

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given to all the members of **M/s. TAHA SPINNING MILLS LIMITED** that an Extraordinary General Meeting of the Company will be held on Monday, July 31, 2017 at 11:00 a.m. at Tulip Hall, Beach Luxury Hotel, M.T. Khan Road, Karachi, to transact the following business:

Agenda

- To confirm the minutes of the last extraordinary general meeting of the Company.
- To discuss and pass the special resolution regarding change of name of the Company from **TAHA SPINNING MILLS LIMITED** to **UNITY FOODS LIMITED**, (draft special resolutions and statement of material facts under section 134 (3) of the Companies Act, 2017 are attached).
- To discuss and pass special resolutions regarding the increase in authorized capital of the Company from 61,000,000/- (Rupees Sixty One Million only) divided into 6,100,000 (Six Million One Hundred Thousand) ordinary shares of Rs. 10/- (Rupees Ten only) each to Rs. 1,700,000,000/- (Rupees One Billion Seven Hundred Million only) divided into 170,000,000 (One Hundred Seventy Million) ordinary shares of Rs. 10/- (Rupees Ten only) each, and to approve amendments/alterations in the Memorandum and Articles of Association of the Company in respect thereto (draft special resolutions and statement of material facts under section 134 (3) of the Companies Act, 2017 are attached).

To transact any other business that may be brought forward with the permission of the Chair.

By Order of the Board

Dated : July 07, 2017

Place : Karachi

Jalees Edhi

Company Secretary

Notes:

- The Share transfer books of the Company shall remain closed from July 24, 2017 to July 31, 2017 (both days inclusive) for determining the entitlement of shareholders for attending the Extraordinary General Meeting.
- Physical transfers received by the Company at the close of business on July 23, 2017 will be treated as being in time for the purpose of attending the meeting.
- A member entitled to attend and vote at the Extraordinary General Meeting may appoint a proxy to attend speak and vote on him/her behalf. Proxy need not to be a member of the company.
- Forms of proxy to be valid must be properly filled in/executed and received by the company not later than forty eight hours before the commencement of the meeting.

STATEMENT OF MATERIAL FACTS UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017

Change of Name:

The new management has decided to change the name of TAHA SPINNING MILLS LIMITED to UNITY FOODS LIMITED.

The change in the name of company is necessary to bring it in-line with the nature of business the new management is intending to do.

Necessary approvals in Extraordinary General Meeting is required in this regard.

Increase in Authorized Capital of the Company:

Furthermore, Since the Company will engage in the business of Edible Oil business, which would necessitate issue of additional share capital beyond the existing authorized capital of the Company, it is felt necessary to obtain the approval of the members by special resolutions to be passed in Extraordinary General Meeting for raising the authorized capital of the Company from 61,000,000/- (Rupees Sixty One Million only) divided into 6,100,000 (Six Million One Hundred Thousand) ordinary shares of Rs. 10/- (Rupees Ten only) each to Rs. 1,700,000,000/- (Rupees One Billion Seven Hundred Million only) divided into 170,000,000 (One Hundred Seventy Million) ordinary shares of Rs. 10/- (Rupees Ten only) each.

To the extent of shareholding of the Directors in the Company they are interested in the increase of Authorised Capital of the Company

Dated : July 07, 2017

Place : Karachi

Jalees Edhi

Company Secretary

DRAFT SPECIAL RESOLUTIONS TO BE CONSIDERED IN THE EXTRAORDINARY GENERAL MEETING OF TAHA SPINNING MILLS LIMITED TO BE HELD ON MONDAY, July 31, 2017 AT 11:00 A. M.

Resolution No. 2: Resolved that name of the Company be and hereby change from TAHA SPINNING MILLS LIMITED to UNITY FOODS LIMITED. Consequent upon the above change of name of the Company, wherever appearing in the Memorandum and Articles of Association, be and is hereby changed from TAHA SPINNING MILLS LIMITED to UNITY FOODS LIMITED further resolved that necessary amendments shall also be made in the Memorandum and Articles of Association to give effect of changes in the Name of the Company and Company Secretary be and hereby authorized to carry out all necessary legal formalities, including submission of required documents with Regulators and obtaining of revised Certificate of Incorporation of the Company with new name.

Resolution No. 3: Resolved that increase in the Authorized Capital of the Company be and is hereby approved from 61,000,000/- (Rupees Sixty One Million only) divided into 6,100,000 (Six Million One Hundred Thousand) ordinary shares of Rs. 10/- (Rupees Ten only) each to Rs. 1,700,000,000/- (Rupees One Billion Seven Hundred Million only) divided into 170,000,000 (One Hundred Seventy Million) ordinary shares of Rs. 10/- (Rupees Ten only) each, ranking pari passu with the existing shares in all matters, including the right to dividend, bonus or right issues further resolved that necessary amendments shall also be made in the Memorandum and Articles of Association to give effect of changes in the Authorized Capital of the Company and Company Secretary be and hereby authorized to carry all necessary legal formalities, including submission of required documents with Regulators.

Dated : July 07, 2017

Place : Karachi

Jalees Edhi

Company Secretary