



**ABSTRACTS OF RESOLUTIONS PASSED IN THE 12TH ANNUAL GENERAL MEETING OF
SHAREHOLDERS OF THE COMPANY HELD ON APRIL 20, 2026, 11:00AM AT
RAMADA KARACHI CREEK, DHA PHASE VIII, KARACHI AND THROUGH VIDEO LINK FACILITY**

1. CONFIRMATION OF MINUTES

Resolved that:

“minutes of the 11th Annual General Meeting of members of the Company held on April 10, 2025, be and are hereby confirmed”.

2. APPROVAL OF STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED DECEMBER 31, 2025

Resolved that:

“the audited standalone and consolidated financial statements of the Company for the year ended December 31, 2025, together with the Chairman’s Review Report, Directors’ Report and Auditors’ Report thereon, be and are hereby approved”.

3. APPOINTMENT OF EXTERNAL AUDITORS

Resolved that:

“the retiring auditors M/s. Grant Thornton Anjum Rehman Chartered Accountants, being eligible, be and are hereby re-appointed as external auditors of the Company for the year ending December 31, 2026, at a fee to be mutually agreed with the management.”

4. APPROVAL OF FINAL CASH DIVIDEND

Resolved that:

“the final cash dividend of PKR 6.0 per share i.e. 60% for the year ended December 31, 2025, be and is hereby approved for payment to those members of the Company whose names appeared in the register of members at the close of business on April 13, 2026.”

5. APPROVAL OF AMENDMENT OF ARTICLES OF ASSOCIATION

Resolved that:

“pursuant to Section 38 of the Companies Act, 2017, the Articles of Association of AGP Limited be and are hereby amended by inserting a new Article 5A under the heading 'CAPITAL' as follows:

5A. Employee Stock Option Scheme: Notwithstanding anything contained in these Articles, the Company may, in accordance with law and subject to such approvals or permissions as may be required, establish and implement an Employee Stock Option Scheme (ESOS) and may issue



further shares or provide shares to its employees in such manner as may be authorized by law and approved by the Board from time to time.

Further resolved that:

"the Company Secretary be and is hereby authorized to file the amended Articles of Association and Form-26 with the Registrar, SECP."

6. APPROVAL OF BUY-BACK OF SHARES

Resolved That

"pursuant to Section 88 of the Companies Act, 2017 and the Listed Companies (Buy-Back of Shares) Regulations, 2019, the approval of the members of AGP Limited be and is hereby accorded for the purchase/buy-back by the Company of up to 5.6 million issued and paid-up ordinary shares, representing 2% of the total paid-up capital, having face value of Rs. 10/- each."

Resolved Further That

"the shares so purchased shall be held as Treasury Shares in accordance with applicable law."

Resolved Further That

"the Purchase shall be made through the Pakistan Stock Exchange (Open Market) at the spot/current share price during the purchase period in accordance with Regulation 8(2) of the Regulations."

Resolved Further That

"the purchase period shall be for 180 days commencing from April 22, 2026, to October 18, 2026, or until completion of purchase, whichever is earlier."

Resolved Further That

"The Chief Executive Officer of the Company, or any person authorized by him, be appointed as the Company's authorized officer ("Authorized Officer") to undertake all necessary actions in relation to the buy-back, including but not limited to observing the spot price of the Company's shares and determine and approve the quantum of shares that may be purchased by the Company (as may be deemed fit) on a day-to-day basis during the purchase period."

Resolved Further That

"the Chief Executive Officer and/or the Company Secretary be and are hereby jointly and severally authorized to take all necessary actions, file requisite returns (including Form-26), and execute all documents required by the SECP, PSX, and CDC to give effect to this resolution."

7. APPROVAL OF RENEWAL AND ENHANCEMENT OF FUNDING FACILITIES TO AND FROM ASSOCIATED COMPANIES

Resolved That

“the Company be and is hereby authorized to renew and enhance, for a further period of twelve (12) months, short term funded and / or unfunded financing facilities and / or security to and from its associated companies, namely OBS AGP (Private) Limited and OBS Pakistan (Private) Limited, from PKR 500 Million to PKR 1,000 million each to meet excess debt requirements and / or funding shortfalls or to otherwise assist the Company and such associated companies in meeting and fulfilling their financial obligations.”

Resolved Further That

“such facilities extended by the Company to its associated companies and vice versa as per the preceding resolution, will be extended for a period of one (1) year and shall be renewable annually for each successive year, unless not renewed.”

Resolved Further That

“the Chief Executive officer together with Chief Financial Officer or Company Secretary of the Company be and are hereby jointly 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 purpose of implementing this resolution.”

CERTIFIED TRUE COPY

Muhammad Asad Khan
Company Secretary

Date: April 20, 2026