



SAIF GROUP

# SAIF TEXTILE MILLS LIMITED

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Web: www.saifgroup.com



A- / A2 Rated Company

REF # STML/PSX/11/2023

NOVEMBER 16, 2023

## The General Manager

Pakistan Stock Exchange Limited

Stock Exchange Building,

Stock Exchange Road,

Karachi.

**SUBJECT: PUBLICATION OF POSTAL BALLOT PAPER**

Dear Sir,

This is in continuation of the Notice of an Extraordinary General Meeting of Saif Textile Mills Limited (the Company), to be held on **November 24, 2023**, published in the newspapers on November 03, 2023. Please find enclosed a copy of the postal ballot paper, as required under Regulation No. 8 of the Companies (Postal Ballot) Regulations, 2018, to be published on November 17, 2023.

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

Yours Sincerely,

*for and on behalf of*

**SAIF TEXTILE MILLS LIMITED**

**Sajjad Hussain**  
Company Secretary



### MILLS:

Phase III, Industrial Estate Gadoon

Amazai, Swabi, KPK.

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### PESHAWAR:

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### KARACHI:

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## SAIF TEXTILE MILLS LIMITED BALLOT PAPER FOR VOTING THROUGH POST

For the Special business at an Extraordinary General Meeting to be held on **Friday, November 24, 2023 at 11:00 a.m.** at its registered office, **APTMA House, Tehkal Payan, Jamrud Road, Peshawar**, as well as through electronic means.

Designated email address of the Chairman at which the duly filled in ballot paper may be sent:

[ca.stml@saifgroup.com](mailto:ca.stml@saifgroup.com)

Name of shareholder/joint shareholders	
Registered Address	
Folio /CDC Participant / Investor ID with sub-account No.	
Number of shares held	
CNIC / Passport No. (in case of foreigner) (copy to be attached)	
<b>Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)</b>	
Name of Authorized Signatory	
CNIC / Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolutions by placing tick (✓) mark in the appropriate box below:

S. No.	Agenda / Description of Resolutions	I/we assent to the Resolution(s) (For)	I/we dissent to the Resolution(s) (AGAINST)
1.	<p><b>Agenda item no. 2</b></p> <p>To increase the Authorized Capital of the Company and to make consequent amendments in the Memorandum and Articles of Association of the Company by passing the following special resolutions: -</p> <p><b>“RESOLVED THAT</b> pursuant to Section 85 and all other applicable provisions of the Companies Act, 2017, the Authorized Capital of the Company be and is hereby increased from Rs. 300,000,000 divided into 30,000,000 ordinary shares of Rs. 10 each to Rs. 900,000,000 divided into 90,000,000 ordinary shares of Rs. 10 each by creation of 60,000,000 additional ordinary shares of Rs. 10/- each of the Company and for that purpose Clause V of the Memorandum of Association and Article 7 of the Articles of Association of the Company be and are hereby accordingly amended to read as under:</p> <p><b><u>Clause V of the Memorandum of Association:</u></b> The Capital of the Company is Rs.900,000,000/- (Rupees nine hundred million only) divided into 90,000,000/- ordinary shares of Rs. 10/- each with the power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes.</p> <p><b><u>Article 7 of the Articles of Association:</u></b> The Capital of the Company is Rs.900,000,000/- (Rupees nine hundred million only) divided into 90,000,000/- ordinary shares of Rs. 10/- each.</p>		

	<p><b>FURTHER RESOLVED THAT</b> the additional shares when issued shall carry equal voting rights and rank pari passu with the existing ordinary shares in all respects/matters in conformity with the provisions of the Companies Act, 2017.</p> <p><b>FURTHER RESOLVED THAT</b> the Company Secretary and/or the Chief Financial Officer of the Company be and are hereby singly authorized to do all acts, deeds and things, take all necessary steps and decisions to obtain all approvals required, if any, and to sign, execute, deliver, and file all requisite documents to the relevant authorities in this regard.”</p>		
2.	<p><b>Agenda item no. 3</b></p> <p>To increase the Paid-up Capital of the Company through the issuance of shares by way of otherwise than right shares by passing the following special resolutions: -</p> <p><b>RESOLVED THAT</b> subject to compliance with all applicable laws and the requisite regulatory approvals, including the approvals of the Securities and Exchange Commission of Pakistan (“SECP”), Saif Textile Mills Limited (the "Company") be and is hereby authorized to increase the paid-up capital of the Company from Rs. 264,128,800/- to Rs. 864,128,800/- through the issuance of an additional 60,000,000 ordinary shares of the face value of Rs. 10 each, by way of otherwise than right shares at a price of Rs. 10 each to Saif Holdings Limited, an associated company, against their outstanding loans to the Company.</p> <p><b>FURTHER RESOLVED THAT</b> the additional shares when issued and allotted shall carry equal voting rights and rank pari passu with the existing ordinary shares in all respects/matters in conformity with the provisions of the Companies Act, 2017.</p> <p><b>FURTHER RESOLVED THAT</b> the Chief Executive Officer and/or the Company Secretary of the Company (" Authorized Persons") be and are hereby singly authorized to enter into and execute such documents as may be required in relation to the further issue of shares otherwise than right shares.</p> <p><b>FURTHER RESOLVED THAT</b> the Authorized Persons be and are hereby singly authorized to take all steps necessary, ancillary and incidental for the issuance of the shares otherwise than right shares, including, but not limited to, obtaining all requisite regulatory approvals, engaging legal advisors and consultants for the purposes mentioned above, filing the necessary application(s), statutory forms, and all other documents as required to be filed with the SECP and any other authority, submitting all such necessary documents, executing all such certificates, applications, notices, reports, letters, and any other documents or instruments, including any amendments or substitutions to any of the foregoing, as may be required in relation to the issuance of further shares otherwise than right shares and all other matters incidental or ancillary thereto.</p>		

	<b>FURTHER RESOLVED THAT</b> any amendments, modifications, additions, or deletions to the above special resolution(s) as suggested, directed, or advised by SECP and/or any other regulatory body shall be considered integral part of these special resolution(s) without requiring the members to pass new special resolution(s).		
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**NOTES:**

1. Duly filled postal ballot should be sent to the Chairman of **Saif Textile Mills Limited** at **4<sup>th</sup> Floor, Kashmir Commercial Complex, Fazal-e-Haq Road, Blue Area, Islamabad, Pakistan** or [ca.stml@saifgroup.com](mailto:ca.stml@saifgroup.com).
2. Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach the Chairman within business hours by or before **November 23, 2023**. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC/ Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. This postal Ballot paper is also available for download from the website of Saif Textile Mills Limited at [www.saiftextile.com](http://www.saiftextile.com). Members may download the Ballot paper from the website or use an original/photocopy published in newspapers.

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**Signature of shareholder(s)/ Proxy Holder(s)/Authorized Signatory**  
(in case of corporate entity, please affix company stamp)

Place: \_\_\_\_\_

Date: \_\_\_\_\_