



# KOHINOOR TEXTILE MILLS LIMITED

Registered Office : 42-LAWRENCE ROAD, LAHORE PAKISTAN. PHONE: 042-36302261-62 FAX : 92-42-36368721

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


**PUCARS / Courier**  
KTML/PSX-18/34  
October 19, 2023

## **ADOPTION OF SPECIAL RESOLUTIONS BY THE SHAREHOLDERS IN ANNUAL GENERAL MEETING**

Dear Sir,

Pursuant to requirement of Listing Regulation No. 5.6.9(b) of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to submit herewith certified true copy of the Special Resolutions adopted by the Shareholders of **Kohinoor Textile Mills Limited** in the Annual General Meeting held on **Thursday, October 19, 2023 at 12:00 Noon** at 42-Lawrence Road, Lahore, the Registered Office of the Company, for your reference and record.

Yours faithfully,  
**For Kohinoor Textile Mills Limited**

  
**(Muhammad Ashraf)**  
*Company Secretary*



**Encl.: As Above**



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## **SPECIAL RESOLUTIONS ADOPTED BY THE SHAREHOLDERS IN THE ANNUAL GENERAL MEETING HELD ON THURSDAY, OCTOBER 19, 2023 AT 12:00 NOON AT 42-LAWRENCE ROAD, LAHORE, THE REGISTERED OFFICE OF THE COMPANY**

### **SPECIAL RESOLUTIONS**

1. **“Resolved** by way of special resolution that consent and approval of Kohinoor Textile Mills Limited (the “Company”) be and is hereby accorded under Section 199 of the Companies Act, 2017 (the “Act”) for investment in the form of loans / advances from time to time to **Maple Leaf Cement Factory Limited**, a subsidiary of the Company, upto an aggregate sum of **Rs. 1,000 million** (Rupees one thousand million only) for a period of one year commencing November 01, 2023 to October 31, 2024 (both days inclusive) at the mark-up rate of one percent above three months KIBOR or one percent above the average borrowing cost of the Company, whichever is higher. Vide special resolution passed in general meeting held on October 27, 2022 by the shareholders, the Company was authorized to extend a facility of similar nature to the extent of Rs. 1,000 million which is valid till October 31, 2023.

**Resolved further** that the Chief Executive Officer and the Company Secretary of the Company be and are hereby authorized **singly** to take all steps necessary, ancillary and incidental, corporate and legal formalities for the completion of transactions in relation to the loans / advances to the subsidiary company but not limited to filing of all the requisite statutory forms and all other documents with the Securities and Exchange Commission of Pakistan, executing documents all such notices, reports, letters and any other document or instrument to give effect to the above resolution.”

2. **“Resolved** by way of special resolution that consent and approval of Kohinoor Textile Mills Limited (the “Company”) be and is hereby accorded under Section 199 of the Companies Act, 2017 (the “Act”) for investment in the form of loans / advances from time to time to **Maple Leaf Capital Limited**, a subsidiary of the Company, upto an aggregate sum of **Rs. 1,000 million** (Rupees one thousand million only) for a period of one year commencing November 01, 2023 to October 31, 2024 (both days inclusive) at the mark-up rate of one percent above three months KIBOR or one percent above the average borrowing cost of the Company, whichever is higher. Vide special resolution passed in general meeting held on October 27, 2022 by the shareholders, the Company was authorized to extend a facility of similar nature to the extent of Rs. 1,000 million which is valid till October 31, 2023.

**Resolved further** that the Chief Executive Officer and the Company Secretary of the Company be and are hereby authorized **singly** to take all steps necessary, ancillary and incidental, corporate and legal formalities for the completion of transactions in relation to the loans / advances to the subsidiary company but not limited to filing of all the requisite statutory forms and all other documents with the Securities and Exchange Commission of Pakistan, executing documents all such notices, reports, letters and any other document or instrument to give effect to the above resolution.”

**Certified True Copy**  
**For Kohinoor Textile Mills Limited**

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MILLS : PESHAWAR ROAD, RAWALPINDI. PHONES : 051-5495328-32 (5 LINE) FAX : 51 - 5471795

KARACHI OFFICE : 25 WEST WHARF ROAD, INDUSTRIAL AREA, KARACHI. PHONES : 021-32313992-93 FAX : 021-32313064



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3. **“Resolved that** the transactions conducted with the Related Parties as disclosed in the note 38 of the unconsolidated financial statements for the year ended June 30, 2023 and specified in the Statement of Material Information under Section 134(3), be and are hereby ratified, approved and confirmed.”
4. **“Resolved that** the Board of Directors of the Company be and is hereby authorized to approve the transactions to be conducted with the Related Parties on case to case basis for the financial year ending on June 30, 2024.

**Resolved further** that these transactions by the Board shall be deemed to have been approved by the shareholders and shall be placed before the shareholders in the next Annual General Meeting for their formal ratification/approval.”

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Certified True Copy  
For Kohinoor Textile Mills Limited

  
Secretary