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

Name of the Company		
	Cordoba Logistics and Ventures Limited	
Date of the general meeting	October 27, 2023	
Date of poll	October 27, 2023	_
Dates for casting e-voting	From October 24, 2023, (9:00 AM) till October 26, 2023 (5:00 PM)	
Last date of receiving postal ballot	October 26, 2023 (5:00 PM)	
Any other related information	N/A	

Resolutions

Resolutions	
	"RESOLVED THAT approval be and is hereby granted under section 199 of the Companies Act, 2017 that
	the Company makes an equity investment of Rs. 7,500,000/- in Finox (Pvt.) Limited ("Finox") to meet its
Sandaria d	business operations and working capital requirements (the "Transaction").
Resolution 1	
	RESOLVED FURTHER THAT the Chief Executive and the Company Secretary of the Company, be and is/are
	hereby authorised to do all such things, acts, deeds, etc., which may be necessary to bring the
	Transaction to a successful conclusion".
	"RESOLVED THAT approval be and is hereby granted under section 199 of the Companies Act, 2017 that
	the Company makes an investment of up to Rs. 1,000,000,000/- (Rupees One billion only) in CLL in the
	form of a loan for a period of 3 years or extendable as per mutual consent of parties with a mark-up of 3
	month Kibor+2%, which may be invested at such intervals as and when so required by CLL to meet its
Resolution 2	business operations and working capital requirements; and that the restructuring of an already invested
	amount of Rs. 88.35 Million into CLL as part of this loan is also approved (the Transaction).
	RESOLVED FURTHER THAT the Chief Executive and the Company Secretary of the Company, be and is/are
***	hereby authorised to do all such things, acts, deeds, etc., which may be necessary to bring the
	Transaction to a successful conclusion."
	"RESOLVED THAT the Company be and is hereby authorized to sell 30.15% (i.e. 391,950 shares @ Rs.
	100/share) shareholding of Children Clothing Retail Private Ltd. "CCR" (the "Transaction").
Resolution 3	
	RESOLVED FURTHER THAT the Chief Executive and the Company Secretary of the Company, be and is/are
	hereby authorised to do all such things, acts, deeds, including the Share Purchase Agreement etc., which
	may be necessary to bring the Transaction to a successful conclusion."



"RESOLVED THAT the Company be and is hereby authorized to circulate its Annual Report, including the annual audited financial statements, auditor's report, Director's report, Chairman's review report and other reports/documents contained therein, to the members of the Company through QR enabled code and weblink, in accordance with S.R.O. 389(I)/2023 issued by the Securities and Exchange Commission of Pakistan.

RESOLVED FURTHER THAT the Company shall be considered compliant with the relevant requirements of the Companies Act, 2017 by sending the Audited Financial Statements through e-mail and/or sending a notice of meeting containing a QR code and the weblink address. In case a hard copy of Audited Financial Statements of the Company is desired, a specific request for the same will be made."

Vote casted in person or through proxy:

	Particulars				Result of r	esolutions (I	n case of elect	ion of direct	ors amend acc	ordingly)		
Name of member*	Present in person or through proxy	No. of Shares held or no. of votes	No. of votes casted	No. of invalid votes	Resolution No. 1		itesolution.		Resolution No. 3		Resolution No. 4	
					Favor	Against	Favor	Against	Favor	Against	Favor	Against
Zeshan Afzal	In person	1,630	1,630	-	1,630		1,630		1,630	-	1,630	-
Misbah Khalil Khan	In person	35,881	35,881	-	35,881		35,881		35,881	•	35,881	-
Danish Elahi	In person / Online	52,329,650	52,329,650		52,329,650		52,329,650		52,329,650	-	52,329,650	-
Sohail Ilahi	In person / Online	1,630	1,630		1,630	-	1,630	-	1,630	-	1,630	-
Anum Raza	In person / Online	1,630	1,630		1,630	-	1,630		1,630	-	1,630	-
Shazia Arif	Proxy/Misbah Khalil Khan	451,630	451,630		451,630	-	451,630		451,630		451,630	-
Afshan Sohail	Proxy/Misbah Khalil Khan	2,327,821	2,327,821		2,327,821		2,327,821	-	2,327,821		2,327,821	-
Farrukh Imdad	Proxy/Misbah Khalil Khan	7,000,000	7,000,000		7,000,000		7,000,000		7,000,000	-	7,000,000	-
Talha Yaseen	In person / Online	1,000	1,000	-	1,000		1,000	-	1,000	-	1,000	-
Wajahat Hussain	In person / Online	500	500		500	-	500	-	500	-	500	-
Huzaifa	In person / Online	35,505	35,505	٠	35,505	-	35,505		35,505	-	35,505	
Ateeg ur Rehman	In person	6	6	-	6		6	-	6		6	-
Magsood Ahmed	In person	10	10	-	10		10		10		10	-
Total	13	62,186,893	62,186,893		62,186,893		62,186,893		62,186,893		62,186,893	

^{*}In case of votes casted through proxy, mention the name of the proxy holder besides names of the member.

Vote casted through e-voting:

Particula	ars			Result of r	esolutions (Ir	n case of election of directors amend accordingly)					
Name of member*/Folio No.		No. of votes casted	110.01			W 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		Resolution No. 3		Resolution No. 4	
				Favor	Against	Favor	Against	Favor	Against	Favor	Against
Moin Zia Siddiqui/ 3038/38426	1	1		1	-	-	1	1		-	1
lmran Khan/5264/ 396148	4,500	4,500	-	4,500	-	4,500		4,500	-	4,500	
Total	4,501	4,501	-	4,501	-	4,500	1	4,501	-	4,500	1

Vote casted through post:

Particula	Particulars Result of res						resolutions (In case of election of directors amend accordingly)							
Name of member*/Folio No.	Shares held or no. of votes	No. of votes casted	110.01	Resolution No. 1				Resolution No. 3		Resolution No. 4				
				Favor	Against	Favor	Against	Favor	Against	Favor	Against			
NIL	NIL	NIL												
Total														

Consolidated result of voting

Sr. No.	Resolutions (In case of election of directors amend accordingly)	of Shares/ Votes held	votes	Number of Invalid	Number of Votes Casted in Favor	Casted	Casted in	Resolution Passed/ Not Passed	Remarks
1	Resolution 1	62,191,394	62,191,394	4	62,191,394		100	Passed	
2	Resolution 2	62,191,394	62,191,394		62,191,393	1	100	Passed	
3	Resolution 3	62,191,394	62,191,394		62,191,394		100	Passed	
4	Resolution 4	62,191,394	62,191,394		62,191,393	1	100	Passed	

Signature of Chairman Place: Lahore

Date: October 27, 2023



REPORT FOR;

MONITORING COMPLIANCE WITH COMPANIES (POSTAL BALLOT) REGULATIONS, 2018, AS AMENDED THROUGH SRO 2192(I)/2022,DATED DECEMBER 05 2022.(THE "REGULATIONS") FOR,

CORDOBA LOGISTICS & VENTURES LIMITED



- **2** (92-42) 36672322
- info@kaleemco.com.pk
- www.kaleemco.com.pk

Report of Scrutinizer

[Regulation 11(A)]

To,

The Chairman

Annual General Meeting of Cordoba Logistics & Ventures Limited

Held on October 27, 2023 at 11:00 AM.

Dear Sir.

We, Kalcem & Company Chartered Accountants appointed as Scrutinizer by the board of directors of Cordoba Logistics & Ventures 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(s), as per the requirements of the Regulations, at the annual general meeting of the Company, held on October 27, 2023 at 11:00 AM, 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 o	or th	rough	proxy:

	Particula	rs		Result	of resolution	ons (In ca	se of electi	on of direc	tors amend	daccord	ingly)	
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. 1 Resolution No. 2 Resolution No. 3		Resolution No. 2		Resolution No. 4			
					Favor	Against	Favor	Against	Favor	Against	Favor	Against
10	3	62,186,893	62,186,893	Nil	62,186,893	-	62,186,893		62,186,893		62,186,893	-
Total												

Vote casted through e-voting:

Par	ticulars		R	esult of re	solutions (Ir	case of	election of	directors a	mend accord	lingly)	
No. of Members Casting the Vote	Total No. of Shares held or no. of votes		i invalid i	Resolut	tion No. 1	Resolu	tion No. 2	n No. 2 Resolution No.		Resolution	1 No. 4
				Favor	Against	Favor	Against	Favor	Against	Favor	Against
2	4501	4501	Nil	4501		4500	1	4501	-	4500	1
Total											

Vote casted	through	nost:
vote casteu	unrough	DOSE.

Par	Particulars		Re	esult of re	solutions (I	n case of e	election of	directors a	mend accord	ingly)	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
No. of Members Casting the Vote	or no. of	Total No. of Votes Casted		Resolut	ion No. 1	Resolu	tion No. 2	Resolut	ion No. 3	Resolution	No. 4
				Favor	Against	Favor	Against	Favor	Against	Favor	Against
Nil	Nil	Nil	Nil								
Total											

Consolidated Report of Voting:

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	Resolution 1	62,191,394	62,191,394	Nil	62,191,394	-	100%	Passed	
2	Resolution 2	62,191,394	62,191,394	Nil	62,191,393	1	100%	Passed	
3	Resolution 3	62,191,394	62,191,394	Nil	62,191,394	-	100%	Passed	
4	Resolution 4	62,191,394	62,191,394	Nil	62,191,393	1	100%	Passed	

- 2. That the voting process was conducted by the Company as per the requirements of the Postal Ballot Regulations 2018.
- 3. There is no any other necessary information to disclose for the members of the Company.



Other Details:

Date and Time of un-blocking of e-voting results by the Chairman.	October 27, 2023
Last date and time of receiving postal ballot by the Company.	October 26, 2023 Till 5:00 PM

Resolutions:	
Resolution 1	"RESOLVED THAT approval be and is hereby granted under section 199 of the Companies Act, 2017 that the Company makes an equity investment of Rs. 7,500,000/- in Finox (Pvt.) Limited ("Finox") to meet its business operations and working capital requirements (the "Transaction"). RESOLVED FURTHER THAT the Chief Executive and the Company Secretary of the Company, be and is/are hereby authorized to do all such things, acts, deeds, etc., which may be necessary to bring the Transaction to a successful conclusion".
Resolution 2	"RESOLVED THAT approval be and is hereby granted under section 199 of the Companies Act, 2017 that the Company makes an investment of up to Rs. 1,000,000,000/- (Rupees One billion only) in CLL in the form of a loan for a period of 3 years or extendable as per mutual consent of parties with a mark-up of 3 month Kibor+2%, which may be invested at such intervals as and when so required by CLL to meet its business operations and working capital requirements; and that the restructuring of an already invested amount of Rs.88.35 Million into CLL as part of this loan is also approved (the Transaction).
	RESOLVED FURTHER THAT the Chief Executive and the Company Secretary of the Company, be and is/are hereby authorized to do all such things, acts, deeds, etc., which may be necessary to bring the Transaction to a successful conclusion."
Resolution 3	"RESOLVED THAT the Company be and is hereby authorized to sell 30.15% (i.e. 391,950 shares @ Rs.100/share) shareholding of Children Clothing Retail Private Ltd.CCR (the "Transaction").
	RESOLVED FURTHER THAT the Chief Executive and the Company Secretary of the Company, be and is/are hereby authorized to do all such things, acts, deeds, including the Share Purchase Agreement etc., which may be necessary to bring the Transaction to a successful conclusion".
Resolution 4	"RESOLVED THAT the Company be and is hereby authorized to circulate its Annual Report, including the annual audited financial statements, auditor's report, Director's report, Chairman's review report and other reports/documents contained therein, to the members of the Company through QR enabled code and weblink, in accordance with S.R.O. 389(I)/2023 issued by the Securities and Exchange Commission of Pakistan.
	RESOLVED FURTHER THAT the Company shall be considered compliant with the relevant requirements of the Companies Act, 2017 by sending the Audited Financial Statements through e-mail and/or sending a notice of meeting containing a QR code and the weblink address. In case a hard copy of Audited Financial Statements of the Company is desired, a specific request for the same will be made".

MUHAMMAD KALEEM RATHOR (Engagement Partner)

Place: Lahore

Date: October 27, 2023



KALEEM & COMPANY CHARTERED ACCOUNTANTS

Page 3 of 3