



# Redco Textiles Limited

Dated: January 17, 2023

Ref: RTL/PSX/EOGM23/1

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

Dear Sir,

Subject: **NEWSPAPER NOTICE OF EOGM FOR ELECTION OF DIRECTORS**

Enclosed please find a copy of the notice of Extraordinary General Meeting prior to publication under PSX Regulation 5.6.9 (b) scheduled to be held on **Friday, February 10, 2023**.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Thanking you in advance.

For and on behalf of;  
**Redco Textiles Limited**

**MUHAMMAD KASHIF**  
Company Secretary



Encl: As above



# Redco Textiles Limited

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an **Extraordinary General Meeting** of Redco Textiles Limited will be held on **Friday, 10<sup>th</sup> February 2023 at 10:00 A.M.**, at the registered office of the company at Redco Arcade, 78-E, Blue Area, Islamabad. The following business will be transacted in the meeting:

### Ordinary Business:


1. To confirm the minutes of the last Annual General Meeting.
2. To elect seven directors of the Company as fixed by the Board in accordance with the Section 159 of the Companies Act, 2017 for a term of three years commencing from **Friday, 10<sup>th</sup> February 2023**. The following are retiring Directors who are eligible for re-appointment:

Mrs. Sarah Saif Khan	Member and Chief Executive
Mr. Khalid Rehman Khan	Member and Director
Mr. Ahsan Ur Rehman Khan	Member and Director
Mrs. Munizah Saif Khan	Member and Director
Mr. Junaid Khan	Member and Director
Ms. Ayesha Saif Khan	Member and Director
Mr. Irfan Ahmed Siddiqi	Member and Director

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

Islamabad  
January 18, 2023

By order of the Board  
Muhammad Kashif  
(Company Secretary)

  
Company Secretary  
Redco Textiles Ltd.

### Notes:

- i) The Share Transfer Books of the Company shall remain close from **February 04, 2023 to February 10, 2023** (both days inclusive).
- ii) Pursuant to the instructions of Securities and Exchange Commission of Pakistan (SECP) vide its Circular No. 4 of 2021 dated February 15, 2021 facility of online meeting through Zoom Platform is also available for shareholders to attend/participate in Extraordinary General Meeting to avoid public gathering in order to protect the health of valued shareholders and their well-being. To attend the Extraordinary General Meeting through video link, members and proxies are requested to register their particulars such as **Name, CNIC Number, Folio/CDC Account Number, Cell Number and E-mail Address** by sending an e-mail at [kashif.muhammad135@gmail.com](mailto:kashif.muhammad135@gmail.com) at earliest but not later than 48 hours before the Meeting time with legible copy of valid CNIC/Passport. The video link and login credentials will be shared with the shareholders whose e-mails containing all the requested particulars are received in time as mentioned above.
- iii) A member who seeks to contest the election for the office of director must hold in his/her own right unencumbered shares of the Company and shall file the following with the Company at its registered office, not later than **January 27, 2023** (14 days before date of extraordinary general meeting):
  - a. A notice of his/her intention to offer himself/herself for election as a Director under Section 159(3) of the Companies Act, 2017. He/she should also confirm that:
    - He/she is not ineligible to become a director of the listed companies under any applicable laws and regulations (including Pakistan Stock Exchange Regulations).
    - He/she is not serving as a director in more than seven listed companies simultaneously. He/she is aware of his/her duties and powers under relevant laws, Memorandum & Articles of Association



# Redco Textiles Limited

of Company, Listing Regulations of Pakistan Stock Exchange and Listed Companies (Code of Corporate Governance) Regulations, 2019 to be elected as director/independent director of the Company.

- Neither he/she nor his/her spouse is engaged in the business of brokerage or is a sponsor, director or officer of a corporate brokerage house.
- b. Consent to act as a Director in Form-28 under Section 167 of the Companies Act, 2017.
- c. A detailed profile for placement on the Company's website.
- iv) Pursuant to Companies (Postal Ballot) Regulations, 2018 for the purpose of election of Directors; subject to the requirements of Section 143 and 144 of the Companies Act, 2017 members will be allowed to exercise their right of vote through postal ballot i.e. voting by post or through any electronic mode; in accordance with the requirements and procedure contained in the aforesaid Regulations.
- v) A member eligible to attend and vote at this Extraordinary General Meeting is entitled to appoint another member as his/her proxy to attend and vote on his /her behalf.

**a. For Attending the Meeting:**

In case of Individuals, the CDC account holder or sub-account holder shall authenticate his / her identity by showing his **Original Computerized National Identity Card (CNIC) or original Passport, Accounts and Participants ID number** at the time of attending the meeting. In case of corporate entity, the **Original or duly authenticated** 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:**

A member entitles to attend and vote at the meeting may appoint any other member as his/her proxy to attend and vote. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be furnished with the proxy form. The Proxy shall produce his /her original CNIC or original passport at the time of the meeting. In case of corporate entity, the **Original or duly authenticated** Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced along with proxy form to the Company.

In order to be effective and valid, Proxy form must be received at the registered office of the company at Redco Arcade, 78-E, Blue Area, Islamabad **not later than 48 hours** before the time fixed for holding the Meeting.

**Statement under Section 166 (3) of the Companies Act, 2017**

The term of office of the present Directors of the Company will expire on February 11, 2023. In terms of Section 159 (1) of the Companies Act, 2017 the Directors of the Company have fixed the number of directors being seven to be elected in the Extraordinary General Meeting for a period of three years.

According to Section 166 (3) of the Companies Act, 2017 independent directors will be elected through the process of election of directors in terms of Section 159 of the Companies Act, 2017. Independent directors shall meet the criteria under section 166 (2) of the said Act. The following additional documents are to be submitted by the candidates intending to contest election of directors as independent directors:

- Declaration by the independent directors under clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019;
- Undertaking that he/she meets the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

The final list of contesting directors will be circulated not later than seven days before the date of the Extraordinary General Meeting in terms of Section 159(4). Further, the website of the Company will also be updated with the required information.

Company Secretary  
Redco Textiles Ltd.