

Reliance Cotton Spinning Mills Limited

312-Cotton Exchange Building,
I.I Chundrigar Road, Karachi – 74000 Pakistan
Phones: 92-21-111-000-100
Fax: 92-21-2416705, 92-21-2417418
E-Mail: tax.karachi@sapphiretextiles.com.pk

June 10, 2024

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

Dear Sir

SUBJECT: DISCLOSURE OF MATERIAL INFORMATION

In accordance with Section 96 of the Securities Act, 2015 and Clause 5.6 of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the information as received from "transferee companies" Resource Corporation (Private) Limited and its members, Channel Holdings (Private) Limited and its members, ATMZ Company (Private) Limited and its members, Synergy Holdings (Private) Limited and its members and STM Corporation (Private) Limited and its members through the letter attached herewith in respect of transfer of shares of the Company under Scheme of Arrangement as sanctioned by the High Court of Sindh (the Court) at Karachi.

In view of above you are requested to Kindly disseminate the information to the members of Exchange accordingly.

Your Sincerely



Rameez Ghausi
Company Secretary

cc: Director/ Head of Department
Surveillance, Supervision and Enforcement Department
Securities & Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue,
Blue Area, Islamabad.

Annexure A

DISCLOSURE FORM

IN TERMS OF SECTION 96 OF THE SECURITIES ACT, 2015

Name of the Company:	<i>Reliance Cotton Spinning Mills Limited</i>
Date of Report:	<u>June 10, 2024</u>
Contact Information:	<i>Rameez Ghausi Company Secretary Reliance Cotton Spinning Mills Limited 312 Cotton Exchange Building I.I Chundrigar Road, Karachi Phones: 92-21-111-000-100 E-Mail: contact@sapphiretextiles.com.pk</i>

Disclosure of inside information by Listed Company

Public disclosure of inside information, which directly concerns listed securities.

In accordance with Section 96 of the Securities Act, 2015 we hereby convey the following information that the shares of *Reliance Cotton Spinning Mills Limited* held by **SFL Limited and SFL Corporation (Pvt) Limited** have been transferred as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi vide order J.C.M. No. 49 of 2022 dated March 02, 2024, as per detail below:

<i>Transferee companies</i>	<i>Number of shares transferred from SFL Limited</i>	<i>% of shares transferred</i>
Resource Corporation (Private) Limited	110,062	1.07%
Channel Holdings (Private) Limited	110,062	1.07%
ATMZ Company (Private) Limited	110,062	1.07%
Synergy Holdings (Private) Limited	110,062	1.07%
STM Corporation (Private) Limited	92,290	0.90%
Total	532,538	5.18%

<i>Transferee companies</i>	<i>Number of shares transferred from SFL Corporation</i>	<i>% of shares transferred</i>
Resource Corporation (Private) Limited	886	0.009%
Channel Holdings (Private) Limited	886	0.009%
ATMZ Company (Private) Limited	886	0.009%
Synergy Holdings (Private) Limited	886	0.009%
STM Corporation (Private) Limited	742	0.007%
Total	4,286	0.041%

Grand Total	536,824	5.21%
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In view of above you are requested to Kindly disseminate the information to the members of Exchange accordingly.

Your Sincerely

For and Behalf of **Reliance Cotton Spinning Mills Limited**


Rameez Ghausi
Company Secretary



RESOURCE CORPORATION (PVT.) LIMITED

June 10, 2024

The Chief Executive
Reliance Cotton Spinning Mills Limited
312 Cotton Exchange Building
I.I Chundrigar Road
Karachi

Dear Sir

Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015

PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *Resource Corporation (Pvt) Limited* have acquired 110,948 number of shares and 1.08% of the shares of *Reliance Cotton Spinning Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 49 of 2022 dated March 02, 2024 as per details below:

Previous Shareholding	Previous % of Shareholding	Share transferred from	Number of shares	New Shareholding	New % of Shareholding
		SFL Limited	110,062		
		SFL Corporation Pvt Limited	886		
1,247,684	12.12%	Total	110,948	1,358,632	13.20%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

3. Before this acquisition *Resource Corporation (Pvt) Limited* was holding 1,247,684 shares of *Reliance Cotton Spinning Mills Limited*. After the abovementioned acquisition the total shareholding of *Resource Corporation (Pvt) Limited* in *Reliance Cotton Spinning Mills Limited* is 1,358,632 number of shares which represent 13.20% of the total issued voting shares of the *Reliance Cotton Spinning Mills Limited*.

PART B

Particulars of the Acquirer

(i) Name and Address: Resource Corporation (Pvt) Limited
312 Cotton Exchange Building I.I Chundrigar Road, Karachi
(ii) CUIN: 0133447
(iii) Date of Incorporation: April 26, 2019
(iv) Jurisdiction of Incorporation: Pakistan
(v) Authorized and Issued Share : 2,500,000 & 778,482 (including 4 Preference shares)
(vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer
Abdullah Yousuf Abdullah, Shayan Abdullah, Hassan Abdullah
(vii) Board of Directors: Shahid Abdullah (CEO), Shayan Abdullah and Hassan Abdullah

Yours faithfully,

For and on behalf of Resource Corporation (Pvt) Limited

Company Secretary



CHANNEL HOLDINGS (PVT.) LIMITED

June 10, 2024

The Chief Executive
Reliance Cotton Spinning Mills Limited
312 Cotton Exchange Building
I.I Chundrigar Road
Karachi.

Dear Sir

Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015

PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *Channel Holdings (Pvt) Limited* have acquired 110,948 number of shares and 1.08% of the shares of *Reliance Cotton Spinning Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 49 of 2022 dated March 02, 2024 as per details below:

Previous Shareholding	Previous % of Shareholding	Share transferred from	Number of shares	New Shareholding	New % of Shareholding
		SFL Limited	110,062		
		SFL Corporation Pvt Limited	886		
1,247,684	12.12%	Total	110,948	1,358,632	13.20%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.
3. Before this acquisition *Channel Holdings (Pvt) Limited* was holding 1,247,684 shares of *Reliance Cotton Spinning Mills Limited*. After the abovementioned acquisition the total shareholding of *Channel Holdings (Pvt) Limited* in *Reliance Cotton Spinning Mills Limited* is 1,358,632 number of shares which represent 13.2% of the total issued voting shares of the *Reliance Cotton Spinning Mills Limited*.


PART B


Particulars of the Acquirer

- (i) Name and Address: Channel Holdings (Pvt) Limited
312 Cotton Exchange Building I.I Chundrigar Road, Karachi
- (ii) CUIN: 0133407
- (iii) Date of Incorporation: April 25, 2019
- (iv) Jurisdiction of Incorporation: Pakistan
- (v) Authorized and Issued Share : 2,500,000 & 778,482 (including 4 Preference shares)
- (vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer
Abdullah Yousuf Abdullah, Nabeel Abdullah, Umer Abdullah
Nadeem Abdullah (CEO), Nabeel Abdullah, Umer Abdullah
- (vii) Board of Directors:

Yours faithfully,

For and on behalf of Channel Holdings (Pvt) Limited


Company Secretary



ATMZ COMPANY (PVT.) LIMITED

June 10, 2024

The Chief Executive
Reliance Cotton Spinning Mills Limited
312 Cotton Exchange Building
I.I Chundrigar Road,
Karachi

Dear Sir

Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015

PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *ATMZ Company (Pvt) Limited* have acquired 110,948 number of shares and 1.08% of the shares of *Reliance Cotton Spinning Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 49 of 2022 dated March 02, 2024 as per details below:

Previous Shareholding	Previous % of Shareholding	Share transferred from	Number of shares	New Shareholding	New % of Shareholding
		SFL Limited	110,062		
		SFL Corporation Pvt Limited	886		
1,247,684	12.12%	Total	110,948	1,358,632	13.20%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.
3. Before this acquisition that *ATMZ Company (Pvt) Limited* was holding 1,247,684 shares of *Reliance Cotton Spinning Mills Limited*. After the abovementioned acquisition the total shareholding of that *ATMZ Company (Pvt) Limited* in *Reliance Cotton Spinning Mills Limited* is 1,358,632 number of shares which represent 13.2% of the total issued voting shares of the *Reliance Cotton Spinning Mills Limited*.


PART B


Particulars of the Acquirer

- (i) Name and Address: ATMZ Company (Pvt) Limited
312 Cotton Exchange Building I.I Chundrigar Road, Karachi
- (ii) CUIIN: 0133452
- (iii) Date of Incorporation: April 26, 2019
- (iv) Jurisdiction of Incorporation: Pakistan
- (v) Authorized and Issued Share : 2,500,000 & 798,642 (including 4 Preference shares)
- (vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer Abdullah Yousuf Abdullah, Ali Abdullah, Tayyab Abdullah, Mustafa Abdullah.
- (vii) Board of Directors: Amer Abdullah (CEO), Ali Abdullah, Tayyab Abdullah, Mustafa Abdullah

Yours faithfully,

For and on behalf of ATMZ Company (Pvt) Limited


Company Secretary



SYNERGY HOLDINGS (PVT.) LIMITED

June 10, 2024

The Chief Executive
Reliance Cotton Spinning Mills Limited
312 Cotton Exchange Building
I.I Chundrigar Road,
Karachi

Dear Sir

Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015

PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *Synergy Holdings (Pvt) Limited* have acquired 110,948 number of shares and 1.08% of the shares of *Reliance Cotton Spinning Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 49 of 2022 dated March 02, 2024 as per details below:

Previous Shareholding	Previous % of Shareholding	Share transferred from	Number of shares	New Shareholding	New % of Shareholding
		SFL Limited	110,062		
		SFL Corporation Pvt Limited	886		
1,247,681	12.12%	Total	110,948	1,358,629	13.20%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.
3. Before this acquisition that *Synergy Holdings (Pvt) Limited* was holding 1,247,681 shares of *Reliance Cotton Spinning Mills Limited*. After the abovementioned acquisition the total shareholding of that *Synergy Holdings (Pvt) Limited* in *Reliance Cotton Spinning Mills Limited* is 1,358,629 number of shares which represent 13.2% of the total issued voting shares of the *Reliance Cotton Spinning Mills Limited*.

PART B


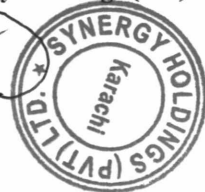
Particulars of the Acquirer

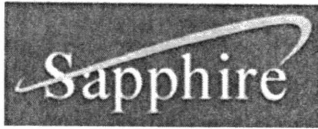
- (i) Name and Address: Synergy Holdings (Pvt) Limited
312 Cotton Exchange Building I.I Chundrigar Road, Karachi
- (ii) CUIIN: 0133448
- (iii) Date of Incorporation: April 26, 2019
- (iv) Jurisdiction of Incorporation: Pakistan
- (v) Authorized and Issued Share : 2,500,000 & 738,161 (including 4 Preference shares)
- (vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer
Abdullah Yousuf Abdullah
- (vii) Board of Directors: Yousuf Abdullah (CEO), Salman Abdullah and Ismael Abdullah

Yours faithfully,

For and on behalf of Synergy Holdings (Pvt) Limited

Company Secretary



STM Corporation (Pvt.) Limited

307-Cotton Exchange Building,
I.I Chundrigar Road, Karachi – 74000 Pakistan
Phones: 92-21-111-000-100
Fax: 92-21-2416705, 92-21-2417418
E-Mail: Karachi.office@sapphire.com.pk

June 10, 2024

The Chief Executive
Reliance Cotton Spinning Mills Limited
312 Cotton Exchange Building
I.I Chundrigar Road,
Karachi

Dear Sir

Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015

PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 (“Act”) read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *STM Corporation (Pvt.) Limited* have acquired 93,032 number of shares and 0.90% of the shares of *Reliance Cotton Spinning Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 49 of 2022 dated March 02, 2024 as per details below:

Previous Shareholding	Previous % of Shareholding	Share transferred from	Number of shares	New Shareholding	New % of Shareholding
		SFL Limited	92,290		
		SFL Corporation Pvt Limited	742		
3,219	0.03%	Total	93,032	96,251	0.94%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.
3. Before this acquisition that *STM Corporation (Pvt.) Limited* was holding 3,219 shares of *Reliance Cotton Spinning Mills Limited*. After the abovementioned acquisition the total shareholding of that *STM Corporation (Pvt.) Limited* in *Reliance Cotton Spinning Mills Limited* is 96,251 number of shares which represent 0.94% of the total issued voting shares of the *Reliance Cotton Spinning Mills Limited*.

PART B

Particulars of the Acquirer

- (i) Name and Address: STM Corporation (Pvt.) Limited
307 Cotton Exchange Building I.I Chundrigar Road, Karachi
- (ii) CUIIN: 0077319
- (iii) Date of Incorporation: October 07, 2011
- (iv) Jurisdiction of Incorporation: Pakistan
- (v) Authorized and Issued Share : 200,000 & 72,336
- (vi) Sponsors: Sapphire Holding Limited
- (vii) Board of Directors: Chaudhry Nazeer Ahmed and Ahsan Ahmed

Yours faithfully,

For and on behalf of STM Corporation (Pvt.) Limited

Company Secretary

