



Through PUCARS / TCS Courier Service

October 04, 2024

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi-74000

Sub: **NOTICE OF 34th ANNUAL GENERAL MEETING AND BALLOT PAPER**

Dear Sir,

Enclosed please find a copy of the English and Urdu version of the Notice of 34th Annual General Meeting of **Reliance Weaving Mills Limited** to be held on Monday, October 28, 2024 at 3:00 pm at Multan, prior to its publication in the Newspapers.

The aforementioned AGM Notice and the Ballot Paper would be published on October 7, 2024 in two Newspapers having nation-wide circulation for the information of our respective shareholders along with the availability of Ballot Paper on Company's Website.

Please disseminate this information to the TRE Certificate Holders of the Exchange accordingly.

Yours truly,

For and on behalf of Reliance Weaving Mills Limited

Kamran Ahmad Awan
Company Secretary

CC: Director/HOD, Surveillance, Supervision and Enforcement Department
Securities & Exchange Commission of Pakistan, NIC Building
63 – Jinnah Avenue, Blue Area
Islamabad

Encl.: As above

RELiance WEAVING MILLS LIMITED

NOTICE OF THE 34th ANNUAL GENERAL MEETING



Notice is hereby given that the 34th Annual General Meeting of the shareholders of Reliance Weaving Mills Limited (the "Company") will be held on Monday, October 28th, 2024, at 3:00 pm at 2nd Floor, Trust Plaza, L.M.Q. Road, Multan, and via video link to transact the following business:

ORDINARY BUSINESS:

- To confirm the minutes of the Extraordinary General Meeting held on March 29, 2024.
- To receive, consider and adopt the audited financial statements of the Company for the year ended June 30, 2024 together with the Auditors' and Directors' Reports thereon and Chairman's Review.
- To appoint statutory Auditors' for year ending June 30, 2025 and to fix their remuneration. The Board Audit Committee and the Board of Directors have recommended the name of retiring auditors M/s. ShineWing Hameed Chaudhri & Co., Chartered Accountants, for their re-appointment.

SPECIAL BUSINESS:

- To ratify and approve the transactions carried out by the Company with related parties as disclosed in the financial statements for the year ended June 30, 2024 and to pass the following Special Resolution, with or without modification(s) in terms of Section 208 of the Companies Act, 2017:

"RESOLVED THAT, related party transactions carried out by the Company during the year in which majority of Directors are interested as disclosed in Note 46 of the financial statements for the year ended June 30, 2024, be and are hereby ratified, approved and confirmed."

- To authorize the Board of Directors of the Company to approve related party transactions for the financial year ending June 30, 2025, and to pass the following Special Resolutions, with or without modification(s):

"RESOLVED THAT, the Board of Directors of the Company be and are hereby authorized to approve the transactions to be conducted with related parties on case to case basis for the financial year ending June 30, 2025.

FURTHER RESOLVED THAT, these transactions, approved by the Board, shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval wherever required."

- To consider and if deemed fit, to pass the following special resolutions under Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) or deletion(s):

"RESOLVED THAT, consent of the shareholders of the Company be and is hereby accorded under Section 199 of the Act for investment in associated companies, as per following details, in the form of working capital loan, to be made from time to time, for a period of one year starting from the date of approval by the shareholders provided that the return on any outstanding amount of loan shall be KIBOR plus 3.00% (which shall not be less than the average borrowing cost of the Company) and as per other terms and conditions of the agreement to be executed in writing and as disclosed to the Members:

Sr. #	Name of Associated Company	Amount of Loan
1	Fatima Sugar Mills Limited	PKR 400 Million
2	Reliance Commodities (Pvt.) Limited	PKR 200 Million
3	Fatima Transmission Company Limited	PKR 300 Million
4	Fazal Cloth Mills Limited	PKR 200 Million
5	Fatima Holding Limited	PKR 200 Million

FURTHER RESOLVED THAT, any of the Directors/Chief Executive Officer and/or Chief Financial Officer and/or the Company Secretary of the Company be and are each hereby authorized singly to take all steps necessary in this regard, including but not limited to negotiating and executing any necessary agreements/documents and any ancillary matters thereto for implementing the aforesaid resolution."

Statement under Section 134(3) of the Companies Act, 2017 concerning special business is annexed to this notice of meeting circulated to the shareholders of the Company.

Place: Multan
Dated: October 04, 2024

By Order of the Board
Kamran Ahmad Awan
Company Secretary

CLOSURE OF SHARE TRANSFER BOOKS:

The Share Transfer Books will remain closed from October 22, 2024 to October 28, 2024 (both days inclusive). Transfers received in order at the office of our Shares Registrar by the close of business hours on October 21, 2024 will be treated in time to attend and vote at the Annual General Meeting. The Members are requested to notify the change of address, if any, immediately to our Shares Registrar.

PARTICIPATION IN THE ANNUAL GENERAL MEETING:

A Member entitled to attend and vote may appoint another Member as his/her proxy to attend and vote instead of him/her. In order to be effective, duly completed and signed Proxy Form must be received at the Company's Registered Office at 2nd Floor, Trust Plaza, L.M.Q. Road, Multan at least 48 hours before the time of the meeting. For the convenience of the Members, a blank Proxy Form is being dispatched with the notice of AGM.

CDC account holders will further have to follow the under mentioned guidelines as laid down by the SECP:

FOR ATTENDING THE MEETING:

- In case of individuals, the account holder or sub-account holder and their registration details are uploaded as per CDC regulations, shall authenticate his/her identity by showing his/her original Computerized National Identity Card (CNIC) or original Passport at the time of attending the meeting; and
- In case of corporate entities, the Board of Directors' resolution / Power of Attorney with specimen signature of the nominee shall be produced at the time of the meeting.

FOR APPOINTING PROXIES:

In case of Individuals:

The account holder or sub-account holder and their registration details are uploaded as per CDC regulations, shall submit the Proxy Form as per the above requirement. Proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form. Attested copies of CNIC or the Passport of beneficial owners and the Proxy shall be furnished with the Proxy Form. The Proxy shall produce his / her original CNIC or original Passport at the time of the meeting;

In case of Corporate Entities:

The Board of Directors' resolution / Power of Attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted along with the proxy form to the Company. A corporate entity, being Member, may appoint any person, regardless of whether they are a Member or not, as its proxy.

Polling on Special Business:

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 ("the Regulations") amended through Notification vide SRO 2192(1)/2022 dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of Reliance Weaving Mills Limited (the "Company") will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business in its forthcoming Annual General Meeting to be held on Monday, October 28, 2024, at 3:00 pm, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

For the convenience of the shareholders, ballot paper is available on the Company's website at www.fatima-group.com.

Procedure for E-Voting:

- Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company by the close of business on October 21, 2024.
- The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- E-Voting lines will start from October 23, 2024, 09:00 a.m. and shall close on October 27, 2024 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

PROCEDURE FOR VOTING THROUGH POSTAL BALLOT:

The shareholders shall ensure that duly filled and signed ballot papers along with copy of valid Computerized National Identity Card (CNIC)/ copy of passport (non-resident) should reach the Chairman of the meeting through post on the Company's registered address, 2nd Floor, Trust Plaza, L.M.Q. Road, Multan or by email at kamran.ahmad@fatima-group.com, one (1) day before the day of poll i.e. October 27, 2024 during working hours. The signature on the ballot paper shall match with the signature on CNIC.

Appointment of Scrutinizer:

In accordance with the Regulation 11 of the Regulations, the Board of the Company has appointed M/s. Nasir Javid Maqsood Imran, Chartered Accountants, (a QCR rated audit firm) to act as the Scrutinizer of the Company for the special business to be transacted in the meeting and to undertake other responsibilities as defined in Regulation 11A of the Regulations.

Online participation in the Annual General Meeting:

- Pursuant to Circular 4 of 2021, for online participation in the Annual General Meeting, the shareholders are requested to get themselves registered with the Company latest by October 25, 2024 till 05:00 p.m. on kamran.ahmad@fatima-group.com by providing the following details:

Full Name of Shareholder / Proxy Holder	Company	CNIC Number	Folio / CDS A/c No.	Email ID**	Mobile Phone No. **
	Reliance Weaving Mills Limited				

**Shareholders/proxy holders are requested to provide active email addresses and mobile phone number.

Login facility will be opened thirty minutes before the meeting time to enable the participants to join the meeting after the identification process. Shareholders will be able to login and participate in the AGM proceedings through their devices after completing all the formalities required for the identification and verification of the shareholders.

- Shareholders may send their comments and suggestions relating to the agenda items of the AGM to the Company Secretary latest by October 25, 2024 till 05:00 p.m. at above-mentioned email address. Shareholders are required to mention their full name, CNIC No and Folio No. for this purpose.

- Shareholders will be encouraged to participate in the AGM to consolidate their attendance and participation through proxies.

COMPUTERIZED NATIONAL IDENTITY CARD (CNIC) / NATIONAL TAX NUMBER (NTN):

The shareholders holding physical shares who have not yet provided their CNIC Number(s) are once again reminded to immediately submit the copy of their CNICs to the Company's Shares Registrar. The corporate Members having CDC accounts are required to have their NTN updated with their respective participants, whereas corporate entities having physical shares should send a copy of their NTN certificates to the Company's Shares Registrar. The shareholders and the corporate Members while sending their CNIC and NTN, as the case may be, must mention their folio number(s).

UNCLAIMED SHARE(S) / DIVIDEND(S):

Pursuant to the Companies Act, 2017, the Company has previously discharged its responsibility whereby the Company approached its shareholders to claim their unclaimed dividends and undelivered share certificates in accordance with the law. Shareholders, whose dividends still remained unclaimed and/or undelivered share certificates are available with the Company are hereby once again requested to approach the Company to claim their outstanding dividend amounts and/or unclaimed share certificates.

DEPOSIT OF PHYSICAL SHARES INTO CDC ACCOUNTS:

As per Section 72 of the Companies Act, 2017, every listed company is required to replace its physical shares with book-entry form. Therefore, the shareholders having physical shares are requested to convert their shares into book-entry form, which would facilitate them in many ways including swift sale/purchase of shares and to streamline their information in Members' Register enabling the Company to effectively communicate with the shareholders.

AVAILABILITY OF AUDITED FINANCIAL STATEMENTS ON THE COMPANY'S WEBSITE:

In accordance with the provisions of Section 223(7) of the Companies Act, 2017, the audited financial statements of the Company for the year ended June 30, 2024 have been made available on the Company's website, at-least 21 days before the date of AGM.

TRANSMISSION OF ANNUAL REPORT ELECTRONICALLY:

In terms of the approval of the members of the Company in the Annual General Meeting held on October 27, 2023 and pursuant to the SECP's Notification No. SRO 389(1)/2023 dated March 21, 2023, the Annual Report for the financial year ended June 30, 2024 containing inter alia the audited financial statements, auditors report, directors' report and Chairman's Review thereon may be viewed and downloaded by following the QR Code and weblink as given hereunder:

Weblink	QR Code
https://fatima-group.com/financial-reports/	

Annual Report has also been emailed to those shareholders who have provided their valid email IDs to the Company.

The shareholders who wish to receive hard copy of the Annual Report may send their demand to the Company Secretary / Shares Registrar and the Company will supply hard copy of aforesaid document to the shareholders on demand, free of cost, within one week of such demand.

RELiance WEAVING MILLS LIMITED

BALLOT PAPER FOR VOTING THROUGH POST

Ballot Paper for the Special Businesses at the 34th Annual General Meeting to be held on Monday, October 28, 2024, at 3:00 pm at the Registered Office of the Company at 2nd Floor, Trust Plaza, LMQ Road, Multan.

Contact details of Chairman, where ballot paper may be sent:

Business Address: The Chairman, Reliance Weaving Mills Limited, 2nd Floor, Trust Plaza, LMQ Road, Multan.

Email Address: kamran.ahmad@fatima-group.com

Name of shareholder/joint shareholder(s):	
Registered Address:	
Folio / CDS Participant / Investor ID with sub-account No.	
Number of shares held	
CNIC / Passport No. (in case of foreigner) (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	
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 giving my/our assent or dissent by placing tick mark in the appropriate box below:

Nature and Description of Resolutions	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
Agenda Item 4: To ratify and approve the transactions carried out by the Company with related parties as disclosed in the financial statements for the year ended June 30, 2024 and to pass the following Special Resolution, with or without modification(s) in terms of Section 208 of the Companies Act, 2017: "RESOLVED THAT, related party transactions carried out by the Company during the year in which majority of Directors are interested as disclosed in Note 46 of the financial statements for the year ended June 30, 2024, be and are hereby ratified, approved and confirmed."		
Agenda Item 5: To authorize the Board of Directors of the Company to approve related party transactions for the financial year ending June 30, 2025, and to pass the following Special Resolutions, with or without modification(s): "RESOLVED THAT, the Board of Directors of the Company be and are hereby authorized to approve the transactions to be conducted with related parties on case to case basis for the financial year ending June 30, 2025. FURTHER RESOLVED THAT, these transactions, approved by the Board, shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval wherever required."		
Agenda Item 6: To consider and if deemed fit, to pass the following special resolutions under Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) or deletion(s): "RESOLVED THAT, consent of the shareholders of the Company be and is hereby accorded under Section 199 of the Act for investment in associated companies, as per following details, in the form of working capital loan, to be made from time to time, for a period of one year starting from the date of approval by the shareholders provided that the return on any outstanding amount of loan shall be KIBOR plus 3.00% (which shall not be less than the average borrowing cost of the Company) and as per other terms and conditions of the agreement to be executed in writing and as disclosed to the Members:		

NOTES:

- Duly filled postal ballot should be sent to the Chairman of Reliance Weaving Mills Limited at above-mentioned postal or email address.
- Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach the Chairman of the meeting within business hours on or before October 27, 2024. Any postal ballot received after this date, will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC/ Passport (in case of foreigner).
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
- This postal Poll paper is also available for download from the website of Reliance Weaving Mills Limited at <https://fatima-group.com/nwml/page.php/forms-nwml>. Shareholders may download the ballot paper from website or use the same ballot paper published in newspapers.

Shareholder / Proxy holder Signature/Authorized Signatory

(In case of corporate entity, please affix company stamp)
Place: Multan
Date: October 04, 2024

