



**Through PUCARS / TCS Courier Service**

March 8, 2021

**The General Manager**  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi-74000

Subject: **NOTICE OF EXTRAORDINARY GENERAL MEETING**

Dear Sir,

We are pleased to enclose herewith a copy of the Notice of Extraordinary General Meeting of Reliance Weaving Mills Limited to be held on Wednesday, March 31, 2021 at 12:00 noon for circulation amongst the TRE Certificate Holders of the Exchange.

The aforementioned Notice would be published on Wednesday, March 10, 2021 in English and Urdu languages respectively in the Newspapers, having nation-wide circulation.

Yours sincerely,  
For Reliance Weaving Mills Limited

  
**Aftab Ahmed Qaiser**  
Company Secretary

CC: Director/HOD, Surveillance, Supervision and Enforcement Department  
Securities & Exchange Commission of Pakistan, NIC Building  
63 – Jinnah Avenue, Blue Area  
**Islamabad**

Encl.: As above

## **NOTICE OF THE EXTRAORDINARY GENERAL MEETING**

Notice is hereby given that an Extraordinary General Meeting of **Reliance Weaving Mills Limited** will be held on Wednesday, March 31, 2021, at 12:00 noon at 2<sup>nd</sup> Floor, Trust Plaza, L.M.Q. Road, Multan, to transact the following business:

### **Ordinary Business:**

1. To confirm the minutes of the Annual General Meeting held on October 28, 2020;
2. To elect seven (7) Directors of the Company, as fixed by the Board of Directors, in accordance with the provisions of Section 159 of the Companies Act, 2017, for a term of three years commencing from March 31, 2021. Following are the retiring Directors, who are eligible for re-election:
  - (i) Mr. Fawad Ahmed Mukhtar
  - (ii) Mr. Faisal Ahmed
  - (iii) Mr. Fahd Mukhtar
  - (iv) Mr. Muhammad Mukhtar Sheikh
  - (v) Mrs. Fatima Fazal
  - (vi) Mr. Shahid Aziz
  - (vii) Mr. Muhammad Shaukat
3. To transact any other business with the permission of Chair.

A statement under Section 166(3) of the Companies Act, 2017, is annexed to the notice of meeting circulated to the shareholders of the Company.

By Order of the Board

Place: Multan

Dated: March 08, 2021

**Aftab Ahmed Qaiser**  
Company Secretary

### **Notes:**

1. The share transfer books of the Company will remain closed from March 25, 2021 to March 31, 2021 (both days inclusive). Transfers received in order at the office of our Shares Registrar by the close of the business on March 24, 2021 will be treated in time to attend, participate and vote at the Extraordinary General Meeting.

2. A member entitled to attend and vote may appoint another member as his/her proxy to attend and vote instead of him/her. The Proxy Form must be received the Registered Office of the Company not less than 48-hours before the time for holding the meeting. Proxy Form is being provided with this notice.
3. Pursuant to the Companies (Postal Ballot) Regulations, 2018, for the purpose of election of Directors, members will be allowed to exercise their right to vote through postal ballot that is voting by post or through any electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations.
4. An individual beneficial owner of shares from CDC must bring his/her original CNIC or Passport, Account and Participant's ID numbers to prove his/her identity. A representative of corporate members from CDC must bring the Board of Directors' Resolution and/or Power of Attorney and specimen signatures of the nominee.
5. Any person who seeks to contest the election of directors shall file with the Company at its Registered Office, not later than fourteen (14) days before the date of meeting his / her intention to offer himself / herself for election of directors in terms of Section 159(3) of the Companies Act, 2017, together with (a) consent to act as Director in Form 28, duly completed and signed by the candidate; (b) A detailed profile including his/her office address pursuant to the requirements of SECPs notification S.R.O.1196 (I)/2019 dated October 3, 2019; (c) declaration in respect of being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria for a director as set out in the Companies Act, 2017; and (d) Declaration of independence in terms of Section 166(2) of the Companies Act, 2017, as required under Listed Companies (Code of Corporate Governance) Regulations 2019, (applicable only for person filing consent to act as an Independent Director of the Company).
6. Members are requested to immediately notify the Company's Shares Registrar of any change in their registered address.
7. CDC account holders are required to comply with the following guidelines as laid down by the Securities and Exchange Commission of Pakistan.

**A. For Attending the Meeting:**

- (i) In case of individuals, the account holder or sub-account holder and their registration details are uploaded as per CDC regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting; and
- (ii) In case of corporate entities, the board of directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the meeting.

**B. For Appointing Proxies:**

- (i) In case of individuals, the account holder or sub-account holder and their registration details are uploaded as per CDC regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (iii) Attested copies of CNIC or the Passport of beneficial owners and the proxy shall be furnished with the proxy form.
- (iv) The proxy shall produce his / her original CNIC or original Passport at the time of the meeting; and
- (v) In case of corporate entities, the board of directors' resolution / power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted along with the proxy form to the Company.

**STATEMENT UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017**

Section 166(3) of the Companies Act, 2017 required that a statement of material facts is annexed to the notice of Extraordinary General Meeting called for the purpose of election of directors which shall indicate the justification for choosing the appointee for appointment as independent director.

Reliance Weaving Mills Limited, being a listed company, is required to have independent directors on its Board in accordance with Listed Companies (Code of Corporate Governance) Regulations, 2019. Accordingly, the Company shall ensure that independent directors are elected in accordance with the procedures for election of directors as laid down in Section 159 of the Companies Act, 2017.

Once the contestants have filed their notice / intention for elections, the Company shall apply following criteria for choosing the appointee for appointment as an independent director.

- Inclusion of name of independent directors in the data bank maintained by Pakistan Institute of Corporate Governance (PICG) duly authorized by SECP.
- Respective competencies, diversity, skill, knowledge and experience of the election contestants shall be assessed.
- The Company shall exercise due diligence before selecting a person from the data bank that the contestant meets the independence criteria as mentioned in Section 166(2) of the Companies Act, 2017.