



Through PUCARS / TCS Courier Service

February 17, 2022

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 Thursday, March 10, 2022 at 2:30 p.m. for circulation amongst the TRE Certificate Holders of the Exchange.

The aforementioned Notice would be published on Friday, February 18, 2022 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 EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the Extraordinary General Meeting (**EGM**) of the shareholders of Reliance Weaving Mills Limited ("the **Company**") will be held on Thursday, March 10, 2022 at 2:30 p.m. at the Registered Office of the Company at 2nd Floor, Trust Plaza, LMQ Road, Multan, to transact the following business:

ORDINARY BUSINESS:

1. To confirm the Minutes of the 31st Annual General Meeting of the Company held on October 28, 2021.

SPECIAL BUSINESS:

2. To adopt and confirm matters relating to continuing support to Fatima Energy Limited pursuant to the Sponsor Support Agreement and to pass the following Special Resolution(s), with or without modification(s):

"RESOLVED THAT pursuant to Special Resolutions passed by the shareholders of the Company to (a) invest in Fatima Energy Limited ("the **FEL**") as long term loan/advance aggregating to an amount up to PKR 5,000 Million (**Approved Limit**) out of which an aggregate amount of PKR 763.779 Million has been invested (the **"Utilized Limit"**); and (b) Execute Sponsors Support Arrangement and other Agreements thereto with respective lenders of FEL, other Sponsors and FEL, for the purposes of continuing Project Support to FEL, the Company be, is and remain authorized, to continue as one of the Sponsor of FEL, to invest the balance amount of up to PKR 4,236.221 Million from the approved limits pursuant to the terms of the Company's Agreements, by way of a subordinated loan in lump sum or in parts, at a mark-up chargeable at the rate the higher of (a) KIBOR + 2.50%; or (b) a rate not less than the borrowing cost of the Company, in such case and manner as provided in the Company's Agreements and Authorized Instruments.

RESOLVED FURTHER THAT upon conversion of loan/advance of up to PKR 5,000 Million into Preference Shares of FEL, such equity investment (a quasi-equity) post conversion is also approved to the same extent, provided that the total investment by way of loan/advance and Preference shares shall not exceed PKR 5,000 Million. The investment (directly through cash and/or by way of convertible loan/advance as approved above) shall be done directly against the rights offer from FEL and/or by subscribing to any un-subscribed portion of rights offered to the Company, in a manner as approved by the Board of Directors in the best interest of the Company.

RESOLVED FURTHER THAT the terms and conditions attached to Preference Shares as stipulated in statement of material facts are also approved.

RESOLVED FURTHER THAT any Director/Chief Executive Officer and/or the Chief Financial Officer and/or the Company Secretary (the **"Authorized Persons"**) be and are hereby singly empowered and authorized to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions.



RESOLVED FURTHER THAT each of the aforesaid resolutions shall remain valid and in full force and effect until the Company's obligations are discharged under Company's Agreements or until it is revoked or amended by another resolution."

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

Statement under Section 134(3) of the Companies Act, 2017 to the aforesaid special business is annexed to this notice of meeting circulated to the shareholders of the Company.

BY ORDER OF THE BOARD

Place: Multan

Dated: February 17, 2022


Aftab Ahmed Qaiser
Company Secretary

NOTES:

1. The Share Transfer Books of the Company will remain closed from March 04, 2022 to March 10, 2022 (both days inclusive). Transfers received in order at the Company's Shares Registrar, M/s. CDC Share Registrar Services Limited, 99-B, Block-B, Main S.M.C.H.S., Shahra-e-Faisal, Karachi, by the close of business on March 03, 2022 will be considered in time for the aforesaid purpose. Any change in address should be immediately notified to the Shares Registrar and/or the Company by the shareholders.
2. A member eligible to attend, speak and vote at this meeting may appoint another member as his/her proxy. CDC shareholders shall attach an attested copy of his/her Computerized National Identity Card (CNIC) / Passport, Account & Participant's ID number to prove identity. Proxies, in order to be effective, must reach at the Company's Registered Office not later than 48 hours before the time for holding the meeting and must be duly stamped, signed and witnessed. Representatives of corporate members must bring the board resolution and/or power of attorney and specimen signature of nominee.
3. The corporate shareholders having CDC accounts are required to have their National Tax Numbers (NTNs) updated with their respective participants, whereas corporate physical shareholders should send a copy of their NTN certificate to the Company or its Shares Registrar.
4. For any query/information, the shareholders may contact with the Company Secretary and/or the Shares Registrar of the Company.



5. Consent for Video Conference Facility:

Pursuant to the provisions of the Companies Act, 2017, the shareholders residing in a city and 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 Company at least seven (7) days prior to the date of the meeting as per the following format:

I/We, _____ of _____ being a member of Reliance Weaving Mills Limited, holder of _____ Ordinary share(s) as per Registered Folio Number / CDC Account Number _____ hereby opt for video conference facility at [name of city] in respect of the Extraordinary General Meeting of the Company.

6. Shareholders can exercise their right to demand a poll subject to meeting the requirements of Section 143-145 of the Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations, 2018.
7. The Company has also made arrangements to ensure that all participants, including shareholders, can now participate in the EGM proceedings via video link. For this, members are required to email their Name, Folio Number, Cell Number and Number of shares held in their name with subject "Registration for Reliance Weaving Mills Limited [Extraordinary General Meeting]" along with valid copy of their Computerized National Identity Card (CNIC) at kamran.ahmad@fatima-group.com. Video link and login credentials will be shared with only those members whose emails, containing all the required particulars, are received at least 48 hours before the time of EGM. Shareholders can also provide their comments and questions for the agenda items of the EGM at the above email address.