

TTM/SHARE/ 25 /2021  
June 30, 2021

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

## Disclosure of Material Information-Tata Textile Mills Limited

Dear Sir,

In accordance with Section 96 and 131 of the Securities Act 2015 and Clause 5.19.13(c) of the Rule Book of Pakistan Stock Exchange Limited ("PSX"), we hereby convey the following:

At a meeting of the Board of Directors of Tata Textile Mills Limited (the "Company") held at 10:30 a.m. on June 30, 2021 at the registered office of the Company, the Board of Directors discussed the post-merger steps/procedures required to be undertaken in terms of the Scheme of Arrangement which has been sanctioned by the High Court of Sindh at Karachi vide Order JCM No.13 of 2020 dated March 02, 2021 and an addendum order dated March 17, 2021, in term of which, Island Textile Mills Limited (ILTM), Salfi Textile Mills Limited (SALT) and Tata Energy Limited (TEL) stood merged with and into the Company with effect from July 01, 2021.

Accordingly the Board of Directors resolved that as per Scheme of Amalgamation 38,668,864 ordinary shares of the Company be issued to the shareholders as follows;

- (i) Island Textile Mills Limited ("Island") shall be merged with and into the Company, against which 15,100,000 (Fifteen Million One Hundred Thousand) shares of the Company be issued to the shareholders of Island based on a swap ratio of 30.2 shares of the Company for every 1 share of Island;
- (ii) Salfi Textile Mills Limited ("Salfi") shall be merged with and into the Company, against which 17,381,364 (Seventeen Million Three Hundred Eighty-One Thousand Three Hundred and Sixty Four) shares of the Company be issued to the shareholders of Salfi based on a swap ratio of 5.2 shares of the Company for every 1 share of Salfi;
- (iii) Tata Energy Limited ("Tata Energy") shall be merged with and into the Company, against which 6,187,500 (Six Million One Hundred Eighty Seven Thousand and Five Hundred) shares of the Company be issued to the shareholders of Tata Energy based on a swap ratio of 6 shares of the Company for every 1 share of Tata Energy;

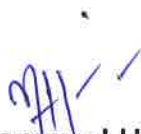
Further resolved that fractional share entitlement of the members will be consolidated into whole shares and will be sold in the Stock Market, the sale proceeds will be donated to a registered charitable institution accordingly. It was also resolved that the Company take all

requisite steps to fulfil the requirements / post-merger completion steps and procedures in terms of the Scheme along with all actions ancillary thereto.

CDC shareholders whose shareholding is in book entry form, their shares will be credited into their respective CDS accounts, while physical share certificate(s) holders are requested to surrender the shares certificate(s) of dissolving companies and obtain physical share certificates as per their entitlement from Company's Share Registrar M/s CDC Share Registrar Service Limited; CDC, House, 99-B Block "B", S.M.C.H.S. Main Shahra-e-Faisal, Karachi Karachi-74400.  
Tel: 0800-23275 Email: [info@cdcsrsl.com](mailto:info@cdcsrsl.com)

A disclosure form under Section 96 and 131 of the Securities Act 2015 is also enclosed as Annexure A

Yours truly,  
For **Tata Textile Mills Limited**



**Muhammad Hussain**  
Company Secretary



**Haseeb Hafeezuddeen**  
Chief Financial Officer

Cc: Director / HOD  
Surveillance, Supervision and Enforcement Department  
Securities and Exchange Commission of Pakistan  
NIC Building, 63-Jinnah Avenue Blue Area  
Islamabad.

Cc: Joint Registrar  
Securities and Exchange Commission of Pakistan  
Company Registration Office  
4<sup>th</sup> Floor, State Life Building No,2  
Wallace Road  
Karachi.

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**Annexure A**  
**Disclosure Form**  
**(Securities Act, 2015)**

Name of Company	Tata Textile Mills Limited
Date of Report (Date of earliest event reported if applicable)	March 19, 2021
Exact Name of the Company as specified in its Memorandum	Tata Textile Mills Limited
Registered address of the Company	6 <sup>th</sup> Floor Textile Plaza M.A. Jinnah Road Karachi.
Contact information	Muhammad Hussain Company Secretary Tel: 021-32412955-7 (3 lines) Ext: 214 Email: <a href="mailto:hussain.rasheed@tatapakistan.com">hussain.rasheed@tatapakistan.com</a>
Disclosure of Inside Information in terms of the Securities Act 2015 Rule Book of Pakistan Stock Exchange Limited	<p>the Board of Directors resolved that as per Scheme of Amalgamation 38,668,864 ordinary shares of the Company be issued to the shareholders as follow;</p> <p>(i) Island Textile Mills Limited ("Island") shall be merged with and into the Company, against which 15,100,000 (Fifteen Million One Hundred Thousand) shares of the Company be issued to the shareholders of Island based on a swap ratio of 30.2 shares of the Company for every 1 share of Island;</p> <p>(ii) Salfi Textile Mills Limited ("Salfi") shall be merged with and into the Company, against which 17,381,364 (Seventeen Million Three Hundred Eighty One Thousand Three Hundred and Sixty Four) shares of the Company be issued to the shareholders of Salfi based on a swap ratio of 5.2 shares of the Company for every 1 share of Salfi;</p> <p>(iii) Tata Energy Limited ("Tata Energy") shall be merged with and into the Company, against which 6,187,500 (Six Million One Hundred Eighty Seven Thousand and Five Hundred) shares of the Company be issued to the shareholders of Tata Energy based on a swap ratio of 6 shares of the Company for every 1 share of Tata Energy;</p> <p>Further resolved that fractional share entitlement of the members will be consolidated into whole shares and will be sold in the Stock Market, the sale proceeds will be donated to a registered charitable institution accordingly. It was also resolved that the Company take all requisite steps to fulfil the requirements / post-merger completion steps and procedures in terms of the Scheme along with all actions ancillary thereto</p>