

Zahur Cotton Mills Ltd

55 C/1, Gulberg-III, Lahore. Pakistan

05 October 2022

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

Subject: **Disclosure of Material Information- Zahur Cotton Mills Limited (the "Company" or "ZHCM")**

Dear Sirs,

Under Section 96 and 131 of the Securities Act, 2015 (the "Act") and Clause 5.6.1(a) of the Rule Book of Pakistan Stock Exchange Limited ("PSX"), it is informed that the Board of Directors held a meeting on 05 October, 2022 and following was discussed and approved:

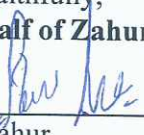
The Directors discussed the business revival plan along with a formal letter of Intent received from Itanz Technologies (Pvt.) Limited (Itanz) where in a business acquisition will be made through Share Swap/a scheme of arrangement under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017 ("the Act"). The proposed scheme will be subject to obtaining all necessary shareholders', creditors' and regulatory approvals and the sanction of the Scheme by the Honourable Lahore High Court, Lahore along with fulfilment of related legal formalities, in terms of which inter alia.

Considering the business redemption of the Company on fast track basis, the Board advised management of the Company, to file a request letter to Securities and Commission of Pakistan ("SECP") under the relevant proviso of the Act, to withdrawal the show-cause winding up notice issued under section 305 to 309 of the Act.

Resultantly, the Company's on going due diligence by Itanz will be handled smoothly.

You may please inform the TREC holders accordingly.

Yours faithfully,
On behalf of Zahur Cotton Mills Limited


Javed Zahur
Chief Executive Officer



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

September 30, 2022

Mr. Javed Zahur
Chief Executive Officer
Zahur Cotton Mills Limited
55 C/1, Gulberg-III, Lahore

Subject: Letter of Intent – Proposed Acquisition of Zahur Cotton Mills Limited (ZHCM) more than 50% shareholding through a Scheme of Arrangement to be approved by the honorable Lahore High, Lahore Inshallah, subject to all the necessary corporate and legal formalities inter alia:

Dear Sir,

We are writing to provide a letter of intent, from and on behalf of Itanz Technology (Pvt.) Limited (Itanz) in respect of proposed acquisition of more than 50% shareholding of ZHCM through share swap. The proposed acquisition will be established through a scheme of arrangement u/s 279 to 283 and 285 of the Companies Act, 2017; and onwards approval of Lahore High Court Inshallah, subject to the all necessary corporate and legal formalities.

Moreover, we appreciate the time and energy you and your team have afforded us in discussing this opportunity and the information that has been provided thus far.

As we continue to spend time evaluating ZHCM, we believe that we will bring unique value and capabilities to the ZHCM, accelerating the development and growth of ZHCM under our domain and information technology business.

Yours Truly,
On behalf of Itanz Technology Private Limited


ITANZ
Itanz Technology (Pvt) Limited.
Office No. 501-502, 5th Floor, Flyez Centre.
3-A, S.M.C.H.S., Karachi-74400, Pakistan

Syed Asim Zaffar
Chief Executive Officer

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