

بر حمتك يا ارحم الراحمين

JANANA DE MALUCHO TEXTILE MILLS LIMITED

SHARES DEPARTMENT
HABIBABAD, KOHAT

Date: June 22, 2023

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

Subject: Certified Extract of Resolutions Passed in the Extraordinary General Meeting

In accordance with the clause 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to enclose a certified copy of the resolutions passed and adopted by the members of the Company at the Extraordinary General Meeting (EOGM) held on 22nd June 2023 at registered office of the Company.

The Special Resolution Agenda Item No.2, proposed for increase in authorized capital of the Company and consequent alteration in Memorandum and Articles of Association was not passed by the members of the company at the EOGM.

The above is submitted for circulation amongst the TRE certificate holders of the Exchange.

Yours Sincerely,


Abid Raza

Company Secretary



Encl: (as above)

JANANA DE MALUCHO TEXTILE MILLS LIMITED

SHARES DEPARTMENT
HABIBABAD, KOHAT

RESOLUTIONS PASSED AND ADOPTED IN THE EXTRAORDINARY GENERAL MEETING OF JANANA DE MALUCHO TEXTILE MILLS LTD. HELD ON 22ND JUNE 2023 AT THE REGISTERED OFFICE OF THE COMPANY, HABIBABAD, KOHAT

A-ORDINARY BUSINESS

Agenda Item No. 1—Confirmation of Minutes

“Resolved that the minutes of the Extraordinary General Meeting of the shareholders of the company held on 20th May 2023 be and are hereby confirmed and approved.”

B-SPECIAL BUSINESS

Agenda Item No. 3-- To substitute the Article 49 of the Articles of Association of the Company

"RESOLVED THAT Article 49 of the existing Articles of Association of the Company be and is hereby substituted to read as follows:

- 1) The Board of Directors may at any time pass a resolution to capitalize any part of the sum for the time being standing to the credit of any reserve fund or reserve account of the Company, including premiums received on the issue of any shares or debentures of the Company, or being undivided net profits in the hand of the Company, be capitalized, and that such sum be appropriated as capital to and amongst the ordinary shareholders in the proportions in which they would have been entitled thereto if the same had been distributed by way of dividend on the ordinary shares, effective; and the Directors shall in accordance with such resolution apply such sum in paying up in full any unissued shares as bonus shares or debentures of the Company on behalf of the ordinary shareholders aforesaid, and appropriate such bonus shares or debentures and distribute the same credited as fully paid up to any amongst such shareholders in the proportions aforesaid in satisfaction of the shares and interests of such shareholders in the said capitalized sum or otherwise deal with such sum as directed by such resolution.
- 2) Where any difficulty arises with regard to any distribution to be made as aforesaid, the Directors may settle the same as they may think expedient and, in particular, may fix the value for distribution of any Shares constituting fractional Certificates or any part thereof, and may, in order to adjust the rights of all parties, determine that cash payment shall be made to any Member upon the footing of the value so fixed in order to adjust rights, and may vest any such Shares or assets in trustees upon such trusts for the persons entitled to the shares in the appropriation or distribution as may seem expedient to the Directors.

“FURTHER RESOLVED THAT:

- a) The Chief Executive Officer and the Company Secretary (hereinafter referred to as the “Authorized Officers”) be and are hereby jointly or severally authorized to complete all the necessary legal and corporate formalities pertaining to this resolution.
- b) The Chief Executive Officer and the Company Secretary, be and are also hereby jointly or severally authorized to take any further modifications/amendments/corrections at a later stage if pointed out by Securities and Exchange Commission of Pakistan (the Commission), and such further modifications/amendments/corrections shall be deemed part of this special resolution without the need for passing a fresh special resolution, and to take such other steps, execute such other documents and make necessary corporate and other filings as may be



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necessary or expedient for the purpose of giving effect to the above resolutions and all other matters incidental or ancillary thereto.”

Agenda Item No. 4-- To circulate the Annual Audited Financial Statements through QR enabled code & web-link

"**RESOLVED THAT** circulation/ dissemination of Annual Audited Financial Statements to the shareholders through QR enabled code and web-link as notified by the Securities and Exchange Commission of Pakistan vide its S.R.O. 389 (1)/2023 dated March 21, 2023 or any other transmission medium allowed by the regulators, be and is hereby approved."

"**Further Resolved** that the Chief Executive and the Company Secretary be and is hereby jointly or severally authorized to do all acts, deeds and things, take or cause to be taken any action as may be necessary, incidental or consequential to give effect to this resolution.

CERTIFIED TRUE COPY

It is certified that the above Resolutions were duly passed at the Extraordinary General Meeting of the company held on 22nd June 2023.

Abid Raza
Company Secretary

