Dawood Hercules

April 28, 2014

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

The Secretary
Lahore Stock Exchange Limited
Stock Exchange Building
19, Khayaban-e-Aiwan-e-Iqbal
Lahore 54000

The Secretary
Islamabad Stock Exchange Limited
Islamabad Stock Exchange Building
55-B, ISE Towers, Jinnah Avenue
Islamabad

Dear Sir,

Certified Resolution passed in the Annual General Meeting of Dawood Hercules Corporation Limited

We enclose herewith certified copy of the following Resolution passed by the shareholders in the Annual General Meeting of Dawood Hercules Corporation Limited (the Company) held on April 28, 2014 at Karachi.

1. Approval of audited Annual Accounts for the year ended December 31, 2013 together with the Auditors' and Directors' reports thereon.

2. Approved final cash dividend for the year ended 31st December 2013 of Rs. 1.00 per share (@ 10%).

3. Approved appointment of auditors for the year ending December 31, 2014.

4. Approved special resolution in terms of Section 208 of the Companies Ordinance 1984, and authorize the Company's equity investments in its associated company, Messrs e2e Business Enterprises (Private) Limited.

This is for your information.

Thanking you,

Yours faithfully,

Shafiq Ahmed
Company Secretary
Encl.: As above

Dawood Hercules

CERTIFIED RESOLUTIONS

I, Shafiq Ahmed, Company Secretary of Dawood Hercules Corporation Limited (the Company), hereby certify that the following Resolution was passed by the shareholders of the Company in the Annual General Meeting held on April 28, 2014 at Karachi.

"**RESOLVED** that the unconsolidated and consolidated financial statements of the Company as at and for the year ended 31 December 2013 along with the Directors' and Auditors' report thereon be and are hereby approved and adopted.

RESOLVED that the payment of final cash dividend for the year ended 31 December 2013 @ Rs 1.00 per share (10%) to those shareholders whose names appear in the Register of Members on 14 April 2014 be and is hereby approved.

RESOLVED that Messer's. A.F Ferguson & Co., Chartered Accountants, be and are hereby appointed statutory auditors of the Company until the conclusion of 47th Annual General Meeting of the Company and the Chief Executive Officer is authorised to negotiate the annual audit fee with the auditors'.

RESOLVED that pursuant to Section 208 of the Companies Ordinance, 1984, the Company be and is hereby authorized to invest in 28,000,000 ordinary shares in e2e Business Enterprises (Private) Limited, an associated company, at a price of PKR 10 per share amounting to a value of approximately PKR 280,000,000 in aggregate;

FURTHER RESOLVED that any two of the Chief Executive, Chief Financial Officer and the Company Secretary of the Company be and are hereby authorized to do all such things and acts necessary for this investment in the best interests of the Company, including but not limited to the execution of all/any documents required for the purposes contemplated in this resolution."

Certified True Copy

Shafiq Ahmed
Company Secretary

Dated: April 28, 2014

Dawood Hercules Corporation Limited
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