

SAMIN TEXTILES LIMITED



17 February 2022

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


Certified Copy of Resolutions Passed in Extraordinary General Meeting of Samin Textiles Limited ("the Company")

Dear Sir,

Under the Clause 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange Limited ("PSX"), it is informed that an Extraordinary General Meeting of the Company held on Tuesday, 15 February 2022 at 10:00 am at 8.7-Km Multan Road, Lahore, herewith we are enclosing certified copies of the resolutions duly passed and adopted.

Yours truly

For and on behalf of
Samin Textiles Limited


Muhammad Tayyab
Company Secretary



CERTIFIED COPY OF THE RESOLUTIONS PASSED AND ADOPTED IN EXTRAORDINARY GENERAL MEETING OF THE COMPANY HELD ON FEBRUARY 15, 2022

ORDINARY BUSINESS:

AGENDA ITEM 1: To confirm the minutes of the previous annual general meeting

“RESOLVED THAT, the minutes of the Annual General Meeting of the Company held on October 28, 2021, be and are hereby approved, ratified and confirmed.”

SPECIAL BUSINESS:

AGENDA ITEM 1:

To agree, approve and adopt the Scheme between the Company and its members and Waves Singer Pakistan Limited (“WSPL”) and its members by passing the following resolutions

“RESOLVED THAT the Scheme of Arrangement dated December 23, 2021 (the “Scheme”), placed before the meeting for consideration and approval, in terms of which, inter alia, a specific undertaking of Waves Singer Pakistan Limited (“WSPL”), as more particularly described in the Scheme, shall be carved out and demerged from WSPL and shall be transferred to, stand vested in and assumed by the Company, in consideration of which, the Company shall allot and issue certain number of shares to the WSPL and its shareholders and be liable to pay certain cash consideration to the WSPL, each as determined and calculated in accordance with the Scheme, is hereby approved and adopted, along with any modifications / amendments required or conditions imposed by the Honorable Lahore High Court, subject to sanction by the Honorable Lahore High Court at Lahore, in terms of the provisions of the Companies Act, 2017.”

RESOLVED FURTHER THAT, Mr. Aamir Jamil Director of the Company be and is hereby authorized singly on behalf of Samin Textiles Limited to take or cause to be taken any or all acts, deeds and things as may be considered necessary or appropriate for implementation of the Scheme and all actions necessary for implementation and completion of the Scheme.”

To transact any other business with the permission of the Chair:

There was no other business for discussion on the agenda, the meeting was declared closed with a vote of thanks to the Chair.

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M. Jamil
Company Secretary
Certified True Copy

