

# RUBY TEXTILE MILLS LTD.,

35-Industrial Area, Gulberg -III, LAHORE-54660, PAKISTAN. Ph:(+92-42) 3576-1243-44, 3571-4601  
Fax: (+92-42) 3576- 1222, 3571-1400, E-mail: cfo@rubytexile.com.pk,info@rubytexile.com.pk



## **NOTICE OF EXTRAORDINARY GENERAL MEETING (ELECTION OF DIRECTORS)**

### **Notice under Section 159 (4) of the Companies Act, 2017**

Notice is hereby given under Section 159 (4) of the Companies Act, 2017 that in pursuance of Section 159 (3) of the said Act, the following persons have filed notices of their intention to contest the election of Directors of the Company at the Extraordinary General Meeting of the Company scheduled to be held on Monday, May 8, 2023 at 10.00 am at 35-Industrial Area, Gulberg-III, Lahore.

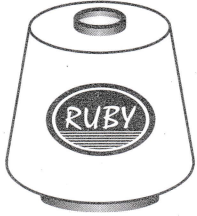
1. Mr. Noor Elahi
2. Mrs. Parveen Elahi
3. Mrs. Naheed Javed
4. Mr. Mansoob Ahmed Khan
5. Mr. Amjad Shahid
6. Mr. Muhammad Aslam Ansari
7. Mr. Imtiaz Ahmed

Since the number of persons who have given notices to offer themselves to be elected, is the same as fixed by the Board of Directors of the Company under Section 159 (1) of the Companies Act, 2017, the persons named above shall be deemed to have been elected as Directors of the Company at the above referred meeting of the members.

Lahore  
April 15, 2023



*[Signature]*  
By order of the Board  
(Sania Saleem)  
Company Secretary



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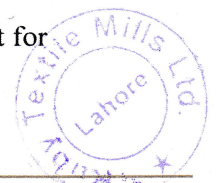
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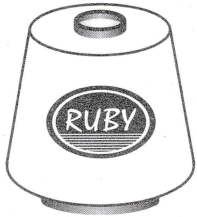


## Notes:-

1. Any member who seeks to contest the election of the directors whether he is retiring director or otherwise, must file the following documents and information with the Company at its Registered Office 35-Industrial Area, Gulberg-III, Lahore, not later than 14 days before the date of the meeting:
    - a. His/her Folio#/CDC Investor Account#/CDC Participation #/ Sub-Account#
    - b. Notice of his/her intention to offer himself/herself for the election as directors in terms of Section 159(3) of the Act
    - c. Consent to act as director as per form 28 under Section 167 of the Act.
    - d. A detailed profile for placement on Company's website.
    - e. An attested copy of valid Computerized National Identity Card.
    - f. A declaration stating the qualifications to become director of the Company under applicable laws and regulations.
    - g. A declaration under Clause 6(3) of Listed Companies (Code of Corporate Governance) Regulations, 2019 (Applicable in case of consent to act as Independent director only.
    - h. Detail of other directorship and offices held, if any.
  2. The Share transfer Books of the Company will remain closed from May 05, 2023 to May 08,2023 (both days inclusive) .Transfers received in order by our Shares Registrar, M/s Corplink (Pvt) Ltd, 1-k,(Commercial) wings Arcade Model Town , Lahore-54700, Pakistan at the close of business on May 04, 2023 will be treated in time for determination of entitlement to attend and vote in the Extraordinary General Meeting.
  3. A member of the Company entitled to attend and vote at the Extraordinary General Meeting may appoint another member as his/her proxy to attend and vote in place of him/her at the meeting .Proxies in order to be effective must be received at the Registered Office of the Company duly stamped and signed not less than 48 hours before the time of meeting.
  4. Shareholders, who have deposited their shares into Central Depository Company of Pakistan , must bring their participant' s ID numbers and account /sub account numbers along with origin al Computerized National Identity Cards or original Passports at the time of attending the meeting in order to facilitate identification of respective shareholders
  5. In case of corporate entity , the Board of Director' s resolution /power of attorney with specimen signature of the nominee shall be produced at the time of meeting
  6. Members are requested to timely notify any change in their addresses.
  7. Members who have not yet submitted copies of their Computerized National Identity card (CNIC) are requested to send the same to our Shares Registrar at the earliest.
  8. Pursuant to "Companies (Postal Ballot) Regulations, 2018" issued vide SECP SRO.254 (I )/2018 dated February 22, 2018 members may exercise their right to vote through Postal Ballot.
  9. Members can also avail video conference facility in the cities where facility can be provided keeping in view the geographical dispersal of members. In this regard fill the form and submit to the registered address of the company 10 days before the date of Extraordinary General Meeting .The video conference facility will be provided only in the company receives consent from members holding in aggregate 10% or more shareholding residing at geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting. The company will intimate members regarding venue of video conference facility at least 5 days before the date of General Meeting along with complete information necessary to enable them to access such facility.
- I/We \_\_\_\_\_ being member of Ruby Textile Mills Ltd, holder of
- a. Ordinary shares as per Register Folio#/CDC Account#/Participant Id# hereby opt for Video conference facility at \_\_\_\_\_.

\_\_\_\_\_  
Signature of shareholder





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## STATEMENT OF MATERIAL FACTS PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2017

### Election of Directors:

Section 166 of the companies Act 2017 provides that the statement of material facts annexed to notice of the general meeting called for the election of directors shall indicate justification for selecting the individual as a candidate for the election as independent director. It will be ensured that the independent directors to be elected will meet the criteria set out for independence under section 166 of the companies Act 2017, and regulations issued thereunder.

The directors are not interested, directly or indirectly, in the above business other than as shareholders of the company and that they are eligible to contest the election for the directorship.

