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A·F·FERGUSON&Co.

ENGRO FERTILIZERS LIMITED
Report of Scrutinizer
Under Regulation 11(A) of the Companies (Postal Ballot) Regulations, 2018

To,

Chairman

16th Annual General Meeting of Engro Fertilizers Limited

Held on Monday, March 24, 2025 at Karachi School of Business and Leadership (KSBL), National Stadium Road, Opp. Liaquat National Hospital, Karachi – 74800

Dear Sir,

We, A. F. Ferguson & Co., Chartered Accountants, appointed as Scrutinizer by the Board of Directors of Engro Fertilizers 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, as per the requirements of the Regulations, at the 16th Annual General Meeting of the Company, held on Monday, March 24, 2025 at KSBL, National Stadium Road, Opp. Liaquat National Hospital, Karachi – 74800, 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 resolution			
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 Invalid Votes	Resolution No. 5	
					Favor	Against
51	4	23,035,101	23,035,101	-	23,035,101	-

Vote casted through e-voting:

Particulars		Result of resolution			
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. 5	
				Favor	Against
785	765,030,321	765,030,321	-	764,053,794	976,527

Vote casted through post:

Particulars		Result of resolution			
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. 5	
				Favor	Against
22	35,206,126	35,206,126	-	25,880,013	9,326,113

Consolidated Report of Voting:

S. No.	Resolution	Total No. of Shares / Votes Held	Total Number of Votes Casted	Total Number of Invalid Votes	Number of Votes Casted in Favor	Number of Votes Casted against	Percentage of Votes Casted in Favor	Resolution Passed / Not Passed	Remarks
1.	For investment in holding company / associated company as recommended by the Board of Directors of the Company (Refer Resolution section below).	823,271,548	823,271,548	-	812,968,908	10,302,640	98.7486%	Passed	-

2. That the voting process was conducted by the Company as per the requirements of the Postal Ballot Regulations, 2018 (the Regulations) except for the below mentioned matter:

   As per regulation No. 4 of the Regulations, the Company is required to maintain record of email and mobile numbers of members. On our inspection of the members register, we have noted that email and mobile numbers of some members were not present against their folio numbers.

Other Details:

Date and time of un-blocking of e-voting results by the Chairman	Date: March 24, 2025 Time: 02:30 p.m.
Last date and time of receiving postal ballot by the Company	Date: March 21, 2025 Time: 03:00 p.m.

Resolution:

Resolution 5	To authorize: a) the Company to extend to its associated company, Engro Polymer & Chemicals Limited, an intercompany loan in the aggregate amount of up to Pak Rupee Five billion (PKR 5,000,000,000) comprising of, inter alia, loans, advances and/or security in any form (including without limitation guarantees, government securities, cash, listed / unlisted securities, etc.) on an arm's length basis, in the form of a revolving line of credit valid for a period of one year from the date of the special resolution; and b) the Company to extend to its holding company, Engro Corporation Limited, an intercompany loan in the aggregate amount of up to Pak Rupee Six billion (PKR 6,000,000,000) comprising of, inter alia, loans, advances and / or security in any form (including without limitation guarantees, government securities, cash, listed / unlisted securities, etc.) on an arm's length basis, in the form of a revolving line of credit valid for a period of one year from the date of the special resolution.

A. F. Ferguson & Co.
Chartered Accountants
Place: Karachi
Date: March 25, 2025