



شفا انٹرنیشنل ہسپتال اسلام آباد

Shifa International Hospitals Ltd.

Sector : H-8/4, Islamabad - Pakistan

Tel : 051-8463000

Fax : 051-4863182

Annexure II
Regulation 10 and 11A
Results of Voting on Resolutions/Execution Report

Name of Company	Shifa International Hospitals Limited
Date of General Meeting	June 5, 2025
Date of Poll	June 5, 2025
Dates for casting e-voting	02-06-2025 9.00 a.m. to 04-06-2025 5.00 p.m.
Last date of receiving postal ballot	June 4, 2025
Any other related information	M/s BDO Ebrahim & Company Chartered Accountants

Resolutions:

Agenda No.2	<p>To consider and, if deemed fit, approve with or without modification, the following special resolution by the shareholders:</p> <p>"RESOLVED that, the Company intends to purchase 105,814,336 (One Hundred and Five Million, Eight Hundred, Fourteen Thousand and Three Hundred and Thirty Six) ordinary shares having face value of PKR 10/- (Pak Rupees Ten only) per share held in Shifa Medical Center Islamabad (Private) Limited ("SMCI") from all the other existing shareholders (the "Minority Shareholders") of SMCI (the "SMCI Shares") for an aggregate amount of approximately Pakistan Rupees 1.666 billion, thereby making SMCI a wholly owned subsidiary of the Company (the "Transaction").</p> <p>FURTHER RESOLVED that, the Company confirms, authorizes and approves negotiating the terms of the purchase from the Minority Shareholders.</p> <p>FURTHER RESOLVED that, in relation to the Transaction, the Company be and is hereby authorized and approved:</p> <p>a. to execute a share sale and purchase agreement between the Company and the Minority Shareholders of SMCI;</p> <p>b. to execute share transfer deeds between the Company and the respective Minority Shareholders;</p> <p>c. to accept the share certificates of SMCI from the Minority Shareholders of SMCI;</p> <p>d. to issue a notice to the Pakistan Stock Exchange and the Securities and Exchange Commission of Pakistan (SECP) in terms of Section 5.6.1 of the Pakistan Stock Exchange Rule Book with respect to the Transaction; and</p> <p>e. to make relevant filings and submissions with, or procure consents from, the Pakistan Stock Exchange, Securities and Exchange Commission of Pakistan (SECP), State Bank of Pakistan (if required) and any other regulatory bodies, in accordance with the applicable law.</p> <p>FURTHER RESOLVED that, Dr. Zeeshan Bin Ishtiaque, Chief Executive Officer, (the "Authorized Person") and/or any officer of the Company duly authorized by him in this regard, is hereby authorized to do, or authorize all such acts, matters and things as may be necessary for carrying out and giving full effect to these resolutions together with the execution of any other agreements, instruments, communications, certificates, notices, acknowledgements or other documents required or to be made or delivered by the Company under any of the resolutions listed above or in relation therewith or as deemed necessary or desirable by the Authorized Person to give full effect to these resolutions.</p>
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FURTHER RESOLVED that, the Authorised Person and/or any officer of the Company duly authorized by him be and is hereby authorised and empowered to:

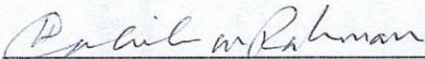
- a. Make all necessary statutory filings and apply for all consents, if any, registrations and authorisations required to be obtained under applicable laws for the Transaction, and correspond, appear before, issue letters to, arrange and attend meetings with, on behalf of the Company, any entity, authority or body (including, but not limited to, the PSX, SECP, and State Bank of Pakistan) for obtaining consents, approvals, letters, acknowledgements, waivers, documents, recommendations, etc. as the Authorised Person may deem necessary or desirable;
- b. approach any advisor(s) or advisory firm(s) (including but not limited to insurance advisors, technical advisors and financial advisors) and discuss, negotiate, finalise and execute appointment letters, consultancy agreements and/or any other documents / instruments as the Authorised Person may deem necessary or desirable;
- c. affix the Company's common seal to any agreement, documents or instruments in relation to these resolutions required to be executed under the common seal;
- d. further delegate and authorise any officer of the Company or any other individual to: (i) execute any agreement, documents or instruments in relation to these resolutions on behalf of the Company; or (ii) file any agreement, documents or instruments in relation to these resolutions with any other regulatory body or competent authority as may be required pursuant to any agreement, documents or instruments in relation to these resolutions, to give full force and effect to these resolutions; and
- e. do/cause to be done any and all acts as may from time to time be required by any authority, or as the Authorised Person deems necessary or desirable, to give full force and effect to these resolutions.

FURTHER RESOLVED that, the acts of the Authorized Person and/or any officer of the Company duly authorized by him, in negotiating and preparing for execution and delivery of any of the agreement, documents or instruments in relation to these resolutions be and are hereby adopted, ratified, confirmed and approved and shall be construed as acts and deeds undertaken and done by the Company and the Company shall accordingly be bound by the same.

FURTHER RESOLVED that, each of the aforesaid resolutions shall remain in full force and effect for a period of eighteen (18) months from the passing thereof or until it is revoked or amended by another similarly passed resolution, whichever is earlier.

FURTHER RESOLVED that, the Authorized Person and/or any officer of the Company duly authorized by him in this regard, is hereby authorized to provide a certified copy of these resolutions to all relevant parties including the shareholders of the Company."

S.No.	Resolutions	Total No. of Shares/Votes held	Total Number of Votes Casted	Total Number of Invalid Votes	Number of Votes Casted in Favour	Number of Votes Casted Against	Percentage of Votes Casted in Favour	Resolution Passed/ Not Passed	Remarks
1	Agenda No.2	35,909,305	35,892,322	-	35,793,184	99,138	99.72%	Passed	Adopted


Signature of Chairperson

Place: Islamabad.

