



**M/S ALLAWASAYA TEXTILE AND FINISHING MILLS LIMITED, MULTAN**

## **NOTICE OF 68<sup>TH</sup> ANNUAL GENERAL MEETING**

Notice is hereby given that the 68<sup>th</sup> Annual General Meeting of the Company will be held on Monday October 27, 2025 at 11:30 a.m. at its registered office, Allawasaya Square, Vehari Road, Multan, to transact the following business:

### **ORDINARY BUSINESS:**

1. To confirm minutes of the Extra Ordinary General Meeting (EOGM) of the Company held on November 11, 2024.
2. To receive, consider and adopt the annual audited Financial Statements of the Company together with the Chairman's' Review Report, Directors' and Auditors' Reports thereon for the year ended June 30, 2025.

As required under Section 223 of the Companies Act, 2017 and pursuant to SRO. 389(I)/2023 dated March 21, 2023, the annual Financial Statements of the Company have been posted on the company's website, which can be viewed/ downloaded using the following web link and QR enabled code:

[https://www.allawasaya.com/annual\\_reports.html](https://www.allawasaya.com/annual_reports.html)



3. To appoint, auditors and fix their remuneration for the financial year ending June 30, 2026. A notice pursuant to the provisions of sub-section (2) of section 246 of the Companies Act, 2017 is hereby given that the Board, upon recommendation of the Audit Committee, has proposed the name of M/s Yousuf Adil Chartered Accountants, Lahore after obtaining their consent for appointment as external auditors of the Company. The retiring auditors being eligible, have offered themselves for re-appointment.

### **SPECIAL BUSINESS**

4. To consider and approve the sale of land of the Company located at Dunya Pur Road, Basti Dogran & Suigas Road, Multan and pass the following **Ordinary Resolution(s)**, with or without modifications, additions or deletions, in terms of the provisions of section 183(3)(a) of the Companies Act, 2017:

**"RESOLVED THAT** the consent of the members be and is hereby accorded for the disposal and sale of company's land measuring 121 Kanals 12 Marlas 21 Yards located at Dunya Pur Road, Basti Dogran & Suigas Road, Multan.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized and empowered to delegate its powers to the Chief Executive Officer (CEO) and/or the Executive Directors on such terms and conditions, they may deem fit and to act on behalf of the company to handle all matters and perform all the acts, in this regard in order to implement and in connection with the disposal of the above mentioned property

**HEAD OFFICE:** ALLAWASAYA SQUARE, VEHARI ROAD, MULTAN, PAKISTAN. PH: 061-4233624-26 EMAIL: [atm@allawasaya.com](mailto:atm@allawasaya.com)

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and to undertake all the related transactions contemplated, which shall include, but not be limited to:

- a) conducting negotiations, obtaining quotations etc., with interested parties in such manner and on such terms and conditions as are in the best interest of the company and its shareholders and which secure the best available market price;
- b) selling the concerned property to any individual, firm(s)/ partnership, bank(s) or private/ public limited companies or organization(s) or to any other person and, for that purpose, negotiating with financial institution(s) for vacating lien/ charges against assets if any, entering into an agreement to sell, sale deed or any other agreement with the buyer(s) or any other person, receiving the sale consideration, executing, preparing and signing any sale deed, conveyance deed and/ or transfer documents in favour of the buyer(s) or any other person by representing the same before all parties and authorities concerned and admitting execution thereof;
- c) representing before the Sub-Registrar or any other competent authority and getting any sale deed or other document(s) registered and collecting consideration amount in respect of the concerned property, and
- d) generally performing and executing in respect of the subject matter all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the transaction(s).

***FURTHER RESOLVED THAT*** Chief Executive Officer and/ or any Executive Directors be and are hereby jointly or severally, authorized and empowered to take all necessary steps, make the requisite decisions from time to time, do all such acts, deeds and things, obtain necessary approvals, and to execute and deliver all such deeds, agreements, declarations, undertakings and guarantees, including any ancillary document thereto or provide any such documentation for and on behalf and in the name of the company as may be necessary or required or as they or any of them may think fit for or in connection with or incidental for the purposes of carrying out the proposed Ordinary Resolution(s).

***FURTHER RESOLVED THAT*** the Chief Executive Officer of the company be and is hereby authorized to take all actions incidental or ancillary thereto with regard to the contemplated sale transaction.

***FURTHER RESOLVED THAT*** the Board be and is hereby empowered to agree upon modification in these resolutions that may be directed/ required by the SECP/ PSX or any other competent authority/ regulator without the need for any further approval of the shareholders.

***FURTHER RESOLVED THAT*** the Chief Executive Officer and/ or any the Executive Directors be and is hereby jointly or severally authorized to comply with the statutory requirements with the SECP, PSX and/ or any other relevant regulatory body and do all such acts, deeds and things as may be necessary under the law in this regard.

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**ALSO RESOLVED THAT** certified copies of resolutions be communicated to the concerned authorities and shall remain in force until notice in writing to the contrary be given."

(A Statement of material facts under Section 134(3) of the Companies Act, 2017 relating to this Special Business to be transacted at the AGM is annexed with this Notice of AGM.)

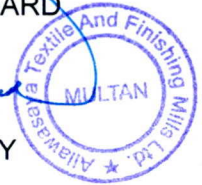
**OTHER BUSINESS:**

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

BY ORDER OF THE BOARD

  
(MUHAMMAD ISMAIL)

COMPANY SECRETARY



Multan, October 06, 2025

**NOTES:**

1. The Shares Transfer Books of the Company will remain closed from 21-10-2025 to 27-10-2025 (both days inclusive) transfers received in order at the office of the Company's Shares Registrar, M/s Hameed Majeed Associates (Pvt.) Limited, H.M. House, 7-Bank Square, Lahore by the close of business on October 20, 2025 will be treated in time.
2. A member entitled to attend and vote at the meeting, may appoint any other member as a proxy to attend, speak and vote on behalf of him/her. **A proxy must be a member.** Proxy Forms along with copies of CNICs of the member, his/ her proxy and their witness duly stamped with Rs.50/- revenue stamp, signed and witnessed by one person; in order to be valid must be received at the Registered Office of the Company not later than 48 hours before the time of holding the meeting.
3. Any individual beneficial owners of CDC, entitled to attend and vote at the meeting must bring his/her CNIC or passport to prove his/her identity and the proxy shall produce his/ her original CNIC or passport. In case of corporate members, the Boards' resolution or power of attorney with specimen signatures of the nominee shall require to be produced at the time of meeting.
4. **Members are requested to submit an attested photocopy of their valid Computerized National Identity Cards (CNICs) as per SECP's direction, if not provided earlier and also communicate to the Company immediately of any change in their addresses.**
5. Securities and Exchange Commission of Pakistan through its Circular No.4 dated February 15, 2021 has directed the listed companies to ensure the participation of members in general meeting through electronic means as a regular feature in addition to hold physical meetings. Accordingly, shareholders and their proxies who are interested to participate in the meeting through video link are requested to email their Name, Folio Number/ CDC Account Number, Mobile Number, Computerized National Identity Card (CNIC) Number and Number of Shares held in their name with subject "Registration for AWTX AGM" along with valid copy of both sides of CNIC/ Passport, attested copy of Board Resolution/ Power of Attorney (in case of corporate shareholders) at [secretary@allawasaya.com](mailto:secretary@allawasaya.com) or [shares@hmaconsultants.com](mailto:shares@hmaconsultants.com). Video link and login credentials (ZOOM APPLICATION) will be shared with only those members and their proxies whose emails, containing all the required particulars, will be received at least 48 hours before the time of AGM. The Login facility will remain open from start of the meeting till its proceedings are concluded.

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6. Pursuant to Section 132(2) and 134(b) of the Companies Act, 2017, members can also avail Video Conference facility in (name of cities where facility can be provided keeping in view geographical dispersal of members). In this regard please fill the following form and submit to the registered address of the Company within ten (10) days before holding of annual general meeting.

I/ We, \_\_\_\_\_ of \_\_\_\_\_, being a member of  
ALLAWASAYA TEXTILE AND FINISHING MILLS LIMITED, holder of \_\_\_\_\_ Ordinary Shares  
as per Register Folio No./ CDC A/C No. \_\_\_\_\_ hereby opt for Video Conference Facility at \_\_\_\_\_

\_\_\_\_\_  
Signature of member

If the Company receives consent from members holding an aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through Video Conference at least 10 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.

7. The SECP, vide Circular No. 2 of 2018 dated February 9, 2018, and S.R.O. 452(I)/2025 dated March 17, 2025, has strictly prohibited companies from offering or distributing gifts, incentives, or any similar benefits (including but not limited to tokens, coupons, meals, or takeaway packages) to Members at or in connection with general meetings. In accordance with Section 185 of the Companies Act, 2017, any non-compliance with these directives constitutes a punishable offence, and companies found in violation may be subject to enforcement actions and penalties.
8. Pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143 and 144 of the Companies Act, 2017 and S.R.O. 451(I)/2025 dated March 13, 2025, Members voting on items falling under Special Business will be allowed to exercise their right to vote through postal ballot, that is voting by post or electronic mode, in accordance with the requirements and procedure contained in the aforesaid Regulations. Detailed procedures for voting by postal ballot are provided on the ballot paper, while instructions for electronic voting will be sent to the Members by the Company's Share Registrar. **There shall be no voting by show of hands at the general meeting for items falling under Special Business and Members who do not cast their vote through electronic voting or postal ballot in advance for the said items shall only be permitted to cast their vote at the general meeting by way of ballot paper.** The schedule and procedure of Postal Ballot/ Electronic Voting shall be placed on the Company's website i.e., [www.allawasaya.com](http://www.allawasaya.com) within seven (7) days before the meeting.

Members are requested to update their details together with Name, Folio, Email Address, Contact Number to the **Share Registrar** and **E-Voting Service Provider** of the Company, **M/s Hameed Majeed Associates (Pvt.) Limited**, H.M. House, 7- Bank Square, Lahore by or before October 26, 2025.

In accordance with Regulation No.11 of the Companies (Postal Ballot) Regulations, 2018, the Board of the Company has appointed **M/s Yousuf Adil Chartered Accountants**, a QCR rated audit firm who will act as the **Scrutinizer** of the Company for the purpose of observing voting procedures for conducting special business of the company and to undertake responsibilities as defined in Regulation No.11A.

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Company Secretary



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### **PROCEDURE FOR E-VOTING**

9. Members who intend to exercise their right of vote through e-voting shall send email with subject "E-Voting Request" at [shares@hmaconsultants.com](mailto:shares@hmaconsultants.com) and provide their valid CNIC Numbers, Cell Numbers and Email address on or after October 20, 2025.
10. The web address, login details, and password will be communicated to members via email and the security codes will be communicated to the members through Email/ SMS from the web portal of **M/s Hameed Majeed Associates (Pvt.) Limited (E-Voting Service Provider)**. Those details will be shared with those members whose name will appear in the Register of Members of the Company by the close of business on October 20, 2025.
11. Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
12. Members can cast their vote for all Agenda Items online at any time from October 21, 2025 09:00 a.m. to October 26, 2025 till 05:00 p.m.
13. 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 BALLOT PAPER**

14. Members must opt for voting through postal ballot for all businesses classified as special business under the Act. For convenience of the Members, Ballot Paper will be available on the Company's website [www.allawasaya.com](http://www.allawasaya.com) within stipulated time to download.
15. Members must ensure that the duly filled and signed Ballot Paper, alongwith a copy of valid Computerized National Identity Card (CNIC) should reach the Chairperson of the meeting through post at the Company's registered address, Allawasaya Square, Vehari Road, Multan or email at [chairperson@allawasaya.com](mailto:chairperson@allawasaya.com) one day before the AGM i.e., October 26, 2025 before 05:00 p.m. A postal ballot received after this date and time shall not be considered for voting.
16. Please note that in case of any dispute in voting including the casting of more than one vote, the Chairperson shall be the deciding authority.

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

This statement sets out the material facts concerning the Special Business to be transacted at the Annual General Meeting ("AGM") of Allawasaya Textile and Finishing Mills Limited (the "Company") to be held on Monday, October 27, 2025 at 11:30 a.m. The approval of the members of the Company will be sought for the following:

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## **M/S ALLAWASAYA TEXTILE AND FINISHING MILLS LIMITED, MULTAN**

### **Item No.4 of the Agenda**

The Board of Directors have proposed in its meeting held on October 03, 2025 to dispose 121 Kanals 12 Marlas & 21 Yards of Company's Freehold Land situated at Dunya Pur Road, Basti Dogran & Suigas Road, Multan. The sale proceeds / revenue generated would be used, for repayment of liabilities of the Company owed to its creditors as well as to fulfill the working capital requirements and upgradation / installation of plant / machinery. This will improve performance of the Company, inter alia, by providing additional liquidity to the Company for utilization of funds towards profitable business activities.

### **Purpose of the sale**

The purpose of the sale of land is to pay the pressing liabilities and fulfill financial obligations and also to provide liquidity to the company in the form of working capital and upgradation of plant / machinery to operate at optimum level to achieve better results and add value for shareholders. This will reduce finance cost and allow the company to counter the multiple challenges being faced.

### **Details as per SRO 423(I)/2018**

*Special Business relating to members' approval for sale, lease or disposal of the undertaking or sizeable part thereof or sale / disposal of subsidiary that is to be transacted under clause (a) or (b) of sub-section (3) of section 183 of the Act.*

The material facts required to be disclosed under S.R.O 423 (I) /2018 dated April 3, 2018 when the Board of Directors proposes to sell, lease or otherwise dispose of an 'undertaking' or a 'sizeable part" thereof are given hereunder:

<b>S.NO.</b>	<b>SRO Description</b>	<b>Company Details</b>
i)	<b>Detail of assets to be sold, leased or disposed of shall include the following:</b>	
a)	Description/Name of asset.	Company proposes to sale its unutilized free hold Land situated at Dunya Pur Road, Basti Dogran & Suigas Road, Multan.  Total Area of Land is 121 Kanals12 Marlas 21 Yards.
b)	Acquisition date of the asset.	Land purchased by the Company in the years1969 & 1970.
c)	Cost.	Land: Rs.482,900/-

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d)	Revalued amount and date of revaluation (if applicable.	As per valuation report of the Registered Valuer namely: M/s.Harvester Services (Private) Limited dated 30/06/2025 Land: Rs.851,000,000/-
e)	Book value.	Land: Rs.851,000,000/-
f)	Approximate current market price/fair value.	The Current market price / fair value is expected to be in line or more than the re-valued amount as stated above. The exact amount, however, will be ascertained at the time of finalizing the transactions with the potential buyer(s).
g)	In case of sale, if the expected sale price is lower than book value or fair value, then the reasons thereof;	N/A
h)	In case of lease of assets, tenure, lease rentals, increment rate; mode/ basis of determination of lease rentals; and other important terms and conditions of the lease;	N/A
ii)	<b>Additional information in case of disposal of land:</b>	
a)	i) Location; ii) Nature of land (e.g. commercial, agriculture etc); and iii) Area proposed to be sold.	i) Dunya Pur Road, Basti Dogran & Suigas Road, Multan.  ii) Industrial/ Agriculture/ Residential  iii) 121 Kanals 12 Marlas 21 Yards
b)	The proposed manner of disposal of the said assets.	The Property will be disposed through negotiations with the buyer(s) through person(s) authorized by the Board of Directors in a way that is most beneficial for the shareholders and the Company.
c)	In case the company has identified a buyer, who is a related party the fact shall be disclosed in the statement of material facts.	The Company shall exercise all reasonable diligence in identifying buyer(s) willing to pay the fair market value and completing the transaction(s) in the best interest of the Company and its shareholders. As a result, there is no related party that requires disclosure in the statement of material facts.

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<b>iii) Purpose of the sale, lease along with following details:</b>		
a)	Utilization of the proceeds received from the transaction.	<p>The proceeds will be utilized inter alia for repayment of liabilities of the company, including creditors &amp; other pressing liabilities, up-gradation of plant and machinery, repayment of financial institutions, extension in solar system, repayment of Directors' Loans, improve the working capital requirement of the Company, additional requirement of liquidity for full capacity operations and requirement of funds for polyester viscose fabric manufacturing.</p> <p>The utilization of funds will improve the profitability significantly.</p>
b)	Effect on operational capacity of the company, if any; and	<p>The proposed transactions will ensure 100% operational capacity of the Company and its liquidity will improve and thus will utilize full capacity for operations towards profitability of the Company and shareholders.</p>
c)	Quantitative and qualitative benefits expected to accrue to the members.	<p>The proceeds will enable the Company to improve liquidity and quantitative performance, reduction in Bank loans (current liabilities), improvement in current ratio that will eventually lead to better financial performance by the Company and contribute towards increase earnings per share of the Company and the shareholders' value.</p>

### **Nature & Extent of Interest of Directors, directly or indirectly**

None of the Directors have any direct or indirect interest in the sale/disposal of the said Properties of the Company.

### **Availability of Relevant Documents**

Copies of the documents pertaining to foregoing Special Business are available for inspection at the Registered Office of the Company during normal office working hours from the date of publication of the Notice till the date of the AGM.

### **Undertaking by the Directors**

The Board of Directors have carried out necessary due diligence for the proposed transaction.

### **Expected time of completion of the transaction**

It is expected that transaction will be completed within one year from the date of passing of **Ordinary Resolution(s)** at the General Meeting.

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**BALLOT PAPER FOR VOTING THROUGH POST**

For voting through post for the Special Business Agenda Item No.4 at the Annual General Meeting of M/s Allawasaya Textile and Finishing Mills Limited ("the Company") to be held on Monday October 27, 2025 at 11:30 a.m. at its registered office situated at Allawasaya Square, Vehari Road, Multan.

Contact details of the Chairperson where Ballot Paper may be sent:

Business Address: The Chairperson, Allawasaya Textile and Finishing Mills Limited, Allawasaya Square, Vehari Road, Multan. Phone Nos.(061)4233624-26.

Email Address: [chairperson@allawasaya.com](mailto:chairperson@allawasaya.com)

Name of shareholder/joint shareholders	
Registered Address	
Folio No./ CDC Account	
Number of shares held	
CNIC/ Passport Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	

**Resolution for Agenda Item No. 4:**

To consider and approve the sale of land of the Company located at Dunya Pur Road, Basti Dogran & Suigas Road, Multan and pass the following **Ordinary Resolution(s)**, with or without modifications, additions or deletions, in terms of Section 183(3)(a) of the Companies Act, 2017:

**"RESOLVED THAT** the consent of the members be and is hereby accorded for the disposal and sale of company's land measuring 121 Kanals 12 Marlas 21 Yards located at Dunya Pur Road, Basti Dogran & Suigas Road, Multan.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized and empowered to delegate its powers to the Chief Executive Officer (CEO) and/or the Executive Directors on such terms and conditions, they may deem fit and to act on behalf of the company to handle all matters and perform all the acts, in this regard in order to implement and in connection with the disposal of the above mentioned property and to undertake all the related transactions contemplated, which shall include, but not be limited to:

- a) conducting negotiations, obtaining quotations etc., with interested parties in such manner and on such terms and conditions as are in the best interest of the company and its shareholders and which secure the best available market price;

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- b) selling the concerned property to any individual, firm(s)/ partnership, bank(s) or private/ public limited companies or organization(s) or to any other person and, for that purpose, negotiating with financial institution(s) for vacating lien/ charges against assets if any, entering into an agreement to sell, sale deed or any other agreement with the buyer(s) or any other person, receiving the sale consideration, executing, preparing and signing any sale deed, conveyance deed and/ or transfer documents in favour of the buyer(s) or any other person by representing the same before all parties and authorities concerned and admitting execution thereof;
- c) representing before the Sub-Registrar or any other competent authority and getting any sale deed or other document(s) registered and collecting consideration amount in respect of the concerned property, and
- d) generally performing and executing in respect of the subject matter all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the transaction(s).

***FURTHER RESOLVED THAT*** Chief Executive Officer and/ or any Executive Directors be and are hereby jointly or severally, authorized and empowered to take all necessary steps, make the requisite decisions from time to time, do all such acts, deeds and things, obtain necessary approvals, and to execute and deliver all such deeds, agreements, declarations, undertakings and guarantees, including any ancillary document thereto or provide any such documentation for and on behalf and in the name of the company as may be necessary or required or as they or any of them may think fit for or in connection with or incidental for the purposes of carrying out the proposed Ordinary Resolution(s).

***FURTHER RESOLVED THAT*** the Chief Executive Officer of the company be and is hereby authorized to take all actions incidental or ancillary thereto with regard to the contemplated sale transaction.

***FURTHER RESOLVED THAT*** the Board be and is hereby empowered to agree upon modification in these resolutions that may be directed/ required by the SECP/ PSX or any other competent authority/ regulator without the need for any further approval of the shareholders.

***FURTHER RESOLVED THAT*** the Chief Executive Officer and/ or any the Executive Directors be and is hereby jointly or severally authorized to comply with the statutory requirements with the SECP, PSX and/ or any other relevant regulatory body and do all such acts, deeds and things as may be necessary under the law in this regard.

***ALSO RESOLVED THAT*** certified copies of resolutions be communicated to the concerned authorities and shall remain in force until notice in writing to the contrary be given."

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Allawasaya Textile and Finishing Mills Ltd.

*[Signature]*  
Company Secretary



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**Instructions for Poll**

1. Please indicate your vote by ticking (✓) the relevant box.

2. In case if both the boxes are marked as (✓), your poll shall be treated as "Rejected".

I/we hereby exercise my/our vote in respect of the above resolution(s) through postal ballot by conveying my/our assent or dissent to the above resolution(s) by placing tick (✓) mark in the appropriate box below (delete as appropriate);

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1	Resolution for Agenda Item No.4			

**NOTES:**

1. Dully filled postal ballot should be sent to the Chairperson of Allawasaya Textile and Finishing Mills Limited, Allawasaya Square, Vehari Road, Multan or scanned copy of the original Postal Ballot to be emailed at [chairperson@allawasaya.com](mailto:chairperson@allawasaya.com).
2. Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the Postal Ballot Form.
3. Postal ballot forms should reach the Chairperson of the meeting on or before October 26, 2025, upto 05:00 p.m. (last date of receiving postal ballot). Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC / Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. This postal ballot paper is also available for download from the website of the Company at [www.allawasaya.com](http://www.allawasaya.com). Shareholders may download the ballot paper from website or use the same ballot paper published in newspapers.

**Signature of Shareholder(s)/ Proxy Holder(s)/ Authorized Signatory**

(in case of corporate entity, please affix company stamp)

Place: \_\_\_\_\_

Date: \_\_\_\_\_

**HEAD OFFICE:** ALLAWASAYA SQUARE, VEHARI ROAD, MULTAN, PAKISTAN. PH: 061-4233624-26 EMAIL: [atm@allawasaya.com](mailto:atm@allawasaya.com)

Allawasaya Textile and Finishing Mills Ltd.

*[Signature]*  
Company Secretary