



ISHTIAQ RANA & Co.
CHARTERED ACCOUNTANTS

**KOHAT CEMENT COMPANY LIMITED
THE REPORT OF SCRUTINIZER
UNDER REGULATION 11(A) OF THE
COMPANIES (POSTAL BALLOT)
REGULATIONS 2018
ANNUAL GENERAL MEETING HELD ON
OCTOBER 22, 2026**

KOHAT CEMENT COMPANY LIMITED

The Report of the Scrutinizer

Under Regulation 11(A) of the Companies (Postal Ballot) Regulations, 2018

To,
The Chairman, Mr. Aizaz Mansoor Sheikh,
47th Annual General Meeting of Kohat Cement Company Limited
Held on Monday, October 22nd, 2026, at 11:00 am, at Kohat Cement Factory, Rawalpindi Road,
Kohat.

Dear Sir,

We, Ishtiaq Rana & Co., Chartered Accountants, appointed as Scrutinizer by the Board of Directors of Kohat Cement Company Limited ("the Company") under the Companies (Postal Ballot) Regulations, 2018 ("the Regulations"), for the purpose of monitoring and validating the voting undertaken on the below mentioned resolution, as per the requirements of the Regulations, at the 47th Annual General Meeting of the Company, held on Thursday, October 22nd, 2026, at Kohat Cement Factory, Rawalpindi Road, Kohat, submit our report as required under the Regulations as under:

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

Vote casted in person or through proxy:

Particulars			Result of Resolutions							
No. of Members present in Person	No. of Members present through Proxy	Total No. of Shares held or no. of votes	Total No. of Votes Casted	Total No. of Votes not Casted	Resolution No. 1		Resolution No. 2		Resolution No. 3	
					Favor	Against	Favor	Against	Favor	Against
19	26	229,590,388	61,474,744	168,115,644	61,474,744	-	61,474,744	-	61,474,744	-
Total	45	229,590,388	61,474,744	168,115,644	61,474,744	-	61,474,744	-	61,474,744	-

Vote casted through e-voting:

Particulars				Result of Resolutions					
No. of Members Casting the Vote	Total No. of Shares held or no. of votes	Total No. of Votes Casted	Total No. of Invalid Votes	Resolution No. 1		Resolution No. 2		Resolution No. 3	
				Favor	Against	Favor	Against	Favor	Against
23	552,478,182	552,478,182	-	552,476,442	1,740	552,476,307	1,875	552,471,508	6,674
Total	552,478,182	552,478,182	-	552,476,442	1,740	552,476,307	1,875	552,471,508	6,674

Lahore Office:

6/B, Block H, Gulberg III, Lahore.
Phone: +92 42 3583 0624-5
Fax: +92 42 3583 0626

E-mail: info@ircoca.com
iranacoca@hotmail.com
www.ircoca.com

Dubai Office:

Office No. D08, 19th Floor Conrad
Hotel Office Building,
Sheikh Zayed Road, Dubai UAE

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Vote casted through post:

Particulars		Result of Resolutions							
No. of Members	Total No. of Shares held or no. of votes	Total No. of Votes Casted	Total No. of Invalid Votes	Resolution No. 1		Resolution No. 2		Resolution No. 3	
				Favor	Against	Favor	Against	Favor	Against
7	6,403,371	6,403,371	-	6,403,371	-	6,403,371	-	6,403,371	-
Total	6,403,371	6,403,371	-	6,403,371	-	6,403,371	-	6,403,371	-

Consolidated Report of Voting:

Resolutions	Total no. of Share / Votes held	Total No. of Votes Casted	Total Number of Votes not casted	No. of Votes Casted in Favor	No. of Votes Casted Against	Percentage of Votes Casted in Favor	Resolution Passed/ Not Passed	Remarks
1	788,471,941	620,356,297	168,115,644	620,354,557	1,740	99.999%	Passed	-
2	788,471,941	620,356,297	168,115,644	620,354,422	1,875	99.999%	Passed	-
3	788,471,941	620,356,297	168,115,644	620,349,623	6,674	99.999%	Passed	-

2. That the voting process was conducted by the Company as per the requirement of the Companies (Postal Ballot) Regulations, 2018:
3. Any other necessary information that the Scrutinizer would like to disclose for the information of members of the Company:
 - We being a Scrutinizer also validated the Proxy forms filed with the Company, and the Company's decision regarding their acceptance or rejection;

Other Details:

Date and time of un-blocking of e-voting results by the Chairman.	October 22, 2026 at 11:00 AM
Last date and time of receiving Postal Ballot by the Company	October 21, 2026 till 05:00 PM

Resolutions:

Sr#	Special Resolution																
1	“ Resolved that following transactions carried out in the ordinary course of business at arm’s length basis with the related parties, in accordance with the Policy of related party transactions approved by the Board of Directors of Kohat Cement Company Limited, during the financial year ended June 30, 2026 be and are hereby ratified, approved and confirmed.																
	<table><tr><th>Name of Related Party</th><th>Description of transaction</th><th>Amount (Rs.)</th></tr><tr><td>Kohat Cement Educational Trust (KCET)</td><td>Contribution made to KCET (which runs a school within the vicinity of KCCL factory)</td><td>9,919,549</td></tr><tr><td rowspan="2">Ultra Pack (Private) Limited</td><td>Purchase of poly propylene bags for packing of cement</td><td>1,732,524,956</td></tr><tr><td>Sale of Vehicle</td><td>5,750,000</td></tr><tr><td>Ultra Kraft (Private) Limited</td><td>Purchase of paper bags for packing of cement</td><td>468,180,988</td></tr></table>	Name of Related Party	Description of transaction	Amount (Rs.)	Kohat Cement Educational Trust (KCET)	Contribution made to KCET (which runs a school within the vicinity of KCCL factory)	9,919,549	Ultra Pack (Private) Limited	Purchase of poly propylene bags for packing of cement	1,732,524,956	Sale of Vehicle	5,750,000	Ultra Kraft (Private) Limited	Purchase of paper bags for packing of cement	468,180,988		
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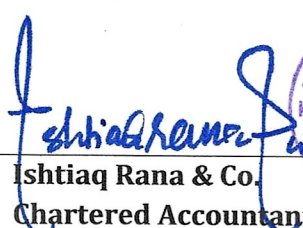
- 2 **"Resolved** that Kohat Cement Company Limited (the Company) be and is hereby authorized to carry out the transactions with its Related Parties (including the following) as and when required in the ordinary course of business at arm's length basis during the financial year ending June 30, 2027 and till the next Annual General Meeting, without any limitation on the amounts of the transactions.

Name of Related Party	Description of transaction
Kohat Cement Educational Trust (KCET)	Contribution towards operational costs of a school within the vicinity of Kohat Cement Factory being run by KCET
Ultra Pack (Private) Limited	Purchase of poly propylene bags for packing of cement and sale of cement, etc.
Ultra Kraft (Private) Limited	Purchase of paper bags for packing of cement and sale of cement, etc.

Further Resolved that Chief Executive of the Company be and is hereby authorized to undertake the transaction and take all necessary steps and to sign/execute any purchase order/document on behalf of the Company as may be required and to authorize any other officer of the Company to do so in order to implement the aforesaid Resolution(s)."

- 3 **"Resolved that** approval of members of Kohat Cement Company Limited (the "Company") be and is hereby accorded and the Company be and is hereby authorized in terms of Section 199 and other applicable provisions of the Companies Act, 2017, for investment by way of loan of upto PKR 600 Million in Ultra Kraft (Private) Limited (UKPL), an associated Company, to meet its short term liquidity requirements for a term of one year from October 29, 2026 at a mark-up rate of 1.50% above three months KIBOR or at the average borrowing cost of the Company, whichever is higher, which shall be paid by UKPL within fifteen (15) days of end of each quarter and as per other terms and conditions disclosed to the members and non-payment of mark-up within stipulated time period shall entail a further mark-up/penalty at the rate of 5% per annum on unpaid amount.

Further Resolved that Chief Executive of the Company or any officer of the Company authorized by him be and is hereby authorized to enter into agreement with UKPL in line with the terms approved by the members and to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s)/documents and to complete all legal formalities including filing of documents as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolutions."


Ishtiaq Rana & Co.
Chartered Accountants

Place: Lahore

Date: October 22nd, 2026