



# KOHINOOR TEXTILE MILLS LIMITED

Registered Office : 42-LAWRENCE ROAD, LAHORE PAKISTAN. PHONE: 042-36302261-62 FAX : 92-42-36368721

Through PUCARS/Courier  
KTML/SECP/PSX/CDC/17/73

March 03, 2023

**The Executive Director/HOD,**  
Offsite-II Department,  
Supervision Division,  
Securities & Exchange Commission of Pakistan,  
63, NIC Building, Jinnah Avenue, Blue Area,  
Islamabad.

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

**The Head of Operations & CSS,**  
Central Depository Co. of Pakistan Ltd,  
CDC House, 99-B, Block-B, S.M.C.H.S.,  
Main Shahra-e-Faisal, **Karachi.**

**The Joint Registrar,**  
Company Registration Office,  
Securities and Exchange Commission of Pakistan,  
3<sup>rd</sup> & 4<sup>th</sup> Floors, Associated House,  
7-Egerton Road,  
**Lahore**

**APPROVAL OF SHAREHOLDERS FOR BUY-BACK OF SHARES  
THROUGH SPECIAL RESOLUTION IN THE EXTRAORDINARY GENERAL MEETING**

Dear Sir,

This is to inform you that the shareholders of Kohinoor Textile Mills Limited (the "Company") by way of Special Resolution have accorded approval to the Company to purchase/buy-back of its own shares through Pakistan Stock Exchange Limited upto a maximum of **30 million constituting 10.023%** of the issued ordinary shares of the face value of Rs. 10/- (Rupees Ten) each at the spot / current share price prevailing during the purchase period in cash and out of distributable profits of the Company for cancellation purpose under Section 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019.



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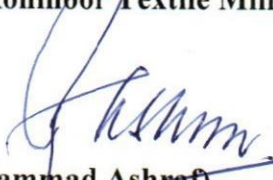
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Pursuant to requirement of the applicable statutes, we are pleased to enclose herewith certified true copy of the Special Resolution duly adopted by the Shareholders in the Extraordinary General Meeting of the Company held **today, March 03, 2023 at 11:30 AM** at 42-Lawrence Road, Lahore, the Registered Office of the Company, for your reference and record.

Yours faithfully,

**For Kohinoor Textile Mills Limited**

  
(Muhammad Ashraf)  
Company Secretary



Encl: As Above





# KOHINOOR TEXTILE MILLS LIMITED

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**ABSTRACT OF SPECIAL RESOLUTION ADOPTED IN THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY HELD ON FRIDAY, MARCH, 03, 2023 AT 11:30 AM AT 42-LAWRENCE ROAD, LAHORE, THE REGISTERED OFFICE OF THE COMPANY.**

## SPECIAL RESOLUTION

**“Resolved that**, subject to compliance with the provisions of all applicable laws, regulations and permission required, if any, the approval of the members of Kohinoor Textile Mills Limited (the “Company”) be and is hereby accorded under Section 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019, to purchase/buy-back upto a maximum of **30 million constituting 10.023%** of the issued ordinary shares of the face value of Rs. 10/- (Rupees Ten) each of the Company at the spot / current share price prevailing during the purchase period.

**Resolved further** that the ordinary shares purchased pursuant to this special resolution be and are hereby cancelled and issued and paid-up share capital shall accordingly be reduced by the aggregate face value of the cancelled shares.

**Resolved further** that the purchase / buy-back by the Company of its issued ordinary shares shall be made through Securities Exchange (Pakistan Stock Exchange Limited) by utilizing the distributable profits of the Company and the purchase period shall be for **180 days** commencing from **March 13, 2023** and ending on **August 29, 2023** (both days inclusive) or if the purchase / buy-back by the Company of its issued ordinary shares is completed before **August 29, 2023**, the purchase period shall end on that date.

**Resolved further** that the Company Secretary (hereinafter the ‘Authorized Person’) be and is hereby authorized and empowered to take all such necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of giving effect to this special resolution and for the purpose of implementing, procuring, cancellation of shares and completing the purchase/buy-back by the Company of its issued ordinary shares.

**Resolved further** that the Authorized Person be and is hereby further authorized and empowered to take or cause to be taken all actions including but not limited to obtaining any requisite regulatory permissions, if required, preparation of requisite documents, engaging legal counsel, consultants and auditors for the purposes of the purchase/buy-back of shares, filing of all the requisite statutory forms, returns and all other documents as may be required to be filed with the regulator(s), submitting all such documents as may be required, executing all such documents or instruments including any amendments or substitutions to any of the foregoing as may be required or necessary in respect of implementing, procuring, cancellation of shares and completing the purchase/buy-back by the Company of its issued ordinary shares and all other matters incidental or ancillary thereto.

**Resolved further** that all acts, deeds and actions taken by the Authorized Person pursuant to this special resolution of the shareholders for and on behalf of and in the name of the Company shall be binding acts, deeds and things done by the Company.

**Resolved further** that the aforesaid special resolution shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the Securities and Exchange Commission of Pakistan and Pakistan Stock Exchange Limited which suggestion, direction and advice shall be deemed to be part of this special resolution.”

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**Certified True Copy  
For Kohinoor Textile Mills Limited**

  
**Secretary**