

**NOTICE OF EXTRAORDINARY
GENERAL MEETING**

NOTICE IS HEREBY GIVEN that the Extra Ordinary General Meeting of **Dewan Textile Mills Limited** ("**DTML**" or "**the Company**") will be held on **Wednesday, January 30, 2013, at 10:30 a.m.** at Dewan Cement Limited Factory Site, at Deh Dhando, Dhabeji, District Malir, Karachi, Pakistan; to transact the following businesses upon recitation from Holy Qur'aan and other religious recitals:

1. To confirm the minutes of the preceding Annual General Meeting of the Company held on Wednesday, October 24, 2012;
2. To elect Seven Directors on the Board of Directors of the Company, pursuant to the provisions of Section 178 of the Companies Ordinance, 1984 ("Ordinance"). The following are the retiring Directors;
 - i. Dewan Muhammad Yousuf Farooqui
 - ii. Dewan M. Hamza Farooqui
 - iii. Dewan Asim Mushfiq Farooqui
 - iv. Dewan Abdul Baqi Farooqui
 - v. Dewan Abdul Rehman Farooqui
 - vi. Mr. Haroon Iqbal
 - vii. Mr. Aziz-ul-Haque
3. To consider any other business with the permission of the Chair.

By order of the Board



Syed Muhammad Salahuddin
Company Secretary

Karachi: December 21, 2012

NOTES:

1. The Share Transfer Books of the Company will remain closed for the period from January 24, 2013 to January 30, 2013 (both days inclusive).
2. Members are requested to immediately notify change in their addresses, if any, at our Shares Registrar Transfer Agent BMF Consultants Pakistan (Private) Limited, located at Annum Estate Building, Room No. 310 & 311 3rd Floor, 49, Darul Aman Society, Main Shahr-e-Faisal, Adjacent Baloch Colony Bridge, Karachi, Pakistan.

3. A member of the Company entitled to attend and vote at this meeting, may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by the Company at the abovesaid address, not less than 48 hours before the meeting.
4. CDC Account holders will further have to observe the following guidelines, as laid down in Circular 01 dated January 20, 2000, issued by the Securities and Exchange Commission of Pakistan:
 - a) **For Attending Meeting:**
 - i) In case of individual, 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/her original 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, along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) at the time of meeting.
 - b) **For Appointing Proxies:**
 - i) In case of individual, 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 requirements.
 - ii) Two persons, whose names, addresses, and CNIC numbers shall be mentioned on the form, shall witness the proxy.
 - iii) Attested copies of CNIC or passport of the beneficial owners and proxy shall be furnished along with the proxy form.
 - iv) The proxy shall produce his/her 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, along with the specimen signature of the nominee, shall be produced (unless it has been provided earlier) along with the proxy form to the Company.

PROXY FORM

I/we _____ of _____ being a member (s) of **DEWAN TEXTILE MILLS LIMITED** and holder of _____ Ordinary Shares as per Registered Folio No. _____ and/or CDC Participant I.D. number _____ and Sub Account No. _____, hereby appoint _____ of _____ or failing him/her _____ of _____, as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company to be held on **Wednesday, January 30, 2013, at 10:30 a.m.** at Dewan Cement Limited Factory Site, at Deh Dhando, Dhabeji, District Malir, Karachi, Pakistan

Signed this _____ day of _____ 2013.

1. Signature: _____
Witness: _____
Name: _____
Address: _____

C.N.I.C. No.: _____
Passport No.: _____

2. Signature: _____
Witness: _____
Name: _____
Address: _____

C.N.I.C. No.: _____
Passport No.: _____

**Signature on Five
Rupees Revenue
Stamp**

**The Signature Should agree
with the specimen registered
with the Company**

NOTES:

A member of the Company entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be effective, must be received by our Share Registrar Transfer Agent BMF Consultants Pakistan (Private) Limited, located at Annum Estate Building, Room No. 310 & 311 3rd Floor, 49, Darul Aman Society, Main Shahr-e-Faisal, Adjacent Baloch Colony Bridge, Karachi, Pakistan, not less than 48 hours before the meeting. CDC Account holders will further have the following guidelines as laid down by the Securities and Exchange Commission of Pakistan.

a. For Attending Meeting:

- i. In case of individual, 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/her 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 the specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of meeting.

b. For Appointing Proxies:

- i. In case of individual, 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 requirements.
- ii. Two persons, whose names, addresses and CNIC numbers shall be mentioned on the form to witness the proxy.
- iii. Attested copies of CNIC or passport of the beneficial owners and proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her original CNIC or original passport at the time of meeting.
- v. In case of corporate entity, the Board of Directors' Resolution/Power of Attorney with the specimen signature of the nominee shall be produced (unless it has been provided earlier) along with the proxy form to the Company.