



Nazir Cotton Mills Ltd.

MANUFACTURER & EXPORTERS OF COTTON YARN

THE GENERAL MANAGER,
Pakistan Stock Exchange Limited,
Stock Exchange Building Stock Exchange Road,
KARACHI.

Date: 05-12-2024

**SUBJECT: CERTIFIED COPY OF RESOLUTION PASSED IN
EXTRA-ORDINARY GENERAL MEETING**

Dear Sir,

In compliance with Regulation 5.6.9(b) of the PSX Regulations, we are pleased to file a certified copy of the Resolution passed in the Extra-Ordinary General Meeting of Nazir Cotton Mills Limited, held on Thursday, 5th December 2024 at 12:30 p.m. at 22-A, Off. Zafar Ali Road, Gulberg-V, Lahore:

Thanking you,

Yours Sincerely,
For NAZIR COTTON MILLS LIMITED

COMPANY SECRETARY

HEAD OFFICE:

19-B, Off. Zafar Ali
Road Gulberg-V, Lahore.

Telephones:

Phone : +92 - 42 - 35775501-03
Fax : +92 - 42 - 35711526
Email : nazir@nazircotton.com

Mills:

8 KM Faisalabad Road, Kharianwala
Sheikhupura,
Phone: (056) 3544054



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ORDINARY RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF M/S NAZIR COTTON MILLS LIMITED, HELD ON THURSDAY, 5TH DECEMBER 2024, AT 12:30 P.M. AT 22-A, OFF. ZAFAR ALI ROAD, GULBERG -V, LAHORE.

AGENDA ITEM NO. 1

SPECIAL BUSINESS

RESOLVED THAT approval of the members of Nazir Cotton Mills Limited (the 'Company') be and is hereby accorded in terms of Section 183(3)(a) of the Companies Act, 2017 for disposal of obsolete machinery of the Company which was not in operations since 2006 (hereinafter the 'Assets').

FURTHER RESOLVED THAT approval be and is hereby accorded for utilization of the proceeds from the disposal of Assets to pay loans of financial institutions and settle the other liabilities of the Company and the remaining proceeds will be applied towards working capital of the Company.

FURTHER RESOLVED THAT as part and parcel of the foregoing consent, the Board of Directors be and are hereby authorized and empowered to sell the Assets and delegate any or all of its powers in this regard to the Chief Executive Officer or any other person on such terms and conditions as they deem fit, to act on behalf of the Company in carrying out and performing all acts, matters, things and deeds to implement and/or give effect to the Asset sale and utilization of the proceeds thereof, which shall include, but not be limited to conducting negotiations, obtaining quotations etc. with interested parties in such manner and on such terms and conditions as are in the best interests of the Company and its members and which secure the best available market price for the Assets, selling the assets to any individual, firm/partnership, bank or private/public limited company or organization or to any other person and, for that purpose, entering into an agreement to sell or any other agreement with the buyer(s), receiving the sale consideration and to generally performing and executing in respect of the Assets all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the sale of Assets.

FURTHER RESOLVED that the Board be and is hereby empowered to agree upon modification in this resolution if required without the need for any further approval of the shareholders.

FURTHER RESOLVED that Mr. Muhammad Tayyab, Chief Executive be and are hereby severally authorized to comply with the statutory requirements of the Securities and Exchange Commission of Pakistan and do all such acts, deeds and things as may be necessary under the law in this regard.

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FURTHER RESOLVED that all actions heretofore taken by the Chief Executive on behalf of the Company in respect of the above matter is hereby confirmed, ratified and adopted by the Company in full."

CERTIFIED TRUE COPY

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