

CRESCENT COTTON MILLS LIMITED



NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT an Extra-Ordinary General Meeting of the shareholders of **CRESCENT COTTON MILLS LIMITED** will be held at the Registered Office of the Company on Monday the May 15, 2023 at 09:30 a.m. to transact the following business:-

1. To elect seven Directors of the Company, as fixed by the Board for a period of three years commencing from May 18, 2023 in accordance with the provisions of the Companies Act, 2017 in place of retiring Directors namely:

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|-----------------------------|------------------------------|
| 1. Mr. Abid Mahmood | 2. Mr. Adnan Amjad |
| 3. Mr. Naveed Gulzar | 4. Mr. Salman Rafi |
| 5. Mr. Shahid Arshad | 6. Mrs. Shameen Azfar |
| 7. Mr. Taimur Amjad | |

All retiring Directors shall be eligible to offer themselves for re-election.

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

REGISTERED OFFICE:

Crescent Cotton Mills Limited
Nishatabad, Faisalabad
Phone No. 041-8750363-4,
Dated: April 18, 2023

On Behalf Of The Board
(Sami Ullah Ch.)
Company Secretary

Note:

1) Any person who seeks to contest election to the office of Director shall file with the Company, not later than fourteen days before the date of the Meeting a notice of his/her intention to offer himself/herself for the election of a director in terms of section 159(3) of the Companies Act, 2017 together with:-

- a. Consent to act as Director on Form 28
- b. Detail Profile alongwith his/her Office address as required under SRO 634/2014 dated July 10, 2014 for placement on Company's website.
- c. A declaration in the prescribed form under clause (ii) of the Code of Corporate Governance to the effect that he/she is aware of the duties and powers of directors under the Companies Act, 2017; the Memorandum and Articles of Association of the Company and the listing regulations to the Stock Exchanges in Pakistan and has read the provisions contained therein.
- d. A declaration in terms of clause (iii) and (iv) of the Code of Corporate Governance to the effect that:-
 - i. He/She is not serving as a director of more than seven other listed companies.
 - ii. His/Her name is borne in the register of national tax payers (except where he/she is a no-resident)
 - iii. He/She has not been convicted by a court of competent jurisdiction as defaulter in payment of any loan to a banking company, a development financial institution or a non-banking financial institution.
 - iv. He/She and his/her spouse are not engaged in the business of stock brokerage.

2) Independent Director (s) will be elected through the process of election of director in terms of section 159 of the Act and they shall meet the criteria laid down in Section 166 of the Act, and the Companies (Manner and Selection of Independent Directors) Regulations 2018, accordingly the following additional documents are to be submitted by the candidates intending to contest election of directors as an independent director:

- a. Declaration by Independent Director(s) under Clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulation 2019;
- b. Undertaking on non-judicial stamp paper that he/she meets the requirements of sub-regulation (1) of Regulation 4 of the Companies (Manner and Selection of Independent Directors) Regulations, 2018

3) A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested must be deposited at the registered office of the Company at least 48 hours before the time of the meeting.

4) Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are advised to bring their original computerized National Identity Card along with CDC Participant ID and account number or, in the case of proxy, an attested copy of the member's National Identify Card as per the guidelines laid down in SECP Circular 1 dated January 26, 2000, to the meeting.

5) The Members' Register will remain closed from May 05, 2023 to May 15, 2023 (both days inclusive). Transfers received at the Registered Office of the Company by the close of business on May 04, 2023 will be considered in time to be eligible for attending and voting at the meeting.

6) Members are advised to notify the Registrar of any change in their addresses