

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN pursuant to Order dated April 15, 2022 passed by Honourable Judge of the Lahore High Court, Multan Bench in Civil Original No. 02 of 2022, that an Extraordinary General Meeting of the shareholders of **Mahmood Textile Mills Limited** will be held at its registered office, i.e., **Mehr Manzil O/s Lohari Gate, Multan**, on **May 31, 2022 at 10:00:00 AM** to transact the following business.

To consider and, if thought fit, approve, adopt and agree to the Scheme of Arrangement between **Masood Fabrics Limited, Roomi Fabrics Limited, Mahmood Textile Mills Limited, Masood Spinning Mills Limited, MG Agri Foods (Pvt.) Limited, Roomi Poultry (Pvt.) Limited, Passion Foods (Pvt.) Limited, Mahmood Cotton Ginning Pressing Oil Mills Limited, Khawaja Muhammad Iqbal, Khawaja Muhammad Ilyas and Khawaja Muhammad Younus** and in that connection to consider and if thought fit to pass the following special resolution with or without modification:

“RESOLVED THAT the Scheme of Arrangement for inter alia reconstruction and rearrangement (the “Scheme”) between Masood Fabrics Limited, Roomi Fabrics Limited, Mahmood Textile Mills Limited, Masood Spinning Mills Limited, MG Agri Foods (Pvt.) Limited, Roomi Poultry (Pvt.) Limited, Passion Foods (Pvt.) Limited, Mahmood Cotton Ginning Pressing Oil Mills Limited, Khawaja Muhammad Iqbal, Khawaja Muhammad Ilyas and Khawaja Muhammad Younus, considered by this meeting and initialed by the chairmen of this meeting for purposes of identification, be and is hereby approved, adopted and agreed”.

A copy of the Scheme of Arrangement, the Statement of Information under Section 281 of the Companies Act, 2017 explaining its effect, relevant latest accounts and Proxy Form are attached with the notice of meeting. Further copies of the Scheme of Arrangement, relevant audited accounts, all other relevant record and the Statement of Information have been kept at the Registered Office of the Company and may be obtained during normal office hours on application prior to the meeting by the members and other persons entitled to attend the meeting.

Mr. Kashif Rajwana (3rd Floor, Mobilink Building, Near Commssioner Officer, LMQ Road, Multan, 0314 614 4444) and **Mian Babur Saleem** (205 – Metro Plaza, Qasim Road, Multan Cantt., 0300 7335979), Advocates, have been appointed by the Honourable Lahore High Court to convene and to act as Joint Chairmen of the meeting and to report the result thereof to the Honourable High Court.



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The Scheme of Arrangement will be subject to subsequent approval and sanction of the Honourable High Court.



Company Secretary
Mahmood Textile Mills Limited

Dated: **May 10, 2022**

NOTES:

- The share transfer books of the company will remain closed and no transfer of shares will be accepted for registration from **May 24, 2022** to **May 31, 2022** (both days inclusive).
- A member entitled to attend and vote at the General Meeting may appoint another member as his/her proxy to attend and vote instead of him/her at the meeting. Proxies must be deposited at the Company Registered Office not less than 48 (forty-eight) hours before the time of holding the meeting.
- Pursuant to provisions of the SECP's Circular No. 10 of 2014 dated May 21, 2014, if the Company receives consent from members holding an aggregate 10 % or more shareholding, residing in a geographical location to participate in the meeting through video conference at least ten days prior to the date of the meeting, the company will arrange video conference facility in that city subject to availability of such facility in that city. In this regard, please fill out the following and submit to the company at its registered office, at least ten days prior to the date of the meeting.

"I/We,of..... being a member of the Mahmood Textile Mills Limited, holder of....., ordinary shares as per registered Folio No./CDC A/C....hereby opt for video conference facility at"
Signature of Member.