



FAZAL CLOTH MILLS LIMITED



FCML/Sect/24/1500

Dated: October 26, 2024

The General Manager,
Pakistan Stock Exchange Ltd.,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

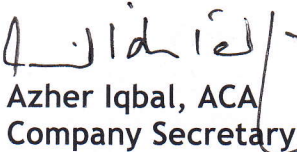
Sub: CERTIFIED TRUE COPY OF RESOLUTIONS PASSED AT THE 59TH ANNUAL GENERAL MEETING OF FAZAL CLOTH MILLS LTD.

Dear Sir,

In accordance with clause 5.6.9.(b) of Pakistan Stock Exchange Regulations, we enclosed herewith certified true copy of resolutions passed at the 59th Annual General Meeting of Fazal Cloth Mills Ltd. held on October 26, 2024 at 12:00 P.M. These resolutions have been passed / adopted and have become effective.

Thanking you,

Yours faithfully,


Azher Iqbal, ACA
Company Secretary





FAZAL CLOTH MILLS LIMITED



CERTIFIED COPY OF RESOLUTIONS PASSED BY THE MEMBERS OF FAZAL CLOTH MILLS LTD. (THE COMPANY) AT 59TH ANNUAL GENERAL MEETING

The following resolutions were passed by the members of the Company in the annual general meeting held on October 26, 2024.

A. ORDINARY BUSINESS

AGENDA ITEM NO. 1

“RESOLVED THAT Annual Audited Financial Statements of Fazal Cloth Mills Limited for the year ended June 30, 2024 together with Chairman’s, Directors’ and the Auditors’ Report thereon as approved by the Board of Directors, be and are hereby considered, received and adopted.”

AGENDA ITEM NO. 2

“RESOLVED THAT M/s ShineWing Hameed Chaudhri & Co., Chartered Accountants be and hereby re-appointed as the Auditors of Fazal Cloth Mills Limited for the year ending June 30, 2025 and to hold office till the conclusion of next annual general meeting and Chief Executive of the Company be and is hereby authorized to fix their remuneration.”

B. SPECIAL BUSINESS

The following resolution is proposed to be passed as special resolution:

AGENDA ITEM NO. 1

“RESOLVED THAT the related party transactions carried out by the Company during the year ended June 30, 2024 as detailed in note 45 to the audited financial statements be and are hereby ratified, confirmed and approved.”

AGENDA ITEM NO. 2

“RESOLVED THAT the CEO be and is hereby authorized to approve the transactions to be carried out with Related Parties as and when required in the ordinary course of business at arm’s length basis during the financial year ending June 30, 2025 and till the next Annual General Meeting, without any limitation on the amounts to the transactions.”

“RESOLVED FURTHER THAT the related party transaction approved by the board shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval”.





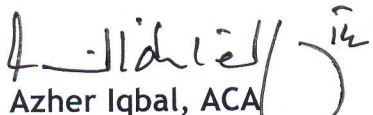
FAZAL CLOTH MILLS LIMITED



“RESOLVED FURTHER THAT the Chief Executive, Chief Financial Officer and Company Secretary be and are hereby singly empowered and authorized to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s) with the Related Parties after approval of the transactions by the Chief Executive and to complete all legal formalities including filing of documents as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolutions.”

CERTIFIED TRUE COPY

It is certified that the above resolutions were duly passed at the 59th Annual General Meeting of the Company held on October 26, 2024.


Azher Iqbal, ACA
Company Secretary

