

بر حمتك يا ارحم الراحمين

# JANANA DE MALUCHO TEXTILE MILLS LIMITED

SHARES DEPARTMENT

HABIBABAD, KOHAT

Date: December 27, 2021

The General Manager  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi.

**Subject: Extracts of Resolutions adopted in the Extraordinary General Meeting**

In accordance with the clause 5.6.9.(b) of the PSX Rule Book, we are pleased to enclose a certified copy of the resolution(s) passed in the Extraordinary General Meeting held on 24 December 2021.

Yours Sincerely,

  
**Abid Raza**  
Company Secretary



بر حمتك يا ارحم الراحمين  
**JANANA DE MALUCHO TEXTILE MILLS LIMITED**  
SHARES DEPARTMENT  
HABIBABAD, KOHAT

**EXTRACT OF THE RESOLUTION(S) PASSED IN THE EXTRA ORDINARY GENERAL MEETING OF JANANA DE MALUCHO TEXTILE MILLS LTD. HELD ON FRIDAY THE 24<sup>TH</sup> DECEMBER 2021 AT 11:45 A.M AT THE REGISTERED OFFICE OF THE COMPANY, HABIBABAD, KOHAT**

**Ordinary business**

1. To confirm the minutes of the Annual General Meeting held on October 23, 2021.

**"Resolved that** the minutes of the Annual General Meeting of the shareholders of the company held on October 23, 2021, be and are hereby confirmed and approved with amendments."

**Special Business**

1. To ratify and approve the transactions and underlying agreement(s) entered into with the related parties, by passing the resolution with or without modification.

**"Resolved that** the transactions and underlying agreement(s) entered into with the related parties as disclosed in the notes 6.11, 6.12 and note 42.4 of the annual audited financial statements of the Company for the year ended June 30, 2021, and also specified in the Statement of Material Information under Section 134(3), of the Companies Act, 2017 (the Act), be and are hereby ratified, approved and confirmed in all respects."

Further, with the proposal of the members and permission of the Chair, the resolution is hereby further amended and approved as below:

**"Further resolved that** the Board of Directors of the Company be and is hereby authorised to approve the transactions to be conducted with the Related Parties in the financial year to be ending on 30 June, 2022."

**"Further resolved that** the limit of Rs.12.500 million, on account of transactions among Associated Companies, which fall under normal trade transactions and certain other related transactions not falling under the purview of section 199 of the Act, be and is hereby increased to Rs.25 million, and the BOD is hereby further authorized to approve all the related party transactions falling under the purview of Section 208 of the Act subject to the terms and conditions laid down in the said section of the Act."

**"Further resolved that** the Company Secretary and Chief Executive of the company (the "Authorized Officers"), or such one or more persons as may, from time to time, be specifically designated by the Authorized Officers for the purpose, be and are, as the case may be, hereby authorized severally to complete all necessary legal and other corporate formalities with regard to this matter on behalf of the company and to do all such acts, deeds, matters and things, as may be deemed necessary and beneficial for the company in this regard.

# JANANA DE MALUCHO TEXTILE MILLS LIMITED

SHARES DEPARTMENT  
HABIBABAD, KOHAT

**Further resolved that** the Authorized Officers, be and are hereby authorised jointly or severally to take any further modifications/amendments/corrections in these Special Resolutions at a later stage if pointed out by Securities & Exchange Commission of Pakistan (SECP) and to take such other steps, to execute such other documents and make necessary corporate and other filings as may be necessary or expedient for the purpose of giving effect to the above Special Resolutions and all other matters incidental or ancillary thereto."

2. To transact any other business with the permission of the Chair.

With the permission of the Chair following resolutions have also been proposed by members and were passed unanimously:

**"AND WHEREAS**, the Chairman, apart from providing an effective leadership to the Board and ensuring that the Board plays an efficient role in fulfilling all the administrative and statutory duties, is also performing certain additional duties of the nature of pursuing and resolving certain important and pending issues with the SNGPL, KPTMA, WAPDA and Financial Institutions, it is considered in the best interest of the Company that a reasonable remuneration be paid to the chairman."

**"Resolved that** the Board of Directors (BOD) of the Company is hereby authorised to fix the remuneration of the Chairman of the Company's BOD as detailed above."

There being no other business to be transacted, the Chairman along with the members prayed to Allah Karim for the progress and prosperity of the Company subsequent to which the meeting concluded with a vote of thanks to the chair.

**Certified true copy**

It is certified that the above Resolutions were duly passed at Extra Ordinary General Meeting of the company held on 24<sup>th</sup> December, 2021.

  
**Abid Raza**  
Company Secretary

