

West Lower Ground  
Pak Plaza (19-A), Fazal-e-Haq Road  
Blue Area, Islamabad.

To,

The Chairman,  
M/S Fauji Fertilizer Company Limited,  
Sona Tower, 156-The Mall,  
Rawalpindi Cantt, Punjab.

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**VOTING FOR APPROVAL OF AGENDA ITEM NO. 2 IN THE EXTRA ORDINARY GENERAL MEETING OF M/S FAUJI FERTILIZER COMPANY LIMITED HELD ON NOVEMBER 23, 2023.**

Dear Sir,

We, UHY Hassan Naeem & Co. Chartered Accountants, were appointed as Scrutinizer by the Board of Directors of M/s Fauji Fertilizer Company Limited ("the Company") under the Postal Ballot Regulations, 2018 ("the Regulations") for the purpose of monitoring and validating the voting undertaken on the below mentioned resolution at the Extra Ordinary General Meeting of the Company, held on November 23, 2023 at 10:00 am at 156-The Mall, Rawalpindi Cantt, Punjab:

**Agenda Item no. 2:  
Special Resolution:**

Resolution for Approval in terms of Section 199(2) of the Companies Act, 2017:

The Company be and is hereby authorized to create a pari passu charge on its fixed assets or such other security as may be required by lenders / banks / financial institutions, in the maximum amount (inclusive of margin) of USD 3.5 million (UNITED STATES DOLLARS THREE MILLION FIVE HUNDRED THOUSAND ONLY) or its PKR equivalent, in favor of TEL's lenders (or their agent) for a period of 10 years or such longer period for which the liabilities / obligations of the sponsors remain undischarged ("Security Charge") as security for the STANDBY LETTER OF CREDIT UNDER TEL'S Power Purchase agreement ("PPASBLC").

As per the requirements of the Regulations, we submit our report as under:

1. Details of voting taken place during the meeting are as following:

**Vote casted in person or through proxy:**

Particulars		
No. of members present in person	No. of members present through proxy	Total no. of shares held or no. of votes
23	11	610,923,021

Result of resolution for agenda item no. 2			
Total No. of Votes Casted	Total No. of Invalid Votes	Resolution	
		Favor	Against
610,923,021	-	610,920,381	2,640

*uhy*

**Vote casted through e-voting:**

Particulars			
No. of members casting the vote		Total no. of shares held or no. of votes	
44		896,289	
Result of resolution for agenda item no. 2			
Total No. of Votes Casted	Total No. of Invalid Votes	Resolution	
		Favor	Against
896,289	-	629,978	266,311

**Vote casted through post:**

Particulars			
No. of members casting the vote		Total no. of shares held or no. of votes	
10		12,530,807	
Result of resolution for Agenda item no. 2			
Total No. of Votes Casted	Total No. of Invalid Votes	Resolution	
		Favor	Against
12,530,807	-	12,530,807	-

**Consolidated report of voting**

Resolution		Result of Resolution Agenda Item 2
Total No. of shares/votes held		624,350,117
Total No. of Votes Casted		624,350,117
Total No. of Invalid Votes		-
Number of Votes Casted in	Favor	624,081,166
	Against	268,951
Percentage of Votes Casted in Favor		99.957%
Resolutions Passed/Not Passed		Passed
Remarks		-

2. That the voting process was conducted by the Company as per the requirements of the Postal Ballot Regulations 2018 except for the matters disclosed below (if any):

N/A

3. Any other necessary information that the Scrutinizer would like to disclose for the information of members of the Company:

N/A

*WJ*

**Other Details:**

Date and Time of un-blocking of e-voting results by the Chairman.	November 23, 2023 10:30 AM
Last date and time of receiving postal ballot by the Company.	November 22, 2023 5:00 PM



*Hassan Naeem & Co.*

**Place: Islamabad**  
**Date: November 23, 2023**

**UHY Hassan Naeem & Co.**  
**Chartered Accountant**