

The Crescent Textile Mills Limited

Notice of Annual General Meeting

Notice is hereby given that the 66th Annual General Meeting of the shareholders of The Crescent Textile Mills Limited (the "Company") will be held on Saturday, the October 31, 2015 at 9:00 a.m. at the registered office of the Company at 45-A, Off: Zafar Ali Road, Gulberg-V, Lahore to transact the following business:-

Ordinary Business:

- 1 To receive, consider and adopt the audited financial statements of the Company for the year ended June 30, 2015 together with the Directors' and Auditors' Reports thereon.
- 2 To approve, as recommended by the Board of Directors, payment of cash dividend @ 14.5% i.e. Rs. 1.45 per share for the year ended June 30, 2015.
3. To appoint Auditors of the Company and fix their remuneration.

Special Business:

4. To consider and if thought fit, to pass with or without modification, the following resolutions as special resolution:

"Resolved that the approval of the members of the Company be and is hereby accorded in terms of Section 208 of the Companies Ordinance, 1984 for long term equity investment of Rs. 99,044,280 in Crescent Steel and Allied Products Limited, an associated company, for subscribing 1,707,660 ordinary right shares at Rs.58 per share including a premium of Rs 48 per share offered to the Company on its existing shareholding as per term and conditions disclosed to the members.

Resolved Further That Mr. Muhammad Anwar, Chief Executive Officer and Mr. Ahmad Shafi, Executive Director of the Company, be and are hereby singly authorized to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions."

By Order of the Board

(Naseer Ahmad Chaudhary)
Corporate Secretary

Registered Office:
45-A, Off: Zafar Ali Road,
Gulberg-V, Lahore:

T: +92-042-111-245-245

F: +92-042-111-222-245

Dated: October 03, 2015

Note:

1. Right Shares and Book Closure:

The Board of Directors of the Company has decided to issue 30.0551% right shares (30.0551 right shares for every 100 shares held) at a premium of Rs. 7.5 per share (total Rs. 17.5 per share). The right shares will be offered to all the members whose names will appear on the Members' Register of the Company at the close of business on November 14, 2015. The Members' Register will remain closed from November 15, 2015 to November 22, 2015 (both days inclusive) for right share entitlement. Physical / CDC

transfers received in order at the Share Registrar's Office of the Company by the close of business on October 22, 2015 will be treated in time for the entitlement of cash dividend to the transferee and to attend the meeting. The Members' Register will remain closed from October 23, 2015 to October 31, 2015 (both days inclusive).

2. A member eligible to attend and vote in this meeting may appoint another member as proxy to attend and vote in the meeting. Proxies in order to be effective must be received by the company at the Registered Office not later than 48 hours before the time for holding the meeting.

3. Shareholders are requested to immediately notify the change in address, if any.

4. CDC account holders will further have to follow the guidelines as laid down in circular No.1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan:

5. **Computerized National Identity Card (CNIC) / National Tax Number (NTN)**

CNIC or NTN of the shareholders is mandatory in terms of the directive of the Securities and Exchange Commission of Pakistan contained in S.R.O. 831(I)/2012 dated July 05, 2012 for the issuance of future dividend warrants etc., and in the absence of such information, payment of dividend may be withheld in term of SECP's above mentioned directive. Therefore, the shareholders who have not yet provided their CNICs or NTN are once again advised to provide the attested copies of their CNICs or NTN (if not already provided) directly to our Independent Share Registrar without any further delay.

6. **Dividend Mandate Option**

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged where shareholders can get amount of dividend credited into their respective bank accounts electronically without any delay. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 05, 2013 advised all Listed Companies to adopt e-dividend mechanism due to the benefits it entails for shareholders. In view of the above, you are hereby encouraged to provide a dividend mandate in favour of e-dividend by providing dividend mandate form duly filled in and signed.

7. **Availability of Audited Financial Statements on Company's Website**

The Company has placed the Audited Annual Financial Statements for the year ended June 30, 2015 along with Auditors and Directors Reports thereon on its website: www.ctm.com.pk

8. **Deduction of Income Tax from Dividend @ Revised Rates**

Pursuant to the amendment in section 150 of the Income Tax Ordinance, 2001 through Finance Act 2015, the revised Income Tax Rates on Dividend Income are as follows:

Income Tax Return Filer	12.5%
Income Tax Return Non Filer	17.5%

Income Tax will be deducted on the basis of Active Tax Payers List posted on the Federal Board of Revenue website. Members seeking exemption from deduction of

income tax or are eligible for deduction at reduce tax are requested to provide us valid tax certificate or documentary evidence as the case may be. Members desiring non deduction of Zakat are also requested to submit a valid declaration for non-deduction of Zakat, if not provided earlier.

The FBR has clarified that shareholders accounts jointly held by filers and Non-filers shall be dealt with separately and in such particular situation, each account holder is to be treated individually as either a filer or a non-filer and tax will be deducted according to his shareholding. If the share is not ascertainable then each account holder will be assumed to hold equal proportion of shares and the deduction will be made accordingly. Therefore, in order to avoid deduction of tax at a higher rate, the joint account holders are requested to provide the below details of their shareholding to the Share Registrar of the Company latest by the close of business on October 22, 2015.

Follo/CDC Account No.	Name of Shareholders	CNIC	Shareholding	Total Shares	Principal/joint Shareholders
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9. **Transmission of Financial Statements to the Members through e-mail**

In pursuance of SECP notification S.R.O 787 (I)/2014 dated September 08, 2014, the companies have been allowed to circulate their Annual Balance Sheet and Profit and Loss Account, Auditor's Report and Director's Report (Annual Financial Statements) along with Notice of Annual General Meeting (Notice) through e-mail to the members of the Company. Members desiring to avail this facility may provide the requisite information to the Company for which form may be downloaded from the Company's website: www.ctm.com.pk