

**D.M. TEXTILE MILLS LIMITED**

**NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Annual General Meeting of the Company will be held at factory premises at industrial area, Westridge, Rawalpindi, **on Friday, October 31, 2014, at 05:00 PM**, to transact the following business:

**ORDINARY BUSINESS**

1. To confirm the Minutes of the last Extra Ordinary General Meeting of the Company held on 31-01-2014.
2. To receive, consider and adopt the annual audited accounts of the company for the year ended 30 June 2014 together with directors' and auditors' reports thereon.
3. To appoint auditors and fix their remuneration.

**SPECIAL BUSINESS**

4. To consider and approve the proposal to offer a suitable piece of surplus land at the premises of factory to NIB Bank Ltd in settlement of their outstanding loans and to pass the following resolution, with or without modification, as a Special Resolution:

**Resolved that** a suitable piece of surplus land at the premises of factory be offered to NIB Bank Ltd in settlement of their outstanding loans.

**Further Resolved that** Mian Habib Ullah, Chief Executive Officer and Rao Khalid Pervaiz, Director of the Company be and are hereby authorized to jointly sign the agreement and give effect to this resolution.

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

Statement under section 160(1)(b) of the Companies Ordinance, 1984 is annexed.

Rawalpindi  
Date: October 09, 2014

By the order of the Board

**M.F. ZAMAN QURESHI, FCA**  
Company Secretary

**Notes:**

1. The members' register will remain closed from **24 October 2014 to 31 October 2014** (both days inclusive). Transfers received at Share Registrar Office, Corplink (Pvt) Ltd, Wings Arcade, 1-K,

Commercial, Model Town, Lahore or our registered office by the close of business on 23<sup>rd</sup> October 2014 will be entertained.

2. A member eligible to attend and vote at 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:
  - a. For attending the meeting
    - i). In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall authenticate his/her identity by showing his original computerized national identity card (CNIC) or original passport at the time of attending the meeting.
    - ii). In case of corporate entity, the board of directors' resolution/power of attorney with specimen signatures of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting
  - b. For appointing proxies
    - i). In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account and their registration details are uploaded as per the regulations, shall submit the proxy form as per the above requirement.
    - ii). The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
    - iii). Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
    - iv). The proxy shall produce his original CNIC or original passport at the time of the meeting.
    - v). In case of corporate entity, the board of directors' resolution/power of attorney with specimen signatures shall be submitted (unless it has been provided earlier) along with proxy form to the company.

**D.M. TEXTILE MILLS LIMITED**

**Statement material facts under Section 160(1)(b)**  
**of the Companies Ordinance, 1984**

The Board of Directors have decided to settle the outstanding loans of NIB Bank limited amounting to Rs.109,087,242. This will considerably reduce the financial liabilities of the Company. For this purpose the Board has proposed that a suitable piece of surplus land at the premises of the factory be offered to NIB Bank Limited, after carrying out evaluation by a recognized valuator, in settlement of the outstanding loans. It is proposed to place the following resolution before the shareholders at the Annual General Meeting to be passed as a Special Resolution, with or without modification:

**Resolved that** a suitable piece of surplus land at the premises of factory be offered to NIB Bank Ltd in settlement of their outstanding loans.

**Further Resolved that** Mian Habib Ullah, Chief Executive Officer and Rao Khalid Pervaiz, Director of the Company be and are hereby authorized to jointly sign agreement with the bank and give effect to this resolution.

Rawalpindi  
Date: October 09, 2014

By the order of the Board

M.F. ZAMAN QURESHI, FCA  
Company Secretary