



D.M. Textile Mills Limited

Westridge, Rawalpindi - Pakistan.

E-mail: dmtm@dmtextile.com.pk Website: dmtextile.com.pk
dmtextilemills@yahoo.com

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that Extra Ordinary General Meeting of the Company will be held at the registered office of the Company, Westridge Industrial Area, Rawalpindi at **3:00pm on 31 January, 2023** to transact the following business:

1. To confirm the Minutes of the last Annual General Meeting held on 27-10-2022.
2. To elect seven Directors of the Company as fixed by the Board of Directors in their meeting held on 23-12-2022 in accordance with Section 159 of the Companies Act, 2017 for a period of three years commencing from 01 February 2023. The retiring Directors are Mr. Mian Habib Ullah, Mr. Sami Ullah, Mr. Abrar Alam, Mr. Amer Zeb, Mr. Syed Hameed Ul Haq, Mr. Muhammad Suleman Khan and Mr. Rao Khalid Pervaiz and they are eligible for re-election.
3. To transact any other business with the permission of the Chairman.

Rawalpindi
Date: January 06, 2023

By the order of the Board


Company Secretary (Acting)

NOTES:

1. The members' register will remain closed from **24 January 2023 to 31 January 2023** (both days inclusive). Transfers received at Share Registrar Office, Corplink (Pvt) Ltd, Wings Arcade, 1-K, Commercial, Model Town, Lahore by the close of business on **23rd January 2023** will be entertained.
2. A member, who seeks to contest an election to the office of Directors, shall whether he/she is a retiring director or otherwise file with the Company at the Registered Office not later than fourteen days before the date of the meeting, the following documents under the relevant laws & regulations.
 - i) Notice of his/her intention to offer himself/herself for election as a Director;
 - ii) Consent to act as Director under section 167 of the Companies Act, 2017;
 - iii) A detailed Profile;
 - iv) A declaration confirming that:
 - a) He/She is aware of the duties of directors under the Companies Act, 2017, the Memorandum and Articles of Association and listing regulations of the Stock Exchange.



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- b) He/She is not ineligible to become a director of the Company under any applicable laws and regulations (including regulations of the stock exchange).
 - c) He/She is not serving as a director of more than seven listed companies including this Company, excluding directorships in the subsidiaries of listed holding companies.
3. A member eligible to attend and vote at this meeting may appoint another person as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company at the registered office not later than 48 hours before the time for holding the meeting.
4. CDC account holders will further have to follow the guidelines as laid down in circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan:
- a. For attending the meeting
 - i). In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall authenticate his/her identity by showing his original computerized national identity card (CNIC) or original passport at the time of attending the meeting.
 - ii). In case of corporate entity, the board of directors' resolution/power of attorney with specimen signatures of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting
 - b. For appointing proxies
 - i). In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the proxy form as per the above requirement.
 - ii). The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
 - iii). Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
 - iv). The proxy shall produce his original CNIC or original passport at the time of the meeting.
 - v). In case of corporate entity, the board of directors' resolution/power of attorney with specimen signatures shall be submitted (unless it has been provided earlier) along with proxy form to the company.



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5. Shareholders are requested to immediately notify the change in address, if any to the Company's Share Registrar M/s. Corplink (Pvt) Ltd, 1-K, Commercial, Model Town, Lahore.
6. Proxy Form attached with Notice to the Members.

Statement(s) of Material Facts under section 166(3) & 134(3) of the Companies Act, 2017 regarding election of Independent Directors.

The Company is required to have atleast two independent directors on its Board. The persons to be elected as independent directors shall meet the criteria set out for independence under section 166 of the Companies Act, 2017 and Companies (Manner and Selection of Independent Directors) Regulations, 2018. The process of election of independent directors will be in terms of section 159 of the Companies Act, 2017.

No Directors have direct or indirect interest in the above said business except that they may consent for election of directors accordingly.