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CRESCENT COTTON MILLS LIMITED

NEW LAHORE ROAD, NISHATABAD

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**NOTICE OF EXTRA ORDINARY
GENERAL MEETING**



**CRESCENT COTTON MILLS
LIMITED**

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that an Extra-Ordinary General Meeting of the shareholders of CRESCENT COTTON MILLS LIMITED will be held at the Registered Office of the Company, Nishatabad, Faisalabad on Friday the May 15, 2020 at 09:30 a.m. to transact the following business:-

1. To elect seven Directors of the Company, as fixed by the Board for a period of three years commencing from May 18, 2020 in accordance with the provisions of the Companies Act, 2017 in place of retiring Directors namely:
 1. Mr. Abid Mahmood
 2. Mr. Adnan Amjad
 3. Mr. Naveed Gulzar
 4. Mr. Salman Rafi
 5. Mr. Shahid Arshad
 6. Mrs. Shameen Azfar
 7. Mr. Taimur AmjadAll retiring Directors shall be eligible to offer themselves for re-election.
2. To transact any other business with the permission of the chair.

**By Order of the Board
(Sami Ullah)
Company Secretary**

Faisalabad : April 20, 2020

NOTES

1. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote. The Instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested copy of the power of attorney must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. A proxy must be a member of the company.
2. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are being advised to bring their original National Identity Cards along with CDC Participant ID and account number at the meeting venue.
3. Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.
 - A. For Attending the Meeting
 - a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or, original Passport at the time of attending the Meeting.
 - b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.
 - B. For Appointing Proxies
 - a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
 - b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
 - c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
 - d. The proxy shall produce his original CNIC or original passport at the time of the Meeting.

e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

4. Members are requested to timely notify any change in their addresses.
5. Pursuant to the provisions of the Companies Act, 2017, the shareholders residing in a city and collectively holding at least 10% of the total paid up share capital may demand the Company to provide the facility of video-link for participating in the meeting. The demand for video-link facility shall be received by the Share Registrar at the address given hereinabove at least 07 days prior to the date of the meeting on the Standard Form which can be downloaded from the company's website: www.crescentcotton.com

Book Closure:

The Register of Members of the Company will remain closed from 07 May 2020 to 15 May 2020 (both days inclusive). Transfers received in order at the office of the Company's Independent Share Registrar, M/s. Vision Consulting Limited, 3-C, LDA Flats, 1st Floor, Lawrance Road, Lahore by the close of business (5:00 PM) on Wednesday, 06 May 2020 will be considered in time to be eligible for the purpose of attending and voting at the Extraordinary General Meeting.

STATEMENTS UNDER SECTION 166 (3) OF THE COMPANIES ACT, 2017 IN RESPECT OF ELECTION OF DIRECTORS

The term of office of the present Directors of the Company will expire on 18 May 2020. In terms of Section 159 (1) of the Companies Act, 2017 ("Act"), the directors have fixed the number of elected directors at seven (7) to be elected in the extraordinary general meeting for a period of three years.

The present Directors are interested to the extent that they are eligible for re-election as Directors of the Company.

Any person who seeks to contest election to the office of director shall, whether he is a retiring director or otherwise, file with the Company at its Registered Office, Nishatabad, Faisalabad, not later than fourteen days before the day of the meeting, the following documents:

- i. Notice of his/her intention to offer himself/herself for election of directors in terms of Section 159(3) of the Act, together with the consent to act as a director in Form 28 prescribed under the Companies Ordinance, 1984 (Now the Companies Act, 2017);
- ii. A detailed profile along with office address as required under SECP's SRO 634 (I)/2014 dated 10 July 2014;
- iii. A director must be a member of the company at the time of filing of his/her consent for contesting election of directors except a person representing a member, which is not a natural person.
- iv. A declaration confirming that:
 - 1) He/she is aware of his/her duties and powers under the relevant laws, Memorandum & Articles of Association of Company and listing regulations of stock exchanges;
 - 2) He/she is not ineligible to become a director of a listed company under any provisions of the Act, the Listed Companies (Code of Corporate Governance) Regulations, 2019, any other applicable law, rules and regulations.Independent Directors will be elected through the process of election of directors in terms of Section 159 of the Act and they shall meet the criteria laid down under Section 166 (2) of the Act.

CRESCENT COTTON MILLS LIMITED
FORM OF PROXY



I/We _____ of _____ a member/members of **Crescent Cotton Mills Limited** and holder of _____ shares as per Folio # _____ and/or CDC Participant's ID # _____ and Sub Account # _____ /CDC Investor Account ID # _____ do hereby appoint _____ of _____ or failing him _____ of _____ who is also member of the Company vide Folio No. _____ /CDC Participant's ID # _____ and Sub Account # _____ /CDC Investor Account ID # _____ as my/our Proxy to attend, speak and vote for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held at 09:30 a.m. on Friday the May 15, 2020 at the Registered Office of the Company New Lahore Road, Nishatabad, Faisalabad and at any adjournment thereof.

As witness my hand this _____ day of _____ 2020.

Member's Signature	Affix revenue stamps of Rs. 5/-
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Witnesses:

Signature: _____ Signature: _____

Name: _____ Name: _____

Address: _____ Address: _____

CNIC No. _____ CNIC No. _____

Note:

- A member entitled to attend and vote at a General Meeting is entitled to appoint a proxy.
- The instrument appointing a Proxy, together with the Power of Attorney, if any, under which it is signed or a notarially certified copy thereof, should be deposited at the Registered Office, New Lahore Road, Nishatabad, Faisalabad, not less than 48 hours before the time of holding the Meeting.
- CDC account holders will further have to follow the under mentioned guidelines as laid down in circular # 1 dated January 26, 2000 of the Securities & Exchange Commission of Pakistan for appointing Proxies:
 - In case of individuals, the account holder or sub-account holder and their registration details are uploaded as per the Regulations, shall submit the Proxy form as per the above requirement.
 - The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
 - Attested copies of CNICs or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - The proxy shall produce his original CNIC or original passport at the time of the meeting.
 - In case of a corporate entity, the Board of Directors' resolution/Power of attorney with specimen signatures of the proxy holder shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.

کرینٹنٹ کاٹن ملز لمیٹڈ پرائکسی فارم (مختار نامہ)



میں اہم _____ بحیثیت رکن ارکان کرینٹنٹ کاٹن ملز لمیٹڈ اور حامل _____ حصص برطابق فولیو نمبر _____ سی ڈی سی پرائکسی فارم آئی ڈی نمبر _____ اور سب اکاؤنٹ (ذیلی کھاتہ) نمبر _____ ای سی ڈی انویسٹر اکاؤنٹ آئی ڈی نمبر _____ محترم / محترمہ _____ یاس کی غیر موجودگی میں _____ سی ڈی سی پرائکسی فارم آئی ڈی نمبر _____ اور سب اکاؤنٹ (ذیلی کھاتہ) نمبر _____ ای سی ڈی انویسٹر اکاؤنٹ آئی ڈی نمبر _____ کو اپنے اہم پر مورخہ 15 مئی 2020ء بروز جمعہ 9:30 بجے بمقام رجسٹرڈ آفس نشاط آباد فیصل آباد پر منعقد ہونے والے کرینٹنٹ کاٹن ملز لمیٹڈ کے غیر معمولی اجلاس میں حق رائے دہی استعمال کرنے، تقریر اور شرکت کرنے یا کسی بھی التواء کی صورت میں اپنا/ہمارا بطور مختار (پرائکسی) مقرر کرنا ہوں کرتے ہیں۔
آج بروز _____ بتاریخ _____ 2020ء کو میرے اہم سے دستخط سے گواہوں کی تصدیق سے جاری ہوا۔

دستخط رکن کمپنی کے نمونہ دستخط سے مماثل ہونے چاہئیں۔	5/- روپے کارسیدی ٹکٹ یہاں چسپال کریں۔
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گواہان:

دستخط: _____ دستخط: _____

نام: _____ نام: _____

پتہ: _____ پتہ: _____

کمپیوٹرائزڈ شناختی کارڈ نمبر: _____ کمپیوٹرائزڈ شناختی کارڈ نمبر: _____

نوٹ:

- اجلاس میں شرکت اور رائے دہی کا مستحق رکن، پرائکسی مقرر کر سکتا ہے۔
- پرائکسی اور مختار نامہ یا دیگر اختیاری (اگر کوئی ہوں) تقرری کے آلات، جس کے تحت یہ دستخط شدہ ہو یا اس مختار نامہ کے نوٹری پبلیک صدقہ کاپی، کمپنی کے رجسٹرڈ آفس واقع نیو لاہور روڈ نشاط آباد فیصل آباد میں اجلاس منعقد ہونے سے کم از کم 48 گھنٹے قبل جمع کروائے جانا چاہئیں۔
- سی ڈی سی اکاؤنٹ ہولڈرز کو پرائکسی تقرری کے لیے سیکورٹیز اینڈ ایکسچینج کمیشن پاکستان کے مورخہ 26 جنوری 2000 کو جاری کردہ سرکلر نمبر 1 میں دی گئی مندرجہ ذیل گائیڈ لائنز کی پیروی کرنا ہوگی۔
 - بصورت افراد، اکاؤنٹ ہولڈر اور ایسب اکاؤنٹ ہولڈرز جن کے سیکورٹیز اینڈ ایکسچینج کمیشن تفصیلات تو اعداد و ضوابط کے مطابق اپ لوڈ ہوں، انہیں درج بالا شرائط کے مطابق پرائکسی فارم (مختار نامہ) جمع کرانا ہوں گے۔
 - پرائکسی فارم پر بطور گواہان دو افراد کے دستخط ہونا چاہئیں اور ان کے نام، پتے اور کمپیوٹرائزڈ قومی شناختی کارڈ نمبر فارم پر درج ہوں۔
 - بمبھٹل اور زاور پرائکسی کے کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی تصدیق تفویض، پرائکسی فارم (مختار نامہ) کے ہمراہ جمع کرانا ہوں گی۔
 - پرائکسی، اجلاس کے وقت اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ یا اصل پاسپورٹ مہیا کرے گا۔
 - بصورت کارپوریٹ ایجنسی، بورڈ کی قرارداد/مختار نامہ مع پرائکسی ہولڈر کے دستخط (اگر سیکلے فرام نہ کیے گئے ہوں) پرائکسی فارم (مختار نامہ) کے ہمراہ کمپنی جمع کرنا ہوگا۔

