or as directed in writing by any Competent Authority, which revision shall then be deemed to be part of the resolutions without the need for the shareholders/members of the Company to pass fresh resolutions."

### Resolution for Agenda Item No. 2

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act, 2017 (the "Act"), the Listed Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 issued vide SRO 1240(I)/2017 dated 30 November 2017 (the "Investment Regulations"), and other applicable laws and regulations, and subject to the approval of the Securities and Exchange Commission of Pakistan and any other regulatory authority, if required, the consent and approval of the shareholders of Cherat Cement Company Limited (the "Company") be and is hereby accorded for the Company to make an investment over a period of two (2) years, of up to Pakistani Rupees Three Hundred Million (PKR 300,000,000/-) by way of acquisition of shares (including ordinary / preference shares, right shares, bonus shares and/or such other securities) in Cherat Packaging Limited being an associated company / associated undertaking of the Company within the meaning of the Act."

**FURTHER RESOLVED THAT** the said investment shall be made within a period of two (2) years from the date of passing of this Resolution and the Chief Executive Officer and/or a Director and/or the Chief Financial Officer and/or Company Secretary of the Company, acting individually or jointly, be and are hereby authorized to take all necessary steps, sign and execute all such documents, agreements, instruments and/or writings and to do all such acts, deeds and things as may be necessary, appropriate, desirable or expedient to give effect to the above resolution and to comply with the requirements of the Act, the Investment Regulations and all other applicable laws, rules, regulations, directions and guidelines in connection with the aforesaid investment."

### Resolution for Agenda Item No. 3

**"RESOLVED THAT** pursuant to Section 199 of the Companies Act, 2017, the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017, and subject to any necessary regulatory approvals, the consent of the shareholders of Cherat Cement Company Limited (the "Company") be and is hereby accorded for an equity investment of up to PKR 500,000,000 (Pakistani Rupees Five Hundred Million) in CFS Minerals (Private) Limited."

## INSTRUCTIONS FOR POLL

### Instructions for Poll

- Please indicate your vote by ticking (✓) the relevant box.
- In case if both the boxes are marked as (✓), your poll shall be treated as "Rejected".

I/we hereby exercise my/our vote in respect of the above resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below;

Resolution	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Resolution For Agenda Item No. 1		
Resolution For Agenda Item No. 2		
Resolution For Agenda Item No. 3		

### NOTES:

- Dully filled ballot paper should be sent to the Chairman at 3rd Floor, Modern Motors House, Beaumont Road, Karachi or email at [eogmcccl@gfg.com.pk](mailto:eogmcccl@gfg.com.pk)
- Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the Chairman within working hours by or before Monday, June 8, 2026. Any postal ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport (In case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
- In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution, / Power of Attorney, / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable.
- Ballot Paper form has also been placed on the website of the Company at: [www.gfg.com.pk](http://www.gfg.com.pk) Members may download the ballot paper from the website.

Shareholder / Proxy holder Signature/Authorized Signatory  
(In case of corporate entity, please affix company stamp)

Date \_\_\_\_\_

## اطلاع برائے غیر معمولی اجلاس عام

بذریعہ ہذا مطلع کیا جاتا ہے کہ چیراٹ سیمنٹ کمپنی لمیٹڈ (دی کمپنی) کا غیر معمولی اجلاس عام درج ذیل امور کی انجام دہی کے لئے بروز منگل 9 جون 2026 بوقت 11:00 بجے صبح، کمپنی کے رجسٹرڈ دفتر واقع فیکٹری کی حدود، ولج لکرنی، نوشہرہ، خیبر پختونخوا میں منعقد ہوگا۔

## خصوصی کاروبار

1- کمپنی کے بورڈ آف ڈائریکٹرز کی سفارشات کے مطابق کمپنیز ایکٹ 2017 کے سیکشن 88 جو لسٹڈ کمپنیز (شیررز کی واپس خریداری) ریگولیشنز 2019 کے ساتھ ملا کر پڑھا جائے، کی رو سے، کمپنی کے 7,771,800 (سات ملین، سات سو اکتھتر ہزار، آٹھ سو) ٹیک کے عمومی شیررز، جاری کردہ 10 (دس روپے) فی شیر فیس ویلیو والے، کی سیکورٹی ایڈجسٹمنٹ (یعنی پاکستان اسٹاک ایکسچینج) کے ذریعے، اس وقت پاکستان اسٹاک ایکسچینج پر موجود قیمت پر خریداری / واپس خریداری کے لئے درج ذیل قرارداد (قراردادوں) پر غور و خوض کرنا اور اگر مناسب معلوم ہو تو اس کو ترمیم (ترمیمات) سمیت یا اس کے بغیر بطور خصوصی قرار داد منظور کرنا۔

"طے یا پا کہ لاگو قوانین کی پیروی سے مشروط، کمپنیز ایکٹ 2017 کے سیکشن 88 کے تحت جو لسٹڈ کمپنیز (شیررز کی واپس خریداری) ریگولیشنز 2019 کے ساتھ ملا کر پڑھا جائے، چیراٹ سیمنٹ کمپنی لمیٹڈ (دی "کمپنی") کے ممبران کی جانب سے کمپنی کے درج ذیل امور کی انجام دہی کی منظوری حاصل ہے اور دی جاتی ہے:

(a) کمپنی کی جانب سے 10 (دس) روپے فی شیر ادا شدہ / فیس ویلیو والے 7,771,800 (سات ملین، سات سو اکتھتر ہزار، آٹھ سو) عمومی شیررز کی خریداری / واپس خریداری کی جائے جو کمپنی ("خریدار") کے کل جاری کردہ اور ادا شدہ عمومی شیررز کا 4% ہے۔

(b) خرید شدہ شیررز کو کمپنی منسوخ کر دے گی۔

(c) خریداری کے عوامی اعلان سے 7 (سات) روز کے اندر اور خصوصی قرارداد کی منظوری کے تاریخ سے زیادہ سے زیادہ سے زیادہ 180 دن کے اندر خریداری کا عمل مکمل ہو جانا چاہئے جو دونوں صورتیں لاگو قوانین کے مطابق ہیں۔

(d) خریداری کا عمل پاکستان اسٹاک ایکسچینج کے ذریعے لاگو قوانین بشمول لسٹڈ کمپنیز (شیررز کی واپس خریداری) ریگولیشنز، 2019 (دی ریگولیشنز) کے مطابق ہونا چاہئے

(e) کہ خریداری کے عمل کی مدت کے دوران میں، کمپنی مقرر کردہ کلیئرنگ بینک میں کافی فنڈز دستیاب رکھے گی تاکہ روزمرہ کی خریداری کے عمل کا بروقت تصفیہ ہو جائے۔

(f) کمپنی کے بورڈ آف ڈائریکٹرز کی جانب سے مقرر کردہ مجاز فرد/افراد، (بشمول نیچر ٹوائفر) تمام ضروری، متعلقہ اور اتفاقی اقدامات اٹھانے اور ایسے تمام امور، ضروریات اور کام کی انجام دہی یا انجام کی ضروریات پوری کرنے اور مذکورہ بالا قرارداد پر عمل درآمد اور اس کو موثر بنانے کے لئے درکار امور اور خریداری پر عمل درآمد اور تکمیل کے لئے خدمات انجام دیں گے اور

(g) مذکورہ بالا قراردادوں کو، جو مناسب اور ضروری معلوم ہو، مجاز فرد/افراد لاگو قانون کے مطابق یا مجاز اتھارٹی کی تحریری ہدایات پر ترمیم کر سکتے ہیں اور یہ ترمیم شدہ عبارت قرارداد کا حصہ بن جائے گی جس کے لئے، کمپنی کے شیررز ہولڈرز / ممبرز سے دوبارہ منظوری حاصل کرنے کی ضرورت نہیں ہوگی۔

2- کمپنیز ایکٹ 2017 کے سیکشن 199 اور دیگر لاگو قوانین کی رو سے، جو کمپنیز (انویسٹمنٹ ان ایسوسی ایٹڈ کمپنیز یا ایسوسی ایٹ انڈر ٹیکنگ) 2017 کے تحت چیراٹ سیمنٹ کمپنی لمیٹڈ کو اپنی ایسوسی ایٹڈ کمپنی چیراٹ پیکیجنگ لمیٹڈ میں لیکویٹی انویسٹمنٹ کے ذریعہ سرمایہ کاری کرنے کی مجاز قرار دینے کے لئے درج ذیل قرارداد (قراردادوں) پر غور و خوض کرنا

اور مناسب معلوم ہوا تو اسے پلا ترمیم یا ترمیمات کے ساتھ منظور کرنا۔ یہ سرمایہ کاری دو (2) سال کی مدت کے دوران ہوگی اور اس کی کل مجموعی رقم 300,000,000 (تین سو ملین پاکستانی روپے) سے زیادہ نہیں ہوگی۔

"طے پایا کہ کمپنیز ایکٹ 2017 (دی ایکٹ) کے سیکشن 199، دی لسٹڈ کمپنیز (انویسٹمنٹ ان ایسوسی ایٹڈ کمپنیز یا ایسوسی ایٹڈ انڈر ٹیکنگ) ریگولیشنز 2017 مجریہ بذریعہ ایس آر او نمبر 1240(I)/2017 مورخہ 30 نومبر 2017 (دی "انویسٹمنٹ ریگولیشنز")، اور دیگر لاگو قوانین و ضوابط کی رو سے، اور سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان یا کسی دوسری ضابطے کی اتھارٹی سے منظوری (اگر درکار ہو) سے مشروط، کمپنی کو دو (2) سال کی مدت کے لئے تین سو ملین پاکستانی روپے (-/300,000,000 پاکستانی روپے) کی سرمایہ کاری بذریعہ شیئرز (بشمول عمومی / ترجیحی شیئرز / رائٹ شیئرز، بونس شیئرز اور/یا دیگر سیکورٹیز) کی خریداری سے چیراٹ پیکیجنگ لمیٹڈ، بطور کمپنی کی ایسوسی ایٹڈ کمپنی/ایسوسی ایٹڈ انڈر ٹیکنگ، ایکٹ کے مفہوم کے دائرے میں کرنے کے لئے چیراٹ سیمنٹ کمپنی لمیٹڈ (دی "کمپنی") کے شیئر ہولڈرز کی رضامندی اور منظوری حاصل کر سکے۔

"مزید طے پایا کہ مذکورہ سرمایہ کاری اس قرارداد کی منظوری کی تاریخ سے دو (2) سال کی مدت کے اندر کی جائے گی اور کمپنی کے چیف ایگزیکٹو آفیسر اور/یا ڈائریکٹر اور/یا چیف فنانشل آفیسر اور/یا کمپنی سیکرٹری مجاز ہیں کہ وہ انفرادی حیثیت میں یا مشترکہ طور پر کام کے سلسلے میں تمام ضروری اقدامات اٹھانے، دستخط کرنے اور ایسی تمام دستاویزات، معاہدے، مسودے اور/یا عبارات اور ایسے تمام عمل، ضروریات اور کام، جو درج بالا قرارداد کو موثر بنانے کے لئے ضروری، مناسب اور مطلوب یا جلد انجام دہی کے لئے ہوں اور ایکٹ، انویسٹمنٹ کے ضوابط اور دیگر تمام لاگو قوانین، قاعدے، ضابطوں اور مذکورہ سرمایہ کاری کے سلسلے میں رہنما ہدایات سے مطابقت رکھتے ہوں۔"

3- کمپنیز ایکٹ 2017، اور دیگر لاگو قوانین کی پیروی میں چیراٹ سیمنٹ کمپنی لمیٹڈ کو اپنی نئی تشکیل شدہ جوائنٹ وینچر کمپنی بنام سی ایف ایس منرلز (پرائیویٹ) لمیٹڈ ("سی ایف ایس") میں لیکویٹی انویسٹمنٹ کے ذریعے ابتدائی طور پر 500,000,000 پاکستانی روپے (پانچ سو ملین پاکستانی روپے) کی سرمایہ کاری کرنے کا مجاز قرار دیا جاتا ہے۔

"طے پایا کہ کمپنیز ایکٹ 2017 کے سیکشن 199، دی کمپنیز (انویسٹمنٹ ان ایسوسی ایٹڈ کمپنیز یا ایسوسی ایٹڈ انڈر ٹیکنگ ریگولیشنز)، 2017، اور کسی ضروری ضابطے کی منظوری سے مشروط، سی ایف ایس منرلز (پرائیویٹ) لمیٹڈ میں 500,000,000 پاکستانی روپے (پانچ سو ملین پاکستانی روپے) تک کی لیکویٹی انویسٹمنٹ کے لئے چیراٹ سیمنٹ کمپنی لمیٹڈ (دی "کمپنی") کے شیئر ہولڈرز کی رضامندی ہوگی اور دی جاتی ہے۔"

4- چیئرمین کی اجازت سے کسی اور امور کی انجام دہی۔

کمپنیز ایکٹ 2017 کے سیکشن (3) 134 کی پیروی میں مادی حقائق کا اسٹیٹمنٹ نوٹس کے ساتھ منسلک ہے۔

بحکم بورڈ آف ڈائریکٹرز  
عاصم ایچ آخوند  
کمپنی سیکرٹری

کراچی: 19 مئی 2026

نوٹس:

1. کمپنی کے ممبران کا رجسٹر منگل 2 جون 2026 سے منگل 9 جون 2026 (بشمول دونوں ایام) بند رہے گا اور اس دوران کوئی ٹرانسفر رجسٹرڈ نہیں کیا جائے گا۔ کمپنی کے شیئر رجسٹرار سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ (CDCSR) کے دفتر، سی ڈی سی ہاؤس، -99 بی، بلاک 'بی'، ایس ایم سی ایچ ایس، مین شاہراہ فیصل، کراچی 74400- میں پیر، 1 جون 2026 کو کاروباری اوقات کے اختتام تک درست صورت میں موصول ہونے والے شیئرز بروقت تصور ہوں گے۔

2. کمپنی کا کوئی ممبر، جو غیر معمولی اجلاس عام میں شرکت کرنے، بولنے اور ووٹ دینے کا اہل ہے، اپنی جگہ کسی دوسرے ممبر کو شرکت کرنے، بولنے اور ووٹ دینے کیلئے اپنا پراسی مقرر کر سکتا / سکتی ہے۔ پراسیز کے موثر ہونے کیلئے لازمی ہے کہ وہ تحریری طور پر ہو اور کمپنی کے صدر دفتر کو اجلاس شروع ہونے سے 48 گھنٹے قبل موصول ہو جائے۔

3. غیر معمولی اجلاس عام کی کارروائی ویڈیو کے ذریعے ZOOM اپیلیکیشن (ویڈیو لنک کانفرنسنگ کی سہولت) کے ذریعے بھی منعقد کی جائے گی۔ اجلاس میں شرکت کیلئے دلچسپی رکھنے والے شیئر ہولڈرز سے درخواست کی جاتی ہے کہ "چیراٹ سنٹ کمپنی لمیٹڈ غیر معمولی اجلاس عام کیلئے رجسٹریشن" کے موضوع کے ساتھ مطلوبہ معلومات اور کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) کی دونوں جانب کی درست کاپی [cdcsr@cdecsrsl.com](mailto:cdcsr@cdecsrsl.com) پر ای میل کریں۔ شیئر ہولڈرز کو ہدایت کی جاتی ہے درج ذیل طریقے کے مطابق اپنی مکمل تفصیل فراہم کریں۔

شیئر ہولڈر/کسی کا مکمل نام	کمپنی	کمپیوٹرائزڈ قومی شناختی کارڈ نمبر	فولیو/سی ڈی سی اکاؤنٹ نمبر	ای میل ایڈریس	موبائل فون نمبر
	چیراٹ سینٹ کمپنی لمیٹڈ				

4. ویڈیو لنک کی تفصیلات اور لاگ ان کی تفصیلات ممبر ان کو ان کے فراہم کردہ ای میل ایڈریس پر بھیج دی جائیں گی تاکہ وہ مقررہ تاریخ اور وقت پر اجلاس میں شرکت کر سکیں۔

5. سالانہ اجلاس عام میں شیئر ہولڈرز لاگ ان ہونے کیلئے اپنی ڈیوائس کے ذریعے شناخت کیلئے مطلوبہ ضروریات اور شیئر ہولڈر کی تصدیق کر کے شرکت کر سکیں گے۔ ویڈیو لنک اور لاگ ان کی تفصیلات صرف ان ممبران کے ساتھ شیئر کی جائیں گی جن کی ای میل میں تمام مطلوبہ معلومات ہوں گی اور وہ اجلاس عام کے وقت سے کم از کم 48 گھنٹے پہلے موصول ہوئی ہوں گی۔

6. کمپنی کے ممبران جن کے شیئرز سینٹرل ڈیپازٹری سسٹم (CDS) کے ساتھ ان کے اکاؤنٹ/سب اکاؤنٹ میں رجسٹرڈ ہیں ان سے درخواست کی جاتی ہے کہ وہ تصدیق کے لیے CDS میں اپنے اکاؤنٹ نمبر اور شرکت کنندہ کا شناختی نمبر کے ساتھ اصل کمپیوٹرائزڈ قومی شناختی کارڈ ہمراہ لائیں۔

7. کمپنی کے فزیکل شیئرز کے حامل ممبران سے درخواست کی جاتی ہے کہ وہ اپنے پتوں میں کسی تبدیلی کی اطلاع کمپنی کے شیئر رجسٹرار کو دیں۔ جبکہ، سی ڈی سی اکاؤنٹس کے حامل شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ اپنے پتوں میں کسی بھی تبدیلی کی اطلاع اپنے متعلقہ سی ڈی سی شرکت کنندہ/بروکر/سی ڈی سی انویسٹر اکاؤنٹ سروسز کو فوری طور پر بھجوائیں۔

8. کمپنیز ایکٹ، 2017 کے سیکشن 119، اور کمپنیز ریگولیشنز، 2024 کی ریگولیشن 47 کے مطابق، تمام فزیکل شیئر ہولڈرز کو تجویز کیا جاتا ہے کہ وہ اپنی لازمی معلومات جیسے کہ CNIC نمبر، پتہ، ای میل ایڈریس، رابطہ فون یا موبائل نمبر، پیشہ وغیرہ سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ کو فوری طور پر فراہم کریں تاکہ قانون کی عدم تعمیل یا مستقبل میں کسی بھی قسم کی زحمت سے بچا جاسکے۔

9. فزیکل شیئرز کے ممبران جنہوں نے ابھی تک اپنے درست کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) کی فوٹو کاپی جمع نہیں کروائی ہے ان سے درخواست کی جاتی ہے کہ وہ اسے کمپنی کے شیئر رجسٹرار کے پاس جمع کروادیں۔

10. کمپنیز ایکٹ، 2017 کے سیکشن 72 کے مطابق ہر موجودہ لسٹڈ کمپنی کو اپنے فزیکل شیئرز ایک مقررہ طریقے سے ایس ای سی پی کی مقرر کردہ تاریخ سے بک انٹری کی شکل میں تبدیل کرنا لازمی ہوں گے۔ فزیکل شیئر رکھنے والے شیئر ہولڈرز کو سی ڈی سی کے انویسٹر اکاؤنٹ سروسز کے ساتھ اپنا اکاؤنٹ یا کسی بھی بروکر کے ساتھ ذیلی اکاؤنٹ کھولنے اور اپنے فزیکل شیئرز کو بک انٹری فارم میں تبدیل کرنے کی ضرورت ہے۔ یہ شیئر ہولڈر کو کئی طریقوں سے سہولت فراہم کرے گا، جس کے تحت وہ اپنے شیئرز کو اپنی کسٹڈی میں رکھ سکتا/سکتی ہے اور جب چاہے فروخت کر سکتا/کر سکتی ہے، کیونکہ پاکستان اسٹاک ایکچینج لمیٹڈ کے موجودہ ضوابط کے مطابق فزیکل شیئرز کی تجارت کی اجازت نہیں ہے۔

11. شیئر ہولڈرز کو یاد دہانی کروائی جاتی ہے کہ ہ کمپنیز ایکٹ، 2017 کے سیکشن 242 کے مطابق کسی لسٹڈ کمپنی کی صورت میں، کمپنی کی جانب سے اعلان کردہ نقد منافع منقسم (ڈویڈنڈز) کی رقم لازمی طور پر الیکٹرانک ذریعے سے براہ راست شیئر ہولڈر کے بینک اکاؤنٹ میں جمع کروائی جائے گی۔ اپنے بینک اکاؤنٹ میں منقسم براہ راست حاصل کرنے کے لیے، شیئر ہولڈرز سے درخواست کی جاتی ہے کہ وہ ای ڈیویڈنڈ مینڈیٹ فارم کو پُر کریں جو کمپنی کی ویب سائٹ [www.gfg.com.pk](http://www.gfg.com.pk) پر دستیاب ہے اور اس پر دستخط کر کے CNIC کی کاپی کے ساتھ فزیکل شیئر ہونے کی صورت میں کمپنی کے رجسٹرار سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ کو بھجوائیں۔ اگر سی ڈی سی میں شیئر رکھے گئے ہیں، تو ای ڈیویڈنڈ مینڈیٹ فارم براہ راست شیئر ہولڈر کے بروکر/شرکت کنندہ/سی ڈی سی انویسٹر اکاؤنٹ سروسز کے پاس جمع کروا

IBAN جمع نہ کروانے کی صورت میں، کمپنیز (ڈسٹری بیوشن آف ڈیویڈنڈز) ریگولیشنز 2017 کے تحت کمپنی ڈیویڈنڈ کی ادائیگی روک لے گی۔ مزید برآں، مجموعی ڈیویڈنڈ، ٹیکس/زلوے کی کٹوتی اور ڈیویڈنڈ کی خالص رقم کے بارے میں معلومات سنٹرلائزڈ کیش ڈیویڈنڈ رجسٹر (CCDR) کے ذریعے فراہم کی جائے گی۔ لہذا، شیئر ہولڈرز کیلئے لازمی ہے کہ وہ خود کو سی ڈی سی کے ای سروسز پورٹل <https://eservices.cdcaccess.com.pk> پر رجسٹر کروالیں۔

12. کمپنیز ایکٹ، 2017 کے سیکشن 244 کے تحت، جب کمپنی مقررہ رسمی کارروائیاں مکمل کر لے گی تو وہ تمام غیر وصول شدہ منافع اور/یا شیئرز جو واجب الادا اور قابل ادائیگی ہونے کی تاریخ سے تین سال یا اس سے زائد عرصہ تک غیر وصول شدہ رہیں گے، منافع کی صورت میں وفاقی حکومت کے کھاتے میں جمع کر دیے جائیں گے اور فزیکل شیئرز کی صورت میں ایس ای سی بی کو منتقل کر دیے جائیں گے۔ وہ شیئر ہولڈرز جو کسی بھی وجہ سے اپنا غیر وصول شدہ منافع اور/یا شیئرز وصول نہ کر سکے ہوں، انہیں ہدایت کی جاتی ہے کہ اگر کوئی غیر وصول شدہ منافع یا شیئرز موجود ہوں تو اس کے بارے میں معلومات حاصل کرنے یا وصولی کے لیے کمپنی کے شیئر رجسٹرار سے رابطہ کریں۔

13. ممبران کو مطلع کیا جاتا ہے کہ کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کے تحت، ایس ای سی بی نے تمام لسٹڈ کمپنیوں کو ہدایت کی ہے کہ وہ خصوصی کاروبار کے طور پر درجہ بند تمام امور پر اراکین کو الیکٹرانک ووٹنگ اور بذریعہ ڈاک ووٹنگ کی سہولت فراہم کریں۔ لہذا، کمپنی کے اراکین کو خصوصی کاروبار کے لیے، منگل، 9 جون 2026 کو صبح 11 بجے منعقد ہونے والے غیر معمولی اجلاس عام میں، مذکورہ ریگولیشنز میں درج شرائط و ضوابط کے مطابق الیکٹرانک ووٹنگ یا بذریعہ ڈاک ووٹنگ کے ذریعے اپنا حق رائے دہی استعمال کرنے کی اجازت ہوگی۔ جو کمپنی ایکٹ 2017 کے سیکشن 143-144 اور کمپنیز (پوسٹل بیلٹ) ریگولیشنز 2018 کے لاگو شدہ مشروط ہے۔

14. ای۔ووٹنگ کا طریقہ کار  
ای ووٹنگ کی سہولت کی تفصیلات 3 جون 2026 کمپنی کے ان شیئر ہولڈرز کے ساتھ ایک ای میل کے ذریعے شیئر کی جائیں گی جن کے پاس اپنے درست CNIC نمبر، موبائل فون نمبر، اور ای میل ایڈریس کمپنی کے ممبران کے رجسٹر میں 1 جون 2026 کو کاروباری دن کے اختتام تک دستیاب ہوں گے۔

ویب ایڈریس، لاگ ان کی تفصیلات، ای میل کے ذریعے ممبران کو مطلع کر دی جائیں گی۔ سیکورٹی کوڈز سی ڈی سی شیئر رجسٹرار سروسز لمیٹڈ (ای ووٹنگ سروس فراہم کنندہ ہونے کے ناطے) کے ویب پورٹل سے ایس ایم ایس کے ذریعے اراکین کو آگاہ کر دیے جائیں گے۔

ای ووٹنگ کے ذریعے ووٹ ڈالنے کا ارادہ رکھنے والے شیئر ہولڈرز کی شناخت الیکٹرانک دستخط یا لاگ ان کے لیے تصدیق کے ذریعے کی جائے گی۔

ای ووٹنگ لائنیں جمعرات 4 جون 2026 صبح 9:00 بجے سے شروع ہوں گی اور پیر 8 جون 2026 کو شام 5:00 بجے بند ہوں گی۔ شیئر ہولڈرز اس مدت کے دوران کسی بھی وقت اپنا ووٹ ڈال سکتے ہیں۔ ایک بار کسی قرارداد پر ووٹ ڈالنے کے بعد، اسے بعد میں تبدیل کرنے کی اجازت نہیں ہوگی۔

پوسٹل بیلٹ کے ذریعے ووٹنگ کا طریقہ کار  
شیئر ہولڈرز اس بات کو یقینی بنائیں گے کہ کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) کی کاپی کے ساتھ درست طریقے سے بھرے ہوئے اور دستخط شدہ بیلٹ پیپر، غیر معمولی اجلاس عام سے ایک دن پہلے 8 جون 2026 تک کام کے اوقات میں کمپنی کے ایڈریس، تیسری منزل ماڈرن موٹرز ہاؤس، بیومونٹ روڈ، کراچی، چیئرمین تک پہنچائیں یا [eogmcccl@gfg.com.pk](mailto:eogmcccl@gfg.com.pk) پر ای میل کریں۔ بیلٹ پیپر پر دستخط CNIC پر دستخط سے مماثل ہوں گے۔

شیئر ہولڈرز کی سہولت کے لیے، بیلٹ پیپر اس نوٹس کے ساتھ منسلک ہے اور اسے ڈاؤن لوڈ کرنے کے مقصد کے لیے کمپنی کی ویب سائٹ [www.gfg.com.pk](http://www.gfg.com.pk) پر بھی دستیاب ہے۔

15. سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کی جانب سے جاری کردہ ہدایات کے تحت، میٹنگ میں کوئی تحائف تقسیم نہیں کیے جائیں گے۔

16. کمپنیز (پوسٹل بیلٹ) ریگولیشنز، 2018 کی ریگولیشن 11 کے مطابق، کمپنی نے یو ایچ وائے حسن نعیم اینڈ کو، چارٹرڈ اکاؤنٹنٹس، جو انسٹیٹیوٹ آف چارٹرڈ اکاؤنٹنٹس آف پاکستان کے کوالٹی کنٹرول ریویو پروگرام (QCR) کے تحت ریٹنگ یافتہ ہیں، کو غیر معمولی اجلاس عام میں ہونے والے برٹس کے تحت ہو، کمپنی کا اسکر وٹائزر مقرر کیا ہے، جو ریگولیشن 11A میں بیان کردہ دیگر ذمہ داریاں بھی انجام دیں گے۔

### کمپنیز ایکٹ، 2017 کی دفعہ 134 کے تحت بیانات

اسٹیٹمنٹ میں "خصوصی کاروبار" سے متعلق مادی حقائق کمپنی کے غیر معمولی اجلاس عام میں انجام دیئے جائیں گے جو 9 جون 2026 کو صبح 11:00 بجے منعقد ہوگا اور ویڈیو لنک کی سہولت کے ذریعے بھی دستیاب ہوگا۔ اس میں درج ذیل کے لئے ممبران کی منظوری حاصل کی جائے گی۔

لجینڈا آکٹم نمبر 1 - ایسوسی ایٹڈ کمپنی میں سرمایہ کاری:

جیہاٹ سیمنٹ کمپنی لیمنڈ (دی "کمپنی") کے بورڈ آف ڈائریکٹرز نے اپنی میٹنگ منعقدہ 28 اپریل 2026 میں سفارش منظور کی کہ کمپنی کے ممبرز/شیئرز ہولڈرز خصوصی قرارداد (دادوں) کے ذریعے کمپنی لاگو قانون (دی "پریچیز") کے مطابق مجموعی طور پر جاری کردہ اور ادا شدہ سرمایہ کے 4% تک خریداری/واپس خریداری کر سکتی ہے، جو مجموعی طور پر 10 پاکستانی روپے (پاکستانی دس روپے) ادا شدہ/فیس ویلیو فی شیئر کے 7,771,800 جاری کردہ عمومی شیئرز بنتی ہے۔ پریچیز کی نمایاں خصوصیات درج ذیل فیمل میں دی گئی ہیں۔

Description	Board's Recommendation
Purpose of the purchase	Cancellation of Shares
Mode of the purchase	Through the Pakistan Stock Exchange Limited
Indicative (maximum) number of shares proposed to be purchased (buy-back)	Up to an aggregate of 7,771,800 (Seven million, seven hundred seventy-one thousand, eight hundred) issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten only)
Indicative (maximum) percentage of shares proposed to be purchased (buy-back)	Up to 4% of the total outstanding shares of the Company
Purchase Price	Spot price prevailing on the Pakistan Stock Exchange at the time of purchase (as per Regulation 8(2) of Listed Companies (Buy-Back of Shares) Regulations, 2019)
Period within which the purchase shall be made	In accordance with Regulations 7(2) and 10(b) of the Regulations, the purchase period shall commence not later than 7 (seven) days from the date of the public announcement, and shall close within 180 (One Hundred Eighty) days from the date of the special resolution or till such date that the purchase is completed, whichever is earlier.  Consequently, the purchase period shall commence from 12 June 2026 to 01 December 2026 (both days inclusive) or till such date that purchase is complete, whichever is earlier
Source of funds	The purchase of shares shall be made in cash and shall be out of the distributable profits as required under Section 88(8) of the Companies Act, 2017.

17/26

Description	Board's Recommendation
Justification for the purchase / buyback and effect on the financial position of the Company	The purchase/buy-back of the Company's issued ordinary shares will improve the earnings per share of the Company.  Further, it will provide an exit opportunity to those members who wish to liquidate their investments.

لیجنڈا آئٹم نمبر 2 - ایسوسی ایٹڈ کمپنی میں سرمایہ کاری:

کمپنی اپنی ایسوسی ایٹڈ کمپنی بنام چیراٹ پیکجنگ کمپنی لمیٹڈ (سی بی ایل) کے شیئرز خریدنے کا ارادہ رکھتی ہے، جو لسٹڈ کمپنی کے طور پر پاکستان میں 12 اکتوبر 1989 میں قائم ہوئی۔ اس کا بنیادی کاروبار پیکجنگ میٹیریل کی مینوفیکچرنگ، مارکنگ اور فروخت ہے۔

کمپنی ایکٹ کے سیکشن 199 کی پیروی میں، جو ریگولیشنز کے ریگولیشن 3(3) کے ساتھ پڑھا جائے، کمپنی نے مجوزہ سرمایہ کاری کے لئے ہے، کمپنی نے بہر حال، تمام مناسب جانچ پڑتال کر لی ہے۔

کمپنیز ایکٹ اور ریگولیشنز کے متعلقہ پروویژن کی پیروی میں، مجوزہ سرمایہ کاری کے بارے میں مطلوبہ معلومات / انکشافات درج ذیل ہیں:

Sr. No.	Nature of Information Required to be Disclosed Pursuant to the Regulations	Relevant Information																																				
(a)	<b>Disclosure for all types of investments</b>																																					
	(A) Regarding Associated Company or associated undertaking:-																																					
(i)	Name of the Associated Company or Associated Undertaking;	Cherat Packaging Limited																																				
(ii)	Basis of relationship;	Associated Company																																				
(iii)	Earnings per share for the last three years (PKR)	June 30, 2023 : Rs. 18.50 June 30, 2024 : Rs. 18.04 June 30, 2025 : Rs. 7.26																																				
(iv)	Break-up value per share, based on the latest audited financial statements;	Rs182.42																																				
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements;	<table border="1"> <thead> <tr> <th>Items</th> <th>As at December 31, 2025 Unaudited (Rupees in '000)</th> <th>As at June 30, 2025 Audited (Rupees in '000)</th> </tr> </thead> <tbody> <tr> <td colspan="3"><b>Statement of Financial Position</b></td> </tr> <tr> <td>Non - Current Assets</td> <td>9,315,411</td> <td>8,780,193</td> </tr> <tr> <td>Current Assets</td> <td>8,001,602</td> <td>6,843,089</td> </tr> <tr> <td>Share capital and reserves</td> <td>9,175,215</td> <td>8,956,027</td> </tr> <tr> <td>Non-Current Liabilities</td> <td>3,310,950</td> <td>3,155,285</td> </tr> <tr> <td>Current Liabilities</td> <td>4,830,848</td> <td>3,511,970</td> </tr> <tr> <td colspan="3"><b>Statement of Profit or Loss</b></td> </tr> <tr> <th>Items</th> <th>For the half-year ended December 31, 2025 Unaudited (Rupees in '000)</th> <th>For the half-year ended December 31, 2024 Unaudited (Rupees in '000)</th> </tr> <tr> <td>Turnover</td> <td>7,378,842</td> <td>6,516,015</td> </tr> <tr> <td>Gross Profit</td> <td>600,347</td> <td>577,292</td> </tr> <tr> <td>Net Profit</td> <td>87,117</td> <td>312,348</td> </tr> </tbody> </table>	Items	As at December 31, 2025 Unaudited (Rupees in '000)	As at June 30, 2025 Audited (Rupees in '000)	<b>Statement of Financial Position</b>			Non - Current Assets	9,315,411	8,780,193	Current Assets	8,001,602	6,843,089	Share capital and reserves	9,175,215	8,956,027	Non-Current Liabilities	3,310,950	3,155,285	Current Liabilities	4,830,848	3,511,970	<b>Statement of Profit or Loss</b>			Items	For the half-year ended December 31, 2025 Unaudited (Rupees in '000)	For the half-year ended December 31, 2024 Unaudited (Rupees in '000)	Turnover	7,378,842	6,516,015	Gross Profit	600,347	577,292	Net Profit	87,117	312,348
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	<p>(I) description of the project and its history since conceptualization;</p> <p>(II) starting date and expected date of completion of work;</p> <p>(III) time by which such project shall become commercially operational;</p> <p>(IV) expected time by which the project shall start paying return on investment; and</p> <p>(V) funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;</p>	<p>Not Applicable</p> <p>Not Applicable</p> <p>Not Applicable</p> <p>Not Applicable</p> <p>Not Applicable</p>
	<p><b>(B) General Disclosures</b></p>	
<p>(i)</p>	<p>maximum amount of investment to be made;</p>	<p>Up to PKR 300 million</p>
<p>(ii)</p>	<p>purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment;</p>	<p>The proposed investment is expected to yield the following benefits for the Company and its shareholders:</p> <p>(a) Enhancement of long-term financial returns through dividends and capital appreciation on the investment.</p> <p>(b) Addition of a good asset will also strengthen the financial statements of the Company.</p>
<p>(iii)</p>	<p>sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds,-</p> <p>(I) justification for investment through borrowings;</p> <p>(II) detail of collateral, guarantees provided and assets pledged for obtaining such funds; and</p> <p>(III) cost benefit analysis;</p>	<p>The investment will be made through Company's own resources.</p> <p>Not Applicable</p> <p>Not Applicable</p> <p>Not Applicable</p>
<p>(iv)</p>	<p>salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment;</p>	<p>Not Applicable</p>
<p>(v)</p>	<p>direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;</p>	<p>Mr. Arif Faruque and Mr. Akbarali Pesnani are the common Directors of Cherat Cement Company Limited and Cherat Packaging Limited. However, they have no direct or indirect interest except to the extent of shareholding in the investing companies. Faruque (Private) Limited is the major shareholder of both the companies.</p>

(vi)	in case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	As of now, Cherat Cement Company Limited holds 3,606,524 shares in Cherat Packaging Limited. Over the years, the Company has also received dividend income and bonus shares from Cherat Packaging Limited. The dividend income received from Cherat Packaging Limited over the last 10 years is as follows:																																	
		<table border="1"> <thead> <tr> <th>Financial Year</th> <th>Shares held</th> <th>Dividend Income (Rupees in 000's)</th> </tr> </thead> <tbody> <tr> <td>2025</td> <td>3,606,524</td> <td>16,229</td> </tr> <tr> <td>2024</td> <td>3,606,524</td> <td>10,820</td> </tr> <tr> <td>2023</td> <td>3,606,524</td> <td>8,119</td> </tr> <tr> <td>2022</td> <td>3,122,532</td> <td>15,613</td> </tr> <tr> <td>2021</td> <td>3,122,532</td> <td>6,245</td> </tr> <tr> <td>2020</td> <td>3,122,532</td> <td>7,097</td> </tr> <tr> <td>2019</td> <td>2,838,666</td> <td>19,439</td> </tr> <tr> <td>2018</td> <td>2,468,406</td> <td>20,160</td> </tr> <tr> <td>2017</td> <td>2,174,808</td> <td>20,661</td> </tr> <tr> <td>2016</td> <td>2,055,308</td> <td>14,578</td> </tr> </tbody> </table>	Financial Year	Shares held	Dividend Income (Rupees in 000's)	2025	3,606,524	16,229	2024	3,606,524	10,820	2023	3,606,524	8,119	2022	3,122,532	15,613	2021	3,122,532	6,245	2020	3,122,532	7,097	2019	2,838,666	19,439	2018	2,468,406	20,160	2017	2,174,808	20,661	2016	2,055,308	14,578
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(vii)	any other important details necessary for the members to understand the transaction;	Nil																																	
<b>(b)</b>	<b>In case of equity investment,-</b>																																		
(i)	maximum price at which securities will be acquired;	As CPL is a listed entity, the shares will either be acquired from open market or NDM transactions to be disclosed at the time of acquisition.																																	
(ii)	in case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof;	Not Applicable																																	
(iii)	maximum number of securities to be acquired;	The investment will be an aggregate of PKR 300 million.																																	
(iv)	number of securities and percentage thereof held before and after the proposed investment;	Before: 3,606,524 shares, 7.35% After: the exact number of securities and percentage may not be determined at this time.																																	
(v)	current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Current price of Rs. 76.87 as at May 13, 2026.  Weighted average price of Rs. 75.93																																	
(vi)	fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities;	Not Applicable																																	

### لیجنڈ آؤٹ نمبر 3 مائنگ کے کاروبار میں شمولیت

کمپنی سی ایف ایس منرلز (پرائیویٹ) لمیٹڈ ("سی ایف ایس") کے ذریعے مشترکہ کاروبار کے ذریعے کان کنی کے شعبے میں داخل ہو کر اپنے کاروباری کاموں کو تنوع بنا رہی ہے اور سی ایف ایس میں PKR 500 ملین تک کی ابتدائی سرمایہ کاری کرنے کا ارادہ رکھتی ہے، اور آنے والے سالوں میں قسطوں میں سرمایہ لگایا جانا ہے۔ نتیجتاً، کمپنی اپنے شیئر ہولڈرز سے متعلقہ کمپنی میں سرمایہ کاری کے لیے منظوری لیتی ہے، ("سی ایف ایس")، لیجنڈا کے آؤٹ نمبر میں فراہم کردہ ترمیم کے ساتھ یا اس کے بغیر خصوصی قراردادیں پاس کر کے۔ نوٹس کا 3، کمپنیز ایکٹ، 2017 کے سیکشن 199 کے مطابق۔

کمپنیز ایکٹ اور ضوابط کی متعلقہ دفعات کی تعمیل میں، مجوزہ سرمایہ کاری کے بارے میں مطلوبہ معلومات درج ذیل ہے:

Sr. No.	Nature of Information Required to be Disclosed Pursuant to the Regulations	Relevant Information
(a)	<b>Disclosure for all types of investments</b>	
	(A) Regarding Associated Company or associated undertaking:-	
(i)	Name of the Associated Company or Associated Undertaking;	CFS Minerals (Private) Limited
(ii)	Basis of relationship;	CFS will be an associated company by virtue of common directorship.
(iii)	Earnings per share for the last three years (PKR)	Newly incorporated company, therefore not applicable
(iv)	Break-up value per share, based on the latest audited financial statements;	Newly incorporated company, therefore not applicable
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements;	Newly incorporated company, therefore not applicable
(vi)	in case of investment in relation to a project of associated company or associated undertaking that has not commenced operations, following further information, namely,-	
	(i) description of the project and its history since conceptualization;	<p>The investment is in relation to the Company's diversifying its business operations by entering the mining sector.</p> <p>CFS is intended to be backed by a consortium of the Country's most respected industrial groups: International Industries Limited (part of Amir S. Chinoy Group), Cherat Cement Company Limited (part of Ghulam Faruque Group) and Shirazi Investments (Private) Limited (holding company of Atlas Group). All 3 consortium members will have equal shareholding in CFS.</p> <p>CFS is intended to be established with the vision of becoming a leading mineral, mining, and exploration company, driven by innovation, sustainable development, and a steadfast commitment to excellence and national pride.</p> <p>CFS is envisioned to build an integrated mineral value chain across Balochistan and Khyber Pakhtunkhwa by harnessing Pakistan's expertise and investment capacity to promote inclusive prosperity, local empowerment, and sustainable socio-economic development.</p> <p>CFS is intended to pursue Copper-Gold, Lead-Zinc, Barite, and Antimony projects in the regions of Balochistan and Khyber Pakhtunkhwa. Exploration and related activities may be undertaken directly by CFS or through one or more special purpose vehicles (SPVs) in which CFS holds an ownership interest.</p>

	(ii) starting date and expected date of completion of work;	<p>CFS is intended to undertake the process of obtaining exploration licences in the relevant mineral sectors. Exploration activities, including feasibility studies, are expected to take approximately three to five years, although the precise timeline remains uncertain at this stage.</p> <p>Should economically viable mineral deposits be discovered during the exploration process, CFS and its stakeholders may pursue the development of a mining project and apply for the necessary mining lease(s) to undertake mining operations. Further financial and operational arrangements would then be required to implement the project.</p>
	(iii) time by which such project shall become commercially operational;	<p>At this stage, CFS is intended to undertake exploration activities, pre-feasibility studies, and associated ancillary work. Subject to positive outcomes, commercial viability, and completion of the required arrangements and closing conditions, CFS may thereafter proceed with mining operations. Owing to the nature and current stage of the project, definitive timelines cannot presently be determined.</p>
	(iv) expected time by which the project shall start paying return on investment; and	<p>As previously stated, the viability of the project(s) remains subject to the discovery and confirmation of commercially viable mineral reserves. Upon completion of the relevant exploration and evaluation activities, CFS and its stakeholders shall assess whether to proceed with subsequent development and operational arrangements. In light of the unique characteristics and preliminary phase of the project, definitive timelines cannot presently be determined.</p>
	(v) funds invested or to be invested by the promoters, sponsors, associated company or associated undertaking distinguishing between cash and non-cash amounts;	<p>An equity investment by way of subscription of shares from time to time, up to an aggregate amount of PKR 500,000,000/- (Pak Rupees Five Hundred Million), is proposed to be made by the Company.</p>
<b>(B) General Disclosures</b>		
(i)	maximum amount of investment to be made;	<p>The aggregate investment amount, shall be deployed from time to time, over a period of three (3) years, in the equity/shareholding of CFS.</p>
(ii)	purpose, benefits likely to accrue to the investing company and its members from such investment and period of investment;	<p>The Company intends to establish and expand its footprint within Pakistan's underdeveloped large-scale mineral and mining sector through targeted investments. The proposed funds are expected to be utilized for exploration and operational activities, including pre-feasibility studies, geological investigations, drilling, mineral resource estimation, and other related ancillary works.</p>

		<p>The investment is planned to be made over a period of three (3) years.</p> <p>Subject to the identification of commercially viable mineral reserves and commencement of commercial production, the Company expects the project to generate long-term value for its shareholders.</p>
(iii)	sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds,-	The proposed investment will be funding through the Company's own funds / sources.
	i. justification for investment through borrowings;	Not applicable
	ii. detail of collateral, guarantees provided and assets pledged for obtaining such funds; and	Not applicable
	iii. cost benefit analysis;	Not applicable
(iv)	salient features of the agreement(s), if any, with associated company or associated undertaking with regards to the proposed investment;	Depending on the funding requirements of CFS for the purposes of its activities, and the determination of its board of directors, the Company shall invest in CFS from time to time by subscribing to shares thereof.
(v)	direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration;	The common director between the Company and CFS will be Mr. Yasir Masood, who shall be the director of the Company on the board of CFS and is interested in the investment transaction to the extent of his common directorship and shareholding of the Company.
(vi)	in case any investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information/justification for any impairment or write offs; and	Not applicable
(vii)	any other important details necessary for the members to understand the transaction;	Nil
(b)	<b>In case of equity investment,-</b>	
(i)	maximum price at which securities will be acquired;	With respect to the future investment in the shares of CFS from time to time by the Company, CFS' shares shall be subscribed based on the price offered by CFS to its shareholders in accordance with the applicable laws, including Section 83 of the Companies Act, 2017.
(ii)	in case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof;	Not applicable

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(iii)	maximum number of securities to be acquired;	The Company shall subscribe to shares of CFS from time to time, within the limit approved by the members of PKR 500,000,000/- (Pak Rupees Five Hundred Million).  The maximum number of shares will vary based on the subscription price offered by CFS from time to time.
(iv)	number of securities and percentage thereof held before and after the proposed investment;	Nil
(v)	current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Not applicable
(vi)	fair value determined in terms of sub-regulation (1) of regulation 5 for investments in unlisted securities;	Not applicable

کمپنی کے ڈائریکٹرز میں سے کوئی بھی مذکورہ کاروبار (کاروباروں) میں سوائے اپنی کمپنی کے ممبرز اور ڈائریکٹرز کی حیثیت سے شرکت کرنے کے علاوہ کسی ذاتی دلچسپی نہیں رکھتا۔

