

CCML/CS/PSX/ 48  
October 05, 2023

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


Dear Sir,

**Re: Notice of Annual General Meeting.**

Enclosed please find herewith a copy of Notice for the Annual General Meeting of Crescent Cotton Mills Limited to be held on October 28, 2023 for your record and necessary action.

Thanking you,

Yours faithfully,  
**for Crescent Cotton Mills Limited**



**(Sami Ullah Ch.)**  
**Company Secretary**  
Encl: a/a.

# CRESCENT COTTON MILLS LIMITED

## NOTICE OF ANNUAL GENERAL MEETING



Notice is hereby given that the 65th Annual General Meeting of the shareholders of the Company will be held on Saturday the 28th October, 2023 at 9.30 a.m. at Registered Office of the Company New Lahore Road, Nishatabad, Faisalabad to transact the following business:

1. To receive, consider and adopt the Chairman's Review Report, the Reports of Directors and Auditors together with Annual Audited Financial Statements for the year ended 30 June 2023.
2. To appoint Company's external auditors and to fix their remuneration.

### Special Business:

3. To approve, as and by way of an Ordinary resolution, transmission of the annual balance sheet, profit & loss account, auditors report, directors report etc., (the "Audited Annual Financial Statements") to the Company's shareholders through QR enabled code and weblink as allowed by the Securities and Exchange Commission of Pakistan via SRO No. 389(I)/2023 dated March 21, 2023:

**Resolved That** approval of the shareholders of Crescent Cotton Mills Limited (the "Company") be and is hereby accorded and the Company be and is hereby authorized to circulate the Annual Audited Financial Statements of the Company together with the reports and documents required to be annexed thereto under the applicable law through QR enabled code and weblink instead of circulation through CD/DVD/USB.

**Resolved Further That** the Chief Executive Officer and / or Company Secretary of the Company be and are hereby singly empowered and authorized to do all acts, deeds and things, take or cause to be taken all necessary action for the proposes of implementing this resolution."

4. To approve as and by way of an Ordinary resolution, the report regarding transactions with related party for the year ended June 30, 2023 as required under section 208 of the Companies Act 2017.

**Resolved That** related party transactions for the year ended June 30, 2023 as presented to the shareholders be and are hereby approved.

(RUPEES IN "000")

Crescot Mills Limited (Raw Materials)

167,718

Crescot Mills Limited (Expenses paid)

6

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

### REGISTERED OFFICE:

Crescent Cotton Mills Limited  
New Lahore Road, Nishatabad,  
Faisalabad: Phone No. 041-8752111-13  
Dated: September 30, 2023

*On Behalf Of The Board*

**(Sami Ullah Ch.)**  
**Company Secretary**

### NOTES:

1. The Share Transfer Books of the Company will remain closed from October 21, 2023 to October 28, 2023 (both days inclusive). Transfers received at the Share registrar office Vision Consulting Limited, 3-C, LDA Flats, Lawrence Road, Lahore at the close of business on October 20, 2023 will be treated in time for the purpose of entitlement to attend the Annual General Meeting.
2. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote instead of him/her. A Proxy must be a member of the Company
3. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested copy of the power of attorney 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 (CDC) will further have to follow the under mentioned guidelines as laid down in Circular No.1 dated January 26, 2000 of the Securities and Exchange Commission of Pakistan:
  - a. **For attending the meeting:**
    - i). In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account; and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original National Identity Card (NIC) or original passport at the time of attending the meeting. The shareholders registered on CDC are also requested to bring their Participants I.D. numbers and account numbers in CDC.
    - ii) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting.
  - b. **For appointing proxies**
    - i). In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account; and their registration details are uploaded as per the Regulations, shall submit the proxy form as per the above requirement.
    - ii). The proxy form shall be witnessed by two persons whose names and NIC Nos. shall be mentioned on the form.
    - iii). Attested Copies of NIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.



- iv). The proxy shall produce his original NIC or original passport at the time of the meeting.
  - v). In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be submitted (unless it has been provided earlier) alongwith proxy form to the Company.
5. **CNIC/IBAN for E-Dividend Payment**  
The provisions of Section 242 of the Companies Act, 2017 require the listed companies that any dividend payable in cash shall only be paid through electronic mode directly into the bank account of designated by the entitled shareholders. Accordingly, the shareholders holding physical shares are requested to provide the Company's Share Registrar at the address given herein above, electronic dividend mandate on E-Dividend Form provided in the annual report and also available on website of the Company. In the case of shares held in CDC, the same information should be provided to the CDS participants for updating and forwarding to the Company. In case of non-submission, all future dividend payments may be withheld.
6. **Circulations of Annual Reports through CD/DVD/USB/ Email:**  
Pursuant to the Securities and Exchange Commission of Pakistan's notification S.R.O 470(I)/2016 dated 31 May, 2016, the shareholders of Crescent Cotton Mills Limited had accorded their consent for transmission of annual reports including annual audited accounts, notices of annual general meetings and other information contained therein of the Company through CD or DVD or USB instead of transmitting the same in hard copies. The shareholders who wish to receive hard copy of the aforesaid documents may send to the Company Secretary / Share Registrar, the Standard Request Form provided in the annual report and also available on the website of the Company and the Company will supply hard copies of the aforesaid document to the shareholders on demand, free of cost, within one week of such demand. The shareholders who intends to receive the annual report including the notice of meeting through e-mail are requested to provide their written consent on the Standard Request Form provided in the annual report and also available on the Company's website: [www.crescentcotton.com](http://www.crescentcotton.com)
7. The members can attend the AGM via video link using smart phones / tablets. To attend the meeting through video link, members and their proxies are requested to register themselves by providing the following information alongwith valid copy of Computerized National Identity Card (both sides)/passport, attested copy of board resolution / power of attorney (in case of corporate shareholders) through email at [cfo@crescentcotton.com](mailto:cfo@crescentcotton.com) by October 25, 2023
8. **Placement of Financial Statements** The Company has placed a copy of the Notice of AGM, Annual Separate and Consolidated Financial Statements for the year ended June 30, 2023 along with Auditors and Directors Reports thereon and Chairman's Review on the website of the Company.

#### **STATEMENT UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017.**

This statement sets out the material facts pertaining to the special business to be transacted at the Annual General Meeting of the Company to be held on October 28, 2023.

**Item Number 3 of the Notice** - Circulation of annual audited financial statements to the members through QR enabled code and weblink:

The Securities and Exchange Commission of Pakistan ("SECP") vide SRO 389(I)/2013 dated March 21, 2023 has allowed the listed companies to circulate the Annual Audited Financial Statements including Annual Balance Sheet and Profit and Loss Account, Auditor's Report and Directors Report, etc. ("annual audited financial statements") to its members through QR enabled code and weblink instead of circulation through CD/DVD/USB. This will enable the company to use of technological advancements and cost saving. The company shall circulate the annual audited financial statements through email in case email address has been provided by the member to the company and the consent of member to receive the copies through email is not required. The company shall send the complete financial statements with relevant documents in hard copy to the shareholders, at their registered addresses, free of cost, within one week, if a request has been made by the member on the standard request form available on the website of the company.

**Item Number 4 of the Notice** - Ratification and approval of the related party transactions carried out during the year ended June 30, 2023:

Transactions conducted with all related parties have to be approved by the Board of Directors duly recommended by the Audit Committee on quarterly basis pursuant to clause 15 of the listed Companies (Code of Corporate Governance) Regulations, 2019.

However, during the year since Company's Directors were interested in certain transactions due to their common directorships in the associated companies. Such transactions should be placed before the shareholders in AGM for their formal approval ratification. Accordingly, these transactions are being placed before the AGM for the formal approval ratification by shareholders. All transactions with related parties to be ratified have been disclosed in the Note 37 to the financial statement for the year ended June 30, 2023. Party-wise details of such related party transactions are given below:

	<b>(RUPEES IN "000")</b>
Crescot Mills Limited (Raw Materials purchased)	167,718
Crescot Mills Limited (Expenses paid)	6



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Crescot Mills Limited (Raw Materials Purchased)

167,718

Crescot Mills Limited ((Edpnases paid)

6

5. To transact any other business with the permission fo the chair.

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

Dated: October 06, 2023

# کریسٹن کاٹن ملز لمیٹڈ



## اطلاع برائے سالانہ اجلاس عام

بذریعہ ہذا مطلع کیا جاتا ہے کہ کریسٹن کاٹن ملز لمیٹڈ کے شیئر ہولڈرز کا 65واں سالانہ اجلاس عام بروز ہفتہ مورخہ 28 اکتوبر 2023ء کو صبح 9:30 بجے کمپنی کے رجسٹرڈ دفتر واقع نیولاہور روڈ نشاط آباد فیصل آباد میں مندرجہ ذیل امور کی انجام دہی کے لیے منعقد ہوگا۔

- 1۔ چیئرمین کی جائزہ رپورٹ، ڈائریکٹرز اور آڈیٹرز کی رپورٹوں سمیت کمپنی کے 30 جون 2023ء کو ختم شدہ سال کے حسابات کے سالانہ گوشواروں کی وصولی، ان پر غور و خوض اور انہیں اختیار کرنے کے لیے۔
- 2۔ آئندہ سال کے لیے بیرونی آڈیٹرز کا تقرر اور ان کے صلہ خدمت کا تعین کے لیے۔

## خصوصی کارروائی:

- 3۔ منظوری دینا، جیسا کہ ایک عام قرارداد کے ذریعے طے پایا تھا کہ سالانہ بیلنس شیٹ اور نفع و نقصان کے اکاؤنٹ، آڈیٹر کی رپورٹ اور ڈائریکٹرز کی رپورٹ وغیرہ ("سالانہ آڈٹ شدہ مالیاتی بیانات") کی QR فعال کوڈ اور ویب لنک کے ذریعے کمپنی ممبران کو اشاعت کی جائے جس کی اجازت سیکورٹیز اینڈ ایکسچینج کمیشن آف پاکستان کے SRO نمبر 389 (I)/2023 مورخہ 21 مارچ 2023ء کے ذریعے دی گئی ہے۔

قرارداد پیش کی گئی کہ کریسٹن کاٹن ملز لمیٹڈ ("کمپنی") کے شیئر ہولڈرز کی منظوری اسی طرح دی جائے گی اور کمپنی کو اس کے ساتھ کمپنی کے سالانہ آڈٹ شدہ مالیاتی گوشواروں کے ساتھ منسلک کرنے کے لیے درکار رپورٹس اور دستاویزات کو قابل اطلاق قانون کے تحت CD/DVD/USB کے ذریعے گردش کرنے کی بجائے QR فعال کوڈ اور ویب لنک کے ذریعے گردش کرنے کا اختیار دیا گیا ہے۔ مزید یہ قرارداد پیش کی گئی کہ کمپنی کے چیف ایگزیکٹو آفیسر اور / یا کمپنی سیکرٹری انفرادی طور پر اس قرارداد کو نافذ کرنے کے لیے تمام کارروائیاں، اعمال اور امور کرنے، ضروری کارروائی کرنے یا کارروائی کے لیے قائل کرنے کے لیے با اختیار اور مجاز ہیں۔

- 4۔ ایک عام قرارداد کے طور پر، کمپنیز ایکٹ 2017 کے سیکشن 208 کے تحت 30 جون 2023 کو ختم ہونے والے سال کے لیے متعلقہ فریق کے ساتھ لین دین سے متعلق رپورٹ اس کے ذریعے منظور کرنے کے لیے۔

قرارداد پیش کی گئی کہ 30 جون 2023 کو ختم ہونے والے سال کے لیے متعلقہ فریق کے لین دین جیسا کہ شیئر ہولڈرز کو پیش کیا گیا ہے اور اس کی منظوری دی گئی ہے۔

(ہزار روپوں میں)

167,718

6

کریسکوٹ ملز لمیٹڈ (خام مال کی خرید)

کریسکوٹ ملز لمیٹڈ (اخراجات کی ادائیگی)

- 5۔ چیئرمین کی اجازت سے کوئی دیگر کارروائی کرنا۔

بحکم بورڈ

سمیع اللہ چوہدری  
کمپنی سیکرٹری

مورخہ 06 اکتوبر 2023ء