ICI PAKISTAN LTD.

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The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

27 September 2018
Ref # Com.Sec/PSX/29/2018

SUBJECT: <u>CERTIFIED TRUE COPY OF SPECIAL RESOLUTIONS</u>

Dear Sir,

In accordance with The Clause No. 5.7.2(a) of the Pakistan Stock Exchange's Rule Book, we are pleased to enclose a certified true copy of the Special Resolutions passed in the Sixty-Seventh Annual General Meeting held on September 25, 2018.

Yours faithfully,

Nausheen Ahmad

Nausheen Ahmad
Company Secretary

A Part of
YBG

EXTRACT FROM THE DRAFT OF MINUTES OF THE 67TH ANNUAL GENERAL MEETING OF ICI PAKISTAN LIMITED, HELD ON TUESDAY, SEPTEMBER 25, 2018 AT 10:00 A.M. AT BEACH LUXURY HOTEL, MOULVI TAMIZUDDIN KHAN ROAD, LALAZAR, KARACHI.

"RESOLVED THAT related parties transactions in which the majority of the Directors are interested carried out by the Company with Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, Yunus Textile Mills Limited, Lucky Holdings Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, and other such related parties to the extent of Rs.5,955,289,000/- (Rupees Five Billion, Nine Hundred Fifty Five Million, Two Hundred and Eighty Nine Thousand Only) during the year ended June 30, 2018 reported in the Financial Statements for the said period, be and are hereby ratified and confirmed."

"FURTHER RESOLVED THAT the Company may carry out transactions from time to time including, but not limited to, the purchase and sale of goods, materials, sales of various chemicals, soda ash, electricity, purchase of cement, availing or rendering of services, payment of royalty, donations, fees and dividends with related parties in which the majority of the Directors are interested including but not limited to, Lucky Cement Limited, Gadoon Textile Mills Limited, Lucky Textile Mills Limited, Yunus Textile Mills Limited, Lucky Holdings Limited, Lucky Knits (Private) Limited, NutriCo Pakistan (Private) Limited, NutriCo Morinaga (Private) Limited, Lucky Foods (Private) Limited, Cirin Pharmaceuticals (Private) Limited, ICI Pakistan PowerGen Limited, and other such related parties to the extent of Rs. 3,216,163,000/- (Rupees Three Billion, Two Hundred Sixteen Million and One Hundred Sixty Three Thousand Only) during the Financial Year ending June 30, 2019.

The Shareholders have noted that for the aforesaid transactions a majority of the Directors may be interested. Notwithstanding, the Shareholders hereby grant an advance authorisation to the Board of Directors of the Company to review and approve all related party transactions for the aforesaid companies up to the aggregate amount approved above based on the recommendation of the Board Audit Committee."

CERTIFIED TRUE COPY

Naveen Ahmad

COMPANY SECRETARY
ICI PAKISTAN LIMITED