



KOHINOOR TEXTILE MILLS LIMITED

Registered Office : 42-LAWRENCE ROAD, LAHORE PAKISTAN. PHONE: 042-36302261-62 FAX : 92-42-36368721

The General Manager,
Pakistan Stock Exchange Ltd,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

PUCARS / Courier
KTML/PSX-17/072
February 07, 2023

NOTICE OF EXTRAORDINARY GENERAL MEETING

Dear Sir,

Enclosed please find herewith a Notice of Extraordinary General Meeting scheduled to be held on **Friday, March 03, 2023 at 11:30 AM** at 42-Lawrence Road, Lahore, the Registered Office of the Company, for circulation amongst the TRE Certificate Holders of the Exchange.

Further, in pursuance of clause 5.6.9(b) of the Listing Regulations of Pakistan Stock Exchange, please find attached herewith also a copy of the Notice prior to publication in the newspapers both Urdu and English languages.

Yours faithfully,

For Kohinoor Textile Mills Limited


(Muhammad Ashraf)
Company Secretary



Encl: As Above

CC

- ◆ **The Joint Registrar,**
Company Registration Office,
Securities and Exchange Commission of Pakistan,
3rd & 4th Floors, Associated House,
7-Egerton Road,
Lahore

Through Courier

**KOHINOOR TEXTILE MILLS LIMITED**

Registered Office: 42-Lawrence Road, Lahore.

Phone: 042-36302261-62

**NOTICE OF EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extraordinary General Meeting ("EOGM") of the members of Kohinoor Textile Mills Limited (the "Company") will be held on **Friday, March 03, 2023 at 11:30 AM** at 42-Lawrence Road, Lahore, the Registered Office of the Company, to transact the following business: -

Special Business:

To consider and, if thought fit, pass with or without modification, addition(s) or deletion(s), the following resolution as special resolution as recommended by the Board of Directors of the Company: -

"Resolved that, subject to compliance with the provisions of all applicable laws, regulations and permission required, if any, the approval of the members of Kohinoor Textile Mills Limited (the "Company") be and is hereby accorded under Section 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019, to purchase/buy-back upto a maximum of **30 million constituting 10.023%** of the issued ordinary shares of the face value of Rs. 10/- (Rupees Ten) each of the Company at the spot / current share price prevailing during the purchase period.

Resolved further that the ordinary shares purchased pursuant to this special resolution be and are hereby cancelled and issued and paid-up share capital shall accordingly be reduced by the aggregate face value of the cancelled shares.

Resolved further that the purchase / buy-back by the Company of its issued ordinary shares shall be made through Securities Exchange (Pakistan Stock Exchange Limited) by utilizing the distributable profits of the Company and the purchase period shall be for **180 days** commencing from **March 13, 2023** and ending on **August 29, 2023** (both days inclusive) or if the purchase / buy-back by the Company of its issued ordinary shares is completed before **August 29, 2023**, the purchase period shall end on that date.

Resolved further that the Company Secretary (hereinafter the 'Authorized Person') be and is hereby authorized and empowered to take all such necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of giving effect to this special resolution and for the purpose of implementing, procuring, cancellation of shares and completing the purchase/buy-back by the Company of its issued ordinary shares.



Resolved further that the Authorized Person be and is hereby further authorized and empowered to take or cause to be taken all actions including but not limited to obtaining any requisite regulatory permissions, if required, preparation of requisite documents, engaging legal counsel, consultants and auditors for the purposes of the purchase/buy-back of shares, filing of all the requisite statutory forms, returns and all other documents as may be required to be filed with the regulator(s), submitting all such documents as may be required, executing all such documents or instruments including any amendments or substitutions to any of the foregoing as may be required or necessary in respect of implementing, procuring, cancellation of shares and completing the purchase/buy-back by the Company of its issued ordinary shares and all other matters incidental or ancillary thereto.

Resolved further that all acts, deeds and actions taken by the Authorized Person pursuant to this special resolution of the shareholders for and on behalf of and in the name of the Company shall be binding acts, deeds and things done by the Company.

Resolved further that the aforesaid special resolution shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the Securities and Exchange Commission of Pakistan and Pakistan Stock Exchange Limited which suggestion, direction and advise shall be deemed to be part of this special resolution.”

BY ORDER OF THE BOARD


(Muhammad Ashraf)
Company Secretary



Lahore: February 10, 2023

NOTES:

1. The Share Transfer Books of the Company will remain closed from **February 25, 2023 to March 03, 2023** (both days inclusive). Physical transfers / CDS Transaction IDs received at the Company's Share Registrar, M/s. Vision Consulting Ltd, 5-C, LDA Flats, Lawrence Road, Lahore, at the close of business on **February 24, 2023**, will be considered in time to determine voting rights of the shareholders for attending the meeting.

2. A member eligible to attend, speak and vote at this meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her. CDC beneficial owners and Proxy Holders must bring with them their Computerized National Identity Cards (CNIC)/Passports in original to prove his/her identity. In case of Proxy, CDC beneficial owners and Proxy Holders must enclose an attested copy of their CNIC/Passport with Proxy Form. Proxies in order to be effective must be received at the Company's Registered Office not later than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
3. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached with the proxy form or may be provided at the time of meeting.
4. The shareholders will be allowed to exercise their right to vote through e-voting and postal ballot subject to the requirements of Sections 143 and 144 of the Act and the Companies (Postal Ballot) Regulations, 2018.
5. Members holding aggregate 10% or more shareholding, residing in a city other than Lahore, may demand the facility of video link for participation in the Extraordinary General Meeting.

In this regard, please fill the following and submit at the Registered Office of the Company situated at 42-Lawrence Road, Lahore, at least 07 days prior to the date of Extraordinary General Meeting.

"I/We, _____ of _____,
being a member of Kohinoor Textile Mills Limited, holder of _____ Ordinary
Share(s) as per Registered Folio / CDC A/c # _____ hereby opt for video
conference facility at _____

Signature of Member(s) / Attorney"

(Please affix also company stamp, in case of corporate entity)

6. The Securities and Exchange Commission of Pakistan ("SECP") vide Circular No. 4 of 2021 dated February 15, 2021, has advised to provide participation of the members through electronic means. The members can attend the EOGM via video link using smart phones / tablets. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both



sides) / passport, attested copy of Board Resolution/power of attorney (in case of corporate shareholders) through email at muhammad.ashraf@kmlg.com by **March 01, 2023**: -

Name of Member/Proxyholder	Folio No. / CDC Account No.	Cell No. / WhatsApp No.	CNIC No.	Email ID

7. Shareholders are requested to notify / update the change in their addresses immediately, if any.

Statement of Material Facts under Section 134(3) of the Companies Act, 2017

This explanatory statement sets out the material facts pertaining to the special business to be transacted at the Extraordinary General Meeting of the Company to be held on **Friday, March 03, 2023 at 11:30 AM** at 42-Lawrence Road, Lahore.

The Board of Directors of the Company in its meeting held on **February 06, 2023** has approved the purchase/buy back by the Company upto a maximum of **30 million** constituting 10.023% of the issued ordinary shares of the face value of Rs. 10/- (Rupees Ten) each at the spot / current share price prevailing during the purchase period under Sections 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019 (hereinafter the '**Buy-Back Regulations**') subject to the approval of members of the Company through a special resolution.

The shares will be purchased through Securities Exchange (Pakistan Stock Exchange Limited) within the purchase period starting from **March 13, 2023** and ending on **August 29, 2023** (both days inclusive) i.e. a period of **180 days** from the date of EOGM or if the purchase / buy-back by the Company of its issued ordinary shares is completed before **August 29, 2023**, the purchase period shall end on that date. The Board of Directors of the Company has recommended that the special resolution as set out in the Notice to be passed at the Extraordinary General Meeting of the members of the Company.

Purchase Price:

As required under Regulation 8(2) of the Buy-Back Regulations, the Board of Directors has recommended the purchase price, for the buy-back upto a maximum of **30 million** constituting 10.023% of the issued ordinary shares by the Company, at the spot / current share price prevailing during the purchase period. The shares so purchased pursuant to this buy-back shall be cancelled and resultantly the issued and paid up share capital shall be reduced.

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**Justification for the purchase/Buy-Back of Shares:**

The purchase/buy-back of the Company's issued ordinary shares will improve the earnings per share and book value per share of the Company subsequent to the purchase of shares. Currently, the authorized share capital of the Company is Rs. 4,000,000,000 divided into 370,000,000 ordinary and 30,000,000 preference shares of Rs. 10/- each with issued, subscribed and paid-up share capital of Rs. 2,992,964,560 divided into 299,296,456 ordinary shares of Rs. 10/- each. The reduced paid-up share capital would be quite sufficient for the future business needs of the Company. The purchase/buy-back of shares by the Company will also provide an opportunity of exit to those members who wish to liquidate their investments at a reasonable price.

Source of Funds:

The shares will be purchased in cash using the distributable profits of the Company as required under Section 88(8) of the Companies Act, 2017. The Company will utilize a small portion out of its distributable profits which as of **September 30, 2022** were **Rs.16,925,507,000** based on the un-audited financial statements of the Company.

The Board of Directors undertakes that the funds required for proposed purchase / buy-back of shares of the Company are available with the Company and after the purchase, the Company is capable of meeting its obligations on time during the period upto the end of the immediately succeeding twelve months.

Effects on Financial Position of the Company:

The proposed purchase / buy-back of shares of the Company will have positive impact on the financial position of the Company as the reduced capital would consolidate its equity resulting in increase in earnings per share. The breakup value of the Company will also increase ultimately.

If the Company purchases the maximum of **30 million** issued ordinary shares of the nominal/ face value of Rs. 10/- each, if authorized by the special resolution, the issued and paid-up share capital after the proposed purchase/buy-back of shares would be as under:-

	No. of Shares	Amount (Rs.)
Issued and paid-up Share Capital - Current	299,296,456	2,992,964,560
Purchase / buy-back of shares (cancellation of shares)	30,000,000	300,000,000
Issued and paid-up Share Capital after	269,296,456	2,692,964,560



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purchase/buy-back of shares

The current and post shares buy-back breakup value and EPS of Company's share considering equity as at **September 30, 2022** (on the basis of un-audited financial statements) will be as follows: -

	As Per Un-Audited Accounts as of September 30, 2022	Post buy-back position as at September 30, 2022 assuming cancellation of shares*
Equity (Rs.)	24,776,322,000	23,396,322,000
Breakup Value	82.78	86.88
EPS	1.59	1.77

* For the sake of calculation, weighted average number of ordinary shares outstanding during the period have been assumed to be 269,296,456 and an indicative purchase price per share has been assumed.

Directors Interest:

The Directors have no personal interest, directly or indirectly, in the proposed business for the purchase / buy-back of issued ordinary shares of the Company except to the extent of their respective shareholdings held by them in the Company and like other members they would also be entitled to participate in proposed purchase/buy-back of Company's issued ordinary shares. However, the Directors, CEO, Executives and their spouses & Associated Companies shall not, directly or indirectly, trade in Company's shares till completion of purchase.

Procedure for purchase/buy-back of shares

As required under Section 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019, the following procedure shall be followed for purchase/buy-back of shares of the Company: -

1. Kohinoor Textile Mills Limited will make Public Announcement for the purchase through Securities Exchange (Pakistan Stock Exchange Limited) within two working days of the passing of the special resolution. The Public Announcement will be published in two daily newspapers, **the Business Recorder and Nawa-e-Waqt**, at least 7 days before commencement of the purchase period which shall also be placed on website of the Company.





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Kohinoor Maple Leaf Group

2. Members of the Company who are willing to sell the shares or part thereof held by them in Kohinoor Textile Mills Limited, may sell such shares or part thereof to the Securities Broker through the Securities Exchange (Pakistan Stock Exchange Limited) by placing a sale order through their Securities Broker.
3. The purchase shall be made through the automated trading system of the Securities Exchange (Pakistan Stock Exchange Limited).
4. The shares will be purchased by the Company through Securities Exchange (Pakistan Stock Exchange Limited) within the purchase period starting from **March 13, 2023 and ending on August 29, 2023** (both days inclusive) i.e. a period of **180 days** from the date of EOGM or if the purchase / buy-back by the Company of its issued ordinary shares is completed before **August 29, 2023**, the purchase period shall end on that date.



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Kohinoor Maple Leaf Group

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Special Business:

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"Resolved that, subject to compliance with the provisions of all applicable laws, regulations and permission required, if any, the approval of the members of Kohinoor Textile Mills Limited (the "Company") be and is hereby accorded under Section 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019, to purchase/buy-back upto a maximum of **30 million constituting 10.023%** of the issued ordinary shares of the face value of Rs. 10/- (Rupees Ten) each of the Company at the spot / current share price prevailing during the purchase period.

Resolved further that the ordinary shares purchased pursuant to this special resolution be and are hereby cancelled and issued and paid-up share capital shall accordingly be reduced by the aggregate face value of the cancelled shares.

Resolved further that the purchase / buy-back by the Company of its issued ordinary shares shall be made through Securities Exchange (Pakistan Stock Exchange Limited) by utilizing the distributable profits of the Company and the purchase period shall be for **180 days** commencing from **March 13, 2023** and ending on **August 29, 2023** (both days inclusive) or if the purchase / buy-back by the Company of its issued ordinary shares is completed before **August 29, 2023**, the purchase period shall end on that date.

Resolved further that the Company Secretary (hereinafter the 'Authorized Person') be and is hereby authorized and empowered to take all such necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of giving effect to this special resolution and for the purpose of implementing, procuring, cancellation of shares and completing the purchase/buy-back by the Company of its issued ordinary shares.

Resolved further that the Authorized Person be and is hereby further authorized and empowered to take or cause to be taken all actions including but not limited to obtaining any requisite regulatory permissions, if required, preparation of requisite documents, engaging legal counsel, consultants and auditors for the purposes of the purchase/buy-back of shares, filing of all the requisite statutory forms, returns and all other documents as may be required to be filed with the regulator(s), submitting all such documents as may be required, executing all such documents or instruments including any amendments or substitutions to any of the foregoing as may be required or necessary in respect of implementing, procuring, cancellation of shares and completing the purchase/buy-back by the Company of its issued ordinary shares and all other matters incidental or ancillary thereto.

Resolved further that all acts, deeds and actions taken by the Authorized Person pursuant to this special resolution of the shareholders for and on behalf of and in the name of the Company shall be binding acts, deeds and things done by the Company.

Resolved further that the aforesaid special resolution shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the Securities and Exchange Commission of Pakistan and Pakistan Stock Exchange Limited which suggestion, direction and advise shall be deemed to be part of this special resolution."

Statement under Section 134(3) of the Companies Act, 2017 pertaining to the Special Business referred to the above is annexed to this notice of meeting, being sent to the shareholders.)

Lahore: February 10, 2023

By Order of the Board
(Muhammad Ashraf)
Company Secretary



NOTES:

1. The Share Transfer Books of the Company will remain closed from **February 25, 2023 to March 03, 2023** (both days inclusive). Physical transfers / CDS Transaction IDs received at the Company's Share Registrar, M/s. Vision Consulting Limited, 5-C, LDA Flats, Lawrence Road, Lahore, at the close of business on **February 24, 2023**, will be considered in time to determine voting rights of the shareholders for attending the meeting.
2. A member eligible to attend, speak and vote at this meeting may appoint another member as his/her proxy to attend, speak and vote instead of him/her. CDC beneficial owners and Proxy Holders must bring with them their Computerized National Identity Cards (CNIC)/Passports in original to prove his/her identity. In case of Proxy, CDC beneficial owners and Proxy Holders must enclose an attested copy of their CNIC/Passport with Proxy Form. Proxies in order to be effective must be received at the Company's Registered Office not later than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
3. In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee (unless it has been provided earlier) should be attached with the proxy form or may be provided at the time of meeting.
4. The shareholders will be allowed to exercise their right to vote through e-voting and postal ballot subject to the requirements of Sections 143 and 144 of the Act and the Companies (Postal Ballot) Regulations, 2018.
5. Members holding aggregate 10% or more shareholding, residing in a city other than Lahore, may demand the facility of video link for participation in the Extraordinary General Meeting.

In this regard, please fill the following and submit at the Registered Office of the Company situated at 42-Lawrence Road, Lahore, at least 07 days prior to the date of Extraordinary General Meeting.

"I/We, _____ of _____, being a member of Kohinoor Textile Mills Limited, holder of _____ Ordinary Share(s) as per Registered Folio / CDC A/c # _____ hereby opt for video conference facility at _____

Signature of Member(s) / Attorney"

(Please affix also company stamp, in case of corporate entity)

6. The Securities and Exchange Commission of Pakistan ("SECP") vide Circular No. 4 of 2021 dated February 15, 2021, has advised to provide participation of the members through electronic means. The members can attend the EOGM via video link using smart phones / tablets. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information along with valid copy of Computerized National Identity Card (both sides) / passport, attested copy of Board Resolution/power of attorney (in case of corporate shareholders) through email at muhammad.ashraf@kmlg.com by March 01, 2023: -

Name of Member/Proxyholder	Folio No. / CDC Account No.	Cell No. / WhatsApp No.	CNIC No.	Email ID

7. Shareholders are requested to notify / update the change in their addresses immediately, if any.



KTM**کوہ نور ٹیکسٹائل ملز لمیٹڈ****K M L G**
Kohinoor Maple Leaf Group

رجسٹرڈ آفس: 42- لارنس روڈ لاہور۔ فون نمبر 62-042-36302261

اطلاع برائے غیر معمولی عام اجلاس

بذریعہ نوٹس مطلع کیا جاتا ہے کہ کوہ نور ٹیکسٹائل ملز لمیٹڈ (کمپنی) کے ارکان کا غیر معمولی عام اجلاس ("EOGM")، کمپنی کے رجسٹرڈ آفس، 42- لارنس روڈ، لاہور پر بروز جمعہ 03 مارچ 2023ء کو صبح 11:30 بجے درج ذیل امور کی انجام دہی کیلئے منعقد ہوگا۔
خصوصی امور:

غور و خوض کرنا اور اگر مناسب سمجھا گیا تو، کمپنی کے بورڈ آف ڈائریکٹرز کی طرف سے سفارش کردہ خصوصی قرارداد کے طور پر درج ذیل قرارداد کو ترمیم یا بغیر ترمیم، اضافے یا حذف کے ساتھ منظور کرنا:-

"قرار پایا کہ مطلوبہ تمام قابل اطلاق قوانین، ضوابط اور اجازت اگر کوئی ہو، کی دفعات کی تعمیل سے مشروط، کوہ نور ٹیکسٹائل ملز لمیٹڈ ("کمپنی") کے اراکین کی منظوری سے اوپنیز ایکٹ، 2017 کے سیکشن 88 ملار کرپڑھیں لیمیٹڈ (پرائیویٹ) لیمیٹڈ (ریگولیشنز، 2019 کے تحت خریداری کی مدت کے دوران موقع / موجودہ شیئر قیمت پر کمپنی کے ہر -10 روپے (دس روپے) کی فیس قیمت کے زیادہ سے زیادہ 30 ملین تک 10.023% پر مشتمل جاری شدہ عام حصص کی خریداری / واپس خریداری کی جائے۔

مزید قرار پایا کہ اس خصوصی قرارداد کے مطابق خریدے گئے عام حصص کو منسوخ کیا جائے اور ادا شدہ حصص کمپنل کو اس کے مطابق منسوخ شدہ حصص کی مجموعی فیس قیمت سے کم کیا جائے۔

مزید قرار پایا کہ کمپنی کے جاری کردہ عام حصص کی خریداری / واپس خریداری کمپنی کے قابل تقسیم منافع کو استعمال کرتے ہوئے سیکورٹیز ایکچینج (پاکستان اسٹاک ایکچینج لمیٹڈ) کے ذریعے کی جائے گی اور خریداری کی مدت 180 دن کے لیے 13 مارچ 2023ء سے شروع اور 29 اگست 2023ء (بشمول دونوں ایام) کو ختم ہوگی یا اگر کمپنی کی طرف سے اس کے جاری کردہ عام حصص کی خریداری / واپس خریداری 29 اگست 2023ء سے پہلے مکمل ہوگئی تو خریداری کی مدت اسی تاریخ کو ختم ہو جائے گی۔

مزید قرار پایا کہ کمپنی سیکرٹری ("مجاہد شخص") بذریعہ ہذا تمام ضروری، ذیلی اور واقعاتی اقدامات اٹھانے اور اس طرح کے تمام اعمال، کام اور چیزیں یا اس خصوصی قرارداد کو عملی جامہ پہنانے کے مقصد کے لیے اور کمپنی کے جاری کردہ عام حصص کی خریداری / واپس خریداری کے اطلاق، حصص کی خریداری، منسوخی اور مکمل کرنے کے مقصد کے لیے جن کی ضرورت ہو سکتی ہے کرنے کا مجاز اور با اختیار ہے۔

مزید قرار پایا کہ مجاہد شخص کو تمام کارروائیاں کرنے کا اختیار دیا جائے اور دیا جاتا ہے کہ وہ تمام کارروائیاں کرے یا اس کا سبب بنے جس میں کسی بھی مطلوبہ ریگولٹری اجازتوں کے حصول تک محدود نہیں، اگر ضرورت ہو تو، مطلوبہ دستاویزات کی تیاری، حصص کی خریداری / واپس خریداری، تمام مطلوبہ قانونی فارمز، ریٹرن اور دیگر تمام دستاویزات جو کہ ریگولٹری کے پاس فائل کرنے کی ضرورت ہو، فائل کرنے، ایسی تمام دستاویزات جمع کرانے، جو کہ ضروری ہوں، ایسی تمام دستاویزات مکمل کرنا بشمول مذکورہ بالا میں سے کسی میں ترمیم یا متبادل جو کہ کمپنی کے جاری کردہ عام حصص کے نفاذ، خریداری، حصص کی منسوخی اور کمپنی کی طرف سے خریداری / واپس خریداری کو مکمل کرنے کے سلسلے میں درکار یا ضروری ہو اور دیگر تمام معاملات حادثاتی یا اس کے لیے ذیلی ہوں، کے مقصد کے لیے لیکل ٹولس، شیران اور آڈیٹرز کو شامل کرنا۔

مزید قرار پایا کہ مجاہد شخص کی طرف سے کمپنی کے لیے اور اس کے نام پر شیئر ہولڈرز کی اس خصوصی قرارداد کے تحت کیے گئے تمام اعمال، کام اور اقدامات کمپنی کی طرف سے کیے گئے اعمال، کام اور چیزیں سمجھی جائیں گی۔

مزید قرار پایا کہ مذکورہ خصوصی قرارداد کسی بھی ترمیم، اصطلاح، اضافے یا حذف سے مشروط ہوگی جیسا کہ سیکورٹیز اینڈ ایکچینج کمیشن آف پاکستان اور پاکستان اسٹاک ایکچینج لمیٹڈ کی طرف سے تجویز کردہ، ہدایت اور مشورہ دیا جائے گا جس کی تجویز، ہدایت اور مشورے کو اس خصوصی قرارداد کا حصہ سمجھا جائے گا۔

(کمپنیز ایکٹ 2017ء کے سیکشن (3) 134 کے تحت مذکورہ بالا خصوصی امور سے متعلق میان اجلاس کے اس نوٹس کے ہمراہ منسلک شیئر ہولڈرز کو بھیجا جا رہا ہے۔)

بکلم بورڈ (محمد اشرف)
کمپنی سیکرٹری

لاہور 10 فروری 2023ء

نوٹس:-.....

1- کمپنی کی حصص منتقلی کی کتابیں 25 فروری 2023ء تا 03 مارچ 2023ء (بشمول دونوں ایام) بند رہیں گی۔ مادی منتقلیاں / سی ڈی ایس ٹرانزیکشن آئی ڈی پر کمپنی کے شیئر رجسٹرار میسرز وٹن کنسلٹنگ لمیٹڈ، 5-C، ایل ڈی ایس فلیٹس، لارنس روڈ، لاہور میں 24 فروری 2023ء کو کاروبار کے اختتام تک موصول ہونے والی اجلاس میں شرکت کرنے اور حصص داران کے حق رائے دہی کے تعین کے لیے بروقت تصور ہوگی۔

2- اجلاس میں شرکت اور ووٹ دینے کا مستحق ممبر کسی دیگر ممبر کو بطور اپنا پر کسی مقرر کر سکتا رہ سکتی ہے۔ سی ڈی سی بینفٹل اونرز اور پراکسی ہولڈرز اپنی شناخت ثابت کرنے کے لیے اپنے اصل کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) / پاسپورٹ لازماً ہمراہ لائیں۔ بصورت پراکسی، سی ڈی سی بینفٹل اونرز اور پراکسی ہولڈرز پراکسی فارم کے ساتھ اپنے کمپیوٹرائزڈ قومی شناختی کارڈ (CNIC) / پاسپورٹ کی تصدیق کاپی لازماً منسلک کریں۔



پراکسیاں تاکہ مؤثر ہو سکیں، کمپنی کے رجسٹرڈ آفس میں اجلاس کے انعقاد سے 48 گھنٹے قبل لازماً وصول ہو جانی چاہئیں اور پراکسی فارم لازماً باقاعدہ مہر، دستخط اور گواہی شدہ ہونے چاہئیں۔ ایک رکن ایک سے زیادہ پراکسی مقرر کرنے کا اہل نہیں ہوگا۔

3- کارپوریٹ ادارے کی صورت میں، بورڈ آف ڈائریکٹرز کی قرارداد/مختار نامہ مع نمونہ دستخط پراکسی فارم کے ہمراہ لف کیا جانا چاہئے (اگر پہلے مہیا نہیں کیا گیا) یا اجلاس کے وقت فراہم کیا جاسکتا ہے۔

4- حصص داران کو کمپنیز ایکٹ 2017ء کی دفعات 143 اور 144 اور کمپنیز (پوشل بیلٹ) ریگولیشنز 2018ء سے مشروط ای وونگ اور پوشل بیلٹ کے ذریعے اپنا حق رائے دہی استعمال کرنے کی اجازت ہوگی۔

5- لاہور کے علاوہ شہر میں سکونت مجموعی 10% یا زیادہ شیئر ہولڈنگ کے مالک ارکان، غیر معمولی عام اجلاس میں شرکت کے لئے وڈیولنک سہولت کا مطالبہ کر سکتے ہیں۔

بابت ہذا میں، براہ مہربانی درج ذیل فارم پُر کر کے کمپنی کے رجسٹرڈ آفس واقع 42 لارنس روڈ لاہور میں غیر معمولی عام اجلاس کی تاریخ سے کم از کم 07 یوم قبل جمع کرائیں۔

”میں/ہم..... ساکن..... بحیثیت رکن کو وٹو ٹیکسٹائل ملز لمیٹڈ، مالک..... عام حصص..... مطابق رجسٹرڈ فوئیو نمبر ای ڈی سی اکاؤنٹ نمبر..... بذریعہ ہذا..... میں وڈیو کانفرنس سہولت اختیار کرنا چاہتے ہیں۔“

دستخط رکن/انارنی

(کارپوریٹ ادارے کی صورت میں براہ مہربانی کمپنی کی مہر ثبت کریں)

6- سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان ("SECP") نے اپنے سرکلر نمبر 4 آف 2021ء تاریخ 15 فروری 2021ء کے ذریعے اراکین کو ایکٹرائٹک ذرائع سے شرکت فراہم کرنے کا مشورہ دیا ہے۔ ممبران سمارٹ فونز/ٹیبلیٹ کا استعمال کرتے ہوئے وڈیولنک کے ذریعے EOGM میں شرکت کر سکتے ہیں۔ وڈیولنک کے ذریعے اجلاس میں شرکت کے لیے ممبران اور ان کے پراکسیز سے درخواست کی جاتی ہے کہ وہ کمپیوٹرائزڈ قومی شناختی کارڈ (دونوں اطراف)/ پاسپورٹ کی مؤثر کاپی، بورڈ کی قرارداد/مختار نامہ (بصورت کارپوریٹ شیئر ہولڈرز) کی تصدیق شدہ کاپی کے ساتھ درج ذیل معلومات 01 مارچ 2023ء تک muhammad.ashraf@kmlg.com پر ای میل کے ذریعے فراہم کر کے اپنے آپ کو رجسٹرڈ کروائیں:-

نام رکن/پراکسی ہولڈر	فوئیو نمبر ای ڈی سی اکاؤنٹ نمبر	موبائل نمبر/اوس ایپ نمبر	CNIC نمبر	ای میل آئی ڈی

7- حصص داران سے التماس ہے کہ اپنے چھوٹے میں تبدیلی اگر کوئی ہو، فی الفور مطلع/اپ ڈیٹ کریں۔

