





Tuesday May 30, 2023



جلد نمبر 33، 18 اپریل 1444، 29 مئی 2023، 14 جون 2080، شمارہ نمبر 209، راجسٹرار نمبر 357، فون نمبر 042-111-138-682، فیکس نمبر 042-36296817، صفحات 10، قیمت 30 روپے

Table with 5 columns: Member Name, CNIC Number, Registration Number, and other details. Includes a QR code and contact information.

دین ٹیکسٹائل ملز لمیٹڈ
اطلاع برائے غیر معمولی اجلاس عام
رہنما ڈائنس، دین پلاس، A-35، 1، لالہ زار پارک، لاهور۔
ممبران کو مطلع کیا جاتا ہے کہ دین ٹیکسٹائل ملز کا غیر معمولی اجلاس عام 19 جون 2023 کو 10:00 a.m. بجے شروع ہوگا۔

ممبران سے درخواست ہے کہ وہ اپنے پاس کی کسی بھی تہی کے بارے میں ہمارے رابطہ نمبر پر مطلع کریں۔
فون نمبر: 042-111-138-682

دین ٹیکسٹائل ملز لمیٹڈ کے لیے ممبران اور ان کے پرائیویٹ سیکٹرز سے درخواست کی جاتی ہے کہ وہ اپنے فائل نمبر، فوٹو، پتہ اور دیگر معلومات فراہم کر کے دین ٹیکسٹائل ملز لمیٹڈ کے ساتھ اپنا رجسٹریشن کروانے کے لیے تیار رہیں۔

"You only live once, but if you do it right, once is enough."

-Mae West

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Newly merged FATA districts needs due attention: CM KP

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Hamoon Jadugar strongly criticizes Mehwish Hayat's Tumha e Imtiaz

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Lahore

Simultaneously published from Lahore | Islamabad | Peshawar

Vol. XVIII, Issue 047 Regd. No. 111

TUESDAY  
Dhul-Qadah 09, 1444 | May 30, 2023



## DIN TEXTILE MILLS LIMITED

### NOTICE OF EXTRA ORDINARY GENERAL MEETING

#### Registered Office:

Din House, 35-A/1, Lalazar Area, Opp. Beseh Luxury Hotel, M.T. Khan Road, Karachi.

NOTICE is hereby given that an Extra Ordinary General Meeting (EOGM) of Din Textile Mills Limited (the "Company") will be held at the Din Tower, Plot No. 1, Green Acres, 7 km. Rainwind Road, Lahore and through video link facility on June 19, 2023, at 10:00 a.m. to transact the following special business:

#### Ordinary Business

1. To confirm the Minutes of Annual General Meeting of the Company held on 28th October, 2022 at 12:00 p.m.

2. To consider and, if thought fit, approve increase in Authorized Share Capital, from PKR 2,000,000,000/- divided into 200,000,000/- ordinary shares of PKR 10/- each, to PKR 10,000,000,000/- divided into 1,000,000,000/- ordinary shares of PKR 10/- each, and to pass with or without modification(s), addition(s), or deletion(s) the following resolution as special resolution for increase of Authorized Share Capital of the company and to approve consequent amendment in the Memorandum and Article of Association of the company, subject to requisite approval, if any"

"Resolved that Authorized Share capital of the company be and is hereby increased, from PKR 2,000,000,000/- divided into 200,000,000/- ordinary shares of PKR 10/- each, up to PKR 10,000,000,000/- divided into 1,000,000,000/- ordinary shares of PKR 10/- each, by creation of 800,000,000/- additional ordinary shares of PKR 10/- each, to rank pari passu in every respect with the existing ordinary shares of the company".

"Further Resolved that in consequence of decide increase in the authorized capital of the company V of the Memorandum of Association of the company and Article 5 of the Article of Association of the company be and are replaced accordingly, to read as follows".

#### Clause V of the Memorandum of Association

Authorized Share Capital of the Company is Rs. 10,000,000,000/- (Rupees Ten Billion) divided into 1,000,000,000/- (One Billion) ordinary shares of Rs. 10/- each with power to increase, reduce or re-organize the capital and to divide the shares, into several classes in accordance with the provision of the Companies Act, 2017.

#### Article 5 of the Article of Association

The authorized share capital of the Company is Rs. 10,000,000,000/- (Rupees Ten Billion) divided into 1,000,000,000/- (One Billion) ordinary shares of Rs. 10/- each with power to increase, reduce or re-organize the capital and to divide the shares into several classes provided however, that rights as between various classes of ordinary share, if any, as to profits votes and other benefits shall be strictly proportionate to the paid-up capital value of the shares.

"Further Resolved that Shaikh Mohammad Naveed the Chief Executive Officer and Mr. Farhad Shaikh Mohammad Director of the company or Company Secretary be and are hereby single authorized to do all acts, deeds, things, take any or all necessary actions to complete all legal and corporate formalities and file already request documents with the Security and Exchange Commission of Pakistan effectuate and implement this resolution".

3. To transact any other business with the permission of the chair.

BY ORDER OF THE BOARD  
MUHAMMAD NAVEED YAR KHAN  
Company Secretary

Karachi: May 29, 2023

#### Notes:

##### 1. Book Closure

The share transfer books of the Company will remain closed from June 13, 2023 to June 19, 2023 (both days inclusive). Transfers received in order at the office of the Company's Independent Share Registrar, M's CDC Share Registrar Services Ltd., CDC House, 99-B, S.M.C.H.S, Main Shahr-e-Faisal, Karachi by the close of business (5:00 PM) on June 12, 2023 will be treated in time for the purposes of attending and voting at the EOGM. Proxy Form, in English and Urdu languages, have been dispatched to the members along with the notice of EOGM.

##### Instrument of Proxy

2. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote. The Instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarial attested copy of the power of attorney must be deposited at the registered office of the Company at least 48 hours before the time of the meeting. A proxy must be a member of the company. A Company or a Corporation being a member of the Company may appoint a representative through a resolution of board of directors for attending and voting at the meeting.

#### Attendance

3. To attend the meeting through video link, the members and their proxies are requested to register themselves by providing the following information along with their Name, Folio Number, Cell No., and Number of Shares held in their name, a valid copy of CNIC (both sides)/ passport attested copy of board resolution / power of attorney (in case of corporate shareholders) through email at [naveedyar@dingroup.com](mailto:naveedyar@dingroup.com) and/or [muhammadjawad@dingroup.com](mailto:muhammadjawad@dingroup.com) by June 12, 2023.

Name of Member / Proxy holder	CNIC No.	Folio No. / Participant ID/Account No.	Cell No. / WhatsApp No.	Email ID.
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The shareholders who are registered after the necessary verification shall be provided with a video link by the Company at the said email address. The login facility will remain open from the start of the meeting till its proceedings are concluded.

4. Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") will further have to follow the applicable guidelines as laid down by the Securities and Exchange Commission of Pakistan in Circular No 1 of 2000.

5. Members are requested to be timely notified of any change in their addresses to our independent Share Registrar.

#### 6. Notice to Shareholders who have not provided CNIC:

The shareholders who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs (if not already provided) directly to our independent Share Registrar at the address given in Note No. 1.

#### Polling on Special Business Resolutions:

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 ("the Regulations") amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of Din Textile Mills Limited (the "Company") will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business in its forthcoming Extraordinary General Meeting to be held on Monday June 19, 2023, at 11:30 AM, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

#### Procedure for E-Voting

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 on June 12, 2023.

II. The web address, login details, and password, will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of CDC Share Registrar Services Limited (being the e-voting service provider).

III. Identity of the Members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

IV. E-Voting lines will start from June 14, 2023, 09:00 a.m. and shall close on June 18, 2023 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

#### Statement under Section 134(3) of The Companies Act 2017

This statement sets out material facts concerning the special businesses listed at agenda items No. 2 to be transacted at the extraordinary general meeting of the Company to be held on June 19, 2023.

#### Agenda Items No. 2

The present Authorized Share Capital of the Company is Rs. 2,000,000,000/- divided into 200,000,000/- ordinary shares of Rs. 10/- each. In order to provide the Company with adequate leverage for funding of future growth and expansion plans and capitalization of reserves by issuing right/bonus shares in years to come, the Board of Directors has proposed to increase, the Authorized Share Capital of the Company by Rs. 8,000,000,000/- divided into 800,000,000/- Ordinary Shares of Rs. 10/- each from existing Share Capital of Rs. 2,000,000,000/- to Rs. 10,000,000,000/-. Future reference of the Companies Act, 2017 in the existing clause V of the Memorandum of Association and clause 5 of the Articles of Association has been proposed to be amended to refer the Companies Act, 2017, to bring it in line with the current statute.

For this purpose, a Special Resolution is proposed in the forthcoming Extra Ordinary General Meeting with respect to increase in Authorized Share Capital and related alterations in the Memorandum and Article of Association respectively.

The Director of the Company have no interest in this business except to the extent of their respective shareholding in the Company.

#### Procedure for Voting Through Postal Ballot

a. Members may alternatively opt for voting through postal ballot. For the convenience of the members, Ballot Paper is annexed to this notice and the same is also available on the Company's website [www.dingroup.com](http://www.dingroup.com)

b. 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 through post at the Company's Karachi Office, Din Textile Mills Limited Din House, 35-A/1, Lalazar Area, Opp. Beseh Luxury Hotel, Karachi, or email at [naveedyar@dingroup.com](mailto:naveedyar@dingroup.com) one day before the EOGM, i.e., on June 18, 2023 before 5:00 p.m. A postal ballot received after this time / date shall not be considered for voting. The signature on the Ballot Paper shall match with signature on the CNIC.

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Newly merged FATA districts needs due attention: CM KP

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