



برحمتك يا ارحم الراحمين

JANANA DE MALUCHO TEXTILE MILLS LTD.

HABIBABAD - KOHAT (PAKISTAN)

Phones: (0922) 862161-62, 510494, 512930, 518183, 510596 Cable: "JANANA KOHAT" Fax: (0922) 510474
E-mail: janana@brain.net.pk, janana_textile@hotmail.com
NTN: 0658171-4

Ref. No. JM/Secy/25/049

Dated: September 27, 2025

Through PUCARS / Courier

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

**SUBJECT: NOTICE OF ANNUAL GENERAL MEETING PUBLISHED IN NEWSPAPERS
FOR THE YEAR ENDED 30TH JUNE 2025**

Dear Sir,

Please find enclosed Clippings of the Notice of the Annual General Meeting of the Company (both Urdu & English), to be held on October 18, 2025 at 11:00A.M. The notice has been published in the Daily "The Nation, (English)" and "Roznama Nawa-E-Waqt (Urdu)" on Saturday September 27, 2025.

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

Yours sincerely,

JAHANARA SAJJAD AHMAD
Company Secretary

CC:

- 1- Director/ HOD,
Securities & Exchange Commission of Pakistan (SECP)
Corporate Supervision Department
NIC Building, 63 Jinnah Avenue, Blue Area, Islamabad
- 2- Head of Operations,
Central Depository Company of Pakistan
CDC House, 99-B, Block "B" Main Shahrah e Faisal,
Karachi

KARACHI OFFICE:

Ghandara House, 109/2,
Main Clifton, Karachi - 75600
Phones: (92-21) 5830251-7
(92-21) 5874122 & 5860346
Fax: (92-21) 5870136, 5830258
E-mail: bibojee@super.net.pk

LAHORE OFFICE:

2nd Floor, Gardee Trust Bldg. #2,
Napier Road, Lahore.
Phones: (92-42) 7232691
(92-42) 7231691
Fax: (92-42) 7356278

PESHAWAR OFFICE:

Dean Trade Center, T.F. Nos. 9& 10,
3rd Floor, Opp. State Bank of Pakistan.
Phones: (92-91) 5286764
Fax: (92-91) 5272001

JANANA DE MALUCHO TEXTILE MILLS LIMITED NOTICE OF 65th ANNUAL GENERAL MEETING

Notice is hereby given that 65th Annual General Meeting (AGM) of the Company will be held on **Saturday, the 18th October 2025, at 11:00 A.M.** at the registered office of the Company, Habibabad, Kohat, to transact the following business:

ORDINARY BUSINESS:

- To confirm the minutes of the last Annual General Meeting held on 26th October 2024.
- To receive, consider and adopt the annual audited Financial Statements of the Company together with the Chairman's Review Report and the Directors' and Auditors' reports thereon for the year ended 30th June 2025.
- As required under section 223(3) of the Companies Act, 2017 (the "Act"), Financial Statements of the Company have been uploaded on the website of the Company, which can be downloaded from the following link: <https://www.jtm.com.pk/Products/Gallery/invoice391.pdf>

SPECIAL BUSINESS:

- To consider and, if thought fit, to pass the following Resolutions as Special Resolutions with or without modification:
 - Resolution of the Freehold land of the Company adjacent to Mills area, measuring 134 Kanals, located at various Khassas Nos Mousa Gari Mawaz Khan, is authorized to be sold at its maximum realizable value, subject to the approval of the shareholders, as specified in the Statement of Material Information under Section 134(3) of the Companies Act 2017.**
 - FURTHER RESOLVED THAT Mr. Khairul Khan Khattak Executive Director (Finance & Production) and the Chief Financial officer of the Company and are hereby authorized to represent the Company to do all acts, deeds and take all necessary actions, including to complete all legal formalities and file all documents as may be necessary, to implement the aforesaid resolution, as well as carry out any other act which may be ancillary and incidental to the above and necessary to achieve the objective of the aforesaid resolution and their approvals shall be treated as approval of the Company.**
 - FURTHER RESOLVED THAT:**
 - The Chief Executive Officer and the Company Secretary, be and are also hereby jointly authorized to take any further modifications/amendments/connections at a later stage if pointed out by the Securities and Exchange Commission of Pakistan (the Commission) and to take such other steps, execute such other documents and make necessary corporate and other filings as may be necessary or expedient for the purpose of giving effect to the above resolutions and all other matters incidental or ancillary thereto.

A statement of material facts under Section 134 (3) of the Companies Act, 2017 pertaining to the Special Business as stated above is annexed to this notice of meeting being sent to the Members.

- To consider and if deemed fit, ratify and approve (as the case may be), the following resolutions, as "Special Resolutions", with respect to related party transactions/arrangements conducted to be conducted, in terms of Sections 207 and 208 of the Companies Act, 2017 (to the extent applicable), with or without modification:

- RESOLVED THAT** the transactions carried out in the normal course of business with associated companies/related parties during the year ended June 30, 2025 (as disclosed in Note No. 44 of Financial Statements for the year ended June 30, 2025) are and are hereby ratified, confirmed and approved.
- A statement of material facts under Section 134 (3) of the Companies Act, 2017 pertaining to the Special Business as stated above is annexed to this notice of meeting being sent to the Members.
- FURTHER RESOLVED THAT** the Chief Executive and Chief Financial Officer of the Company be and are hereby authorized jointly to approve all the transactions carried out and to be carried out with associated companies/related parties during the year ending June 30, 2025 and, in this connection, the Chief Executive and Chief Financial Officer of the Company be and are hereby also authorized jointly to take any and all necessary actions and sign/seal any and all such documents/instruments as may be required in this regard on behalf of the Company. The members have noted that some or a majority of the Directors may be interested in the aforesaid arrangements and transactions. Notwithstanding the same, the members hereby give advance authorization and approval to the Chief Executive and Chief Financial Officer jointly, including under Sections 207 and 208 of the Companies Act, 2017 to enter into and approve all related party transactions.
- FURTHER RESOLVED THAT** the related party transactions, for the period ending June 30, 2025, shall be deemed to have been approved by the members, and shall subsequently be placed before the members in the next Annual General Meeting for ratification and confirmation.

A statement of material facts under Section 134 (3) of the Companies Act, 2017 pertaining to the Special Business as stated above is annexed to this notice of meeting being sent to the Members.

ANY OTHER BUSINESS:

- To transact any other business with the permission of the Chair.

Kohat,
Dated: 27th September 2025

By order of the Board
JAHANARA SAJJAD AHMAD
Company Secretary

NOTES:

- The register of members of the Company will remain closed from October 11, 2025, to October 18, 2025 (both days inclusive). Transfers received in order by the Company's Share Registrar, M/s. Vision Consulting Limited, 5-C/103, Phase 1, 1st Floor, Lawrence Road, Lahore by the close of business hours (05:00 p.m.) on October 10, 2025, will be considered in time for registration in the name of the transferee, and be eligible for the purpose of attending and voting at the AGM.
 - A member entitled to attend and vote at the meeting may appoint another member of the Company as a proxy to attend and vote instead of himself. Proxy Form duly completed must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. Attested copies of the CNIC or the Passport of beneficial owners and the proxy shall be furnished along with the proxy form. In case of a corporate entity, the Board's resolution (power of attorney with specimen signatures) shall be furnished along with the proxy form.
 - Any individual beneficial owner who is not a shareholder of the Company, is entitled to attend and vote at the meeting, must provide his/her "CNIC" or "Passport" to prove his/her identity, and in case of proxy must enclose an attested copy of his/her CNIC. Representatives of the corporate entities should provide attested copies of the board of directors' resolution/power of attorney with specimen signatures required for the purpose and all such documents as are required under Circular No. 1 dated 20th January 2000 issued by the Securities and Exchange Commission of Pakistan for the purpose.
 - Pursuant to provision of section 134 of the Act, if the Company receives consent from members holding aggregate 10% or more shareholding, relating to geographical location to participate in the meeting through video conference at least Seven (7) days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.
 - The Securities and Exchange Commission of Pakistan (SECP) vide Circular 4 of 2021 dated February 15, 2021, has advised to provide participation of the members through electronic means. Members interested to participate in the AGM are requested to email their name, Folio Number, Number of shares held in their name, CNIC Number, CNIC Number along with copy of both sides of CNIC with subject "Registration for participation in AGM of Janana de Malucho Textile Mills Limited". Video link and login credentials shall be shared with only those members whose emails, containing all the required particulars, are received by the close of business hours (05:00 p.m.) on October 16, 2025.
 - ELECTRONIC VOTING AND POSTAL BALLOT**
It is hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 and its amendments notified vide SRO 2192/1/2022 dated December 5, 2022, members will be allowed to exercise their right to vote for the special business in the meeting, in accordance with the conditions mentioned in the aforesaid regulations. The Company shall provide its members with the following options for voting:
a. **VOTING PROCEDURE**
i. 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 hours on October 10, 2025.
ii. The e-mail address, login details, and password, will be communicated to members via email. The security code will be communicated to members through SMS from the web portal of Vision Consulting Ltd. (being the e-voting service provider).
iii. 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 hours on October 10, 2025.
iv. Members shall cast their vote online at any time from October 16, 2025, 9:00 a.m. (PST) to October 17, 2025, 05:00 a.m. (PST). Voting shall close on October 17, 2025, at 05:00 p.m.
v. Once the vote on the resolution is cast by a Member, he/she shall not be allowed to change it subsequently.
b. **POSTAL BALLOT VOTING PROCEDURE**
i. Members may alternatively opt for voting through postal ballot. For convenience of the members, Ballot Paper will be available on the Company's website www.jtm.com.pk with user stipulated time to download.
ii. The members must ensure that the duly filled and signed ballot paper, along with a copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting post at the Company's registered address, Habibabad, Kohat, or email at janana.letter@gmail.com one day before the AGM, i.e., on or before October 16, 2025, at 05:00 p.m. A postal ballot received after this deadline shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.
iii. The members must ensure that the duly filled and signed ballot paper, along with a copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting post at the Company's registered address, Habibabad, Kohat, or email at janana.letter@gmail.com one day before the AGM, i.e., on or before October 16, 2025, at 05:00 p.m. A postal ballot received after this deadline shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.
- INFORMATION ABOUT AUDITORS**
M/s. Rafiqul Baiter & Co., Chartered Accountants has been appointed as auditors as required under the Companies (Postal Ballot) Regulations, 2018, in respect of Agenda to be transacted at the forthcoming AGM, in order to observe the satisfactory procedures of the voting process including adequate procedural measures are required and reported as mentioned under section 115A. They have experience in rendering such services to clients. They are providing professional services in audit and assurance, accounting, tax and advisory, due diligence and other services to various listed and unlisted companies across Pakistan.
i. Members are requested to notify immediately any change in their address to the Company's Share Registrar.
ii. To comply with requirement of Section 119 of the Companies Act, 2017 and Regulation 19 of the Companies (General Provision and Forms) Regulations, 2016, all CDC and physical shareholders are requested to provide their email address and cell phone number incorporated/updated in their physical before CDC accounts.
iii. Members are informed that, in accordance with the SECP's S.R.O. 380/2023 dated March 21, 2023, and the Companies Act, 2017, the company will distribute its annual audited financial statements via email to members who have provided their email addresses to the Company. The audited financial statements can also be downloaded from the QR enable Code. However, if a request has been made by a member, the Company shall send hard copy of complete financial statements, at its registered address, within one week of request.
iv. The audited financial statements of the Company for the year ended June 30, 2025 and the notice of Annual General Meeting have also been posted and are made available on the Company's website www.jtm.com.pk and can be downloaded from the website.
v. Members are requested to restore their physical shares in Book entry form and get their names registered with the CDC, as early as possible, in compliance with the provisions of Section 72 (2) of the Companies Act, 2017.
vi. In compliance with Section 185 of the Companies Act, 2017 and Regulation 43(2) of 2025 dated March 17, 2025 issued by SECP, it is hereby notified that no gift in any form or manner, shall be distributed to shareholders at the Annual General Meeting.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 REGARDING THE SPECIAL BUSINESS

This statement sets out the material facts pertaining to the special business to be transacted at the Annual General Meeting of the Company to be held on 18th October 2025.

Item No. 05(A) of the Agenda: Sale of 134 Kanals of Land

- The sale of land is to be passed as a Special Resolution. The BOD of the Company hereby approves the sale of the land of the Company at the maximum realizable Price.

The BOD of the Company has already passed the said Resolution through circulation, that have approved to sell the Company's land consisting of 134 Kanals to be sold at the maximum realizable value, subject to the approval of the shareholders/investors as mentioned below:

Disclosures Under Clause 05(A) OF B.O. 43/2019

Details of Assets to be sold, leased, or disposed of shall include the following:

a. Description/Name of asset	Freehold land disclosed as Property, Plant and Equipment
b. Acquisition date of the asset	These investment properties were acquired by the Company from 1961 to 1982
c. Cost	Rs. 127,623,500
d. Revalued amount & date of revaluation (if applicable)	Rs. 1,032,080,760 - Year of Valuation 2022
e. Book Value	Rs. 1,032,080,760
f. Approximate current market price/fair value:	Rs. 1,726,000,000/- However, the precise amount will be determined at the time of finalizing the transaction with the prospective buyers. The sale price is expected not to be lower than fair value.
g. In case of sale, if the expected sale price is lower than book value or fair value, then the reasons for such a decrease should be disclosed.	Not Applicable
h. In case of lease of assets, terms, lease rentals, income rate, mode/duration of determination of lease rentals and other important terms and conditions of the lease.	Not Applicable

Additional information in case of disposal of land

- Location: Mousa Gari Mawaz Khan, Kohat
- Khassas Nos: 6670, 5672, 5674, 2669/5685, 5663 & 5630
- Nature of land (e.g., Commercial, agriculture etc.): Land Commercial and Agriculture
- Area proposed to be sold: 134 Kanals

The land will be sold to prospective buyers, either directly or through authorized agents, in a manner deemed most advantageous to the Company and its shareholders.

There is currently no identified buyer who constitutes a related party sale or disposal of assets along with following:

Rs received from the transaction. The proceeds will be utilized towards repayment of the Company's debts, satisfaction of obligations towards security received Rs. 98,801 million to account

KARACHI



KARACHI: A view of slow work progress on Green Bus Project near Capri Cinema irks commuters.-INP

Agriculture minister announces Wheat Growers Support Policy

OUR STAFF REPORTER
KARACHI

Sindh Minister for Agriculture, Sardar Muhammad Bux Mahar, has announced the launch of the Wheat Growers Support Policy, declaring it a historic initiative aimed at providing immediate relief to wheat farmers.

He stated that despite challenging circumstances, the Sindh government has now decided to assist farmers, said a statement on Friday. To facilitate farmer registration, monitoring and supervision committees have been established at the provincial, district, and local levels.

The registration process will be

initiated using the Benazir Hari Card database, national identity cards, and land revenue records.

All agricultural field assistant officers have been instructed to complete the registration within one month. Sardar Muhammad Bux Mahar further shared that a provincial-level monitoring committee has been formed under the leadership of the Director General of the Agriculture Department. Under the Wheat Growers Package, 411,000 farmers owning between 1 to 25 acres of land will be provided with fertilizer and urea. According to him, wheat will be cultivated on 2,262 million acres across Sindh, and under the Wheat Cultivation

Program, each farmer will receive Rs24,700 per acre. The Sindh government will allocate a total of Rs. 58 billion for this initiative. The minister added that after verification, the distribution of DAP fertilizer will be completed by November 2025, while the remaining two bags of urea will be provided to verified farmers after 20 January 2026, upon confirmation of cultivation.

He announced that agricultural officers' leaves have been cancelled for the next 90 days, and Agriculture Department offices will remain open on Saturdays to ensure smooth implementation of the program.

Organising free medical camps by social organisations are commendable, says Ghotki DC

OUR STAFF REPORTER
MIRPUR MATHALO

Deputy Commissioner Ghotki Manzoor Ahmed Kanani has said that organizing free medical camps by social organizations is a commendable initiative that benefits the common people. He expressed these views while inaugurating a two-day free medical camp organized at Civil Hospital Ghotki with the cooperation of Sindh Graduate Association (SGA), Muskrabat Foundation and Health Department for the treatment of children with congenital cleft palate and lips.

Speaking on the occasion, he said that social organizations in developing countries should play a full role in public welfare

Sindh Graduate Association for the treatment of children with congenital cleft palate and lips is an excellent initiative that will significantly benefit the deserving and people of remote areas here. He said that it is regrettable to say that disability in our society is not as painful as painful social attitudes, so we should collectively review our social attitudes. The Deputy Commissioner said that it is also important to explain through an awareness campaign why children are born with cleft palate or lip so that such incidents can be reduced. He appealed to other social organizations to raise awareness about the importance of vaccination and prevention of polio, cancer and other diseases, so that a positive change is brought about in the society. Earlier, Sindh Graduate Association (SGA) President Dr. Muhammad Nawaz Khan thanked the Deputy Commissioner and said that medical camps are organized by SGA in different areas from time to time under the expert doctors' public can be Professor Dr. Ganatra will provide children in the two-day camp. The opening ceremony was attended by SGA central leaders Manzoor Ahmed Ujjan, Syed Ali Raza Shah, Dr. Muhammad Nawaz Kalwar, Rauf Paras Dayo, Allah Warayo Boddar, Syed Iqbal Shah, Sindh Bar Council leader

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