



BESTWAY CEMENT LIMITED

CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE SHAREHOLDERS OF BESTWAY CEMENT LIMITED IN EXTRAORDINARY GENERAL MEETING HELD ON OCTOBER 13, 2025

1. To consider and if thought fit, to pass the following resolutions as Special Resolutions with or without any amendments or modification:

SPECIAL RESOLUTION - 1

“RESOLVED THAT the approval of the Members of Bestway Cement Limited (“the Company”) be and is hereby accorded in terms of Section 199 of the Companies Act, 2017 read with Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and subject to other applicable regulatory approvals, to make equity investment up to PKR 4 billion (Pak Rupees Four Billion Only) from time to time by way of subscription of 400,000,000 ordinary shares of Rs. 10/- each of Bestway Automotive (Private) Limited, a wholly owned subsidiary of the Company.

FURTHER RESOLVED THAT the above said resolution shall be valid for 5 years, and the Board of Directors of the Company are empowered and authorized to undertake the decision of the said investment as and when deemed appropriate and necessary in the best interest of the Company.

FURTHER RESOLVED THAT the Managing Director or the Company Secretary of the Company be and is hereby authorized to do all acts to effect the Special Resolution (including execution of all documents on behalf of the Company for the purpose) and to comply with all the necessary requirements of the law in this regard.”

SPECIAL RESOLUTION - 2

“RESOLVED THAT approval of the members of Bestway Cement Limited (“the Company”) be and is hereby accorded in terms of Section 199 of the Companies Act, 2017 read with Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and subject to other applicable regulatory approvals, to extend a long term loan of up to PKR 6 billion (Pak Rupees Six Billion Only) in Bestway Automotive (Private) Limited, a wholly owned subsidiary of the Company, for a period of up to five (5) year(s) starting from the date of disbursement of the first instalment of the loan, to undertake investments in the automobile sector and to meet its capital expenditure and working capital requirements, on the condition that the principal amount of the loan shall be repaid in four equal semi-annual instalments, due at the expiry of 42 months, 48 months, 54 months and 60 months respectively from the date of disbursement of the first instalment;

mark-up on the outstanding amount of the loan shall be payable annually on 30th June until repayment of the loan in full, provided that the last instalment of mark-up shall be due together with the last instalment of principal at the expiry of 60 months from the date of disbursement of the first instalment of the loan; mark-up on the outstanding principal amount of the loan shall accrue at the rate of 3 Months Karachi Inter Bank Offered Rate (KIBOR), prevailing on the first day of each quarter, plus 50 bps (and the mark-up rate will be refreshed on the first day of each quarter); provided that, upon any default in repayment, the enhanced rate of mark-up of KIBOR plus 75 bps will apply after the due date until repayment.

FURTHER RESOLVED THAT any two of the following persons be and are hereby jointly authorized to undertake the decision of the timing and amount of each instalment of the said loan disbursement as and when required by the wholly owned subsidiary, and to take all the steps and actions necessary, incidental and ancillary including execution of any and all documents and agreements as may be required in this regard

For Bestway Cement Limited

H. Niaz
Secretary



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(including the loan agreement of the Company with the wholly owned subsidiary for the purpose) and to do all acts, matters, deeds and things as may be necessary or expedient for the purpose of implementing the aforesaid resolution:

1. *Chief Executive Officer;*
2. *Managing Director;*
3. *Chief Financial Officer*
4. *Director Projects"*

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For Bestway Cement Limited

H. Niaz
Secretary