



FAZAL CLOTH MILLS LIMITED



Registration No. 9903492

FCML/1503/G/ 589

September 28, 2017.

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
KARACHI.

Sub: NOTICE OF BOARD MEETING

Dear Sir,

1. This is to inform you that the meeting of the Board of Directors of the Company will be held at 11:00 a.m. on **Thursday, October 05, 2017** at **59/3 ABDALI ROAD, MULTAN** to consider the Annual Accounts for the period ended June 30th, 2017. Enclosed please find herewith a copy of the Notice of Meeting for your perusal and necessary action please.

2. You may please inform the members of the Exchange accordingly.

Regards,

Asad Mustafa
Company Secretary

Encl: As Above.



FAZAL CLOTH MILLS LIMITED



Registration No. 9903492

AGENDA

FCML/1503/G/ 589
September 28, 2017.

All the Directors,
Fazal Cloth Mills Limited,
MULTAN.

Dear Sir(s),

Notice is hereby given that the Meeting of the Board of Directors of the Company will be held on **Thursday October 05, 2017 at 11:00 a.m.** at **59/3 ABDALI ROAD, MULTAN** to transact the following business:

1. To confirm the minutes of the last meeting of the Board of Directors of the Company dated April 28, 2017.
2. To receive and consider the recommendations of the Audit Committee in pursuance of the Code of Corporate Governance, the Pakistan Stock Exchange Ltd Listing Rules and Regulations.
3. To receive, consider and adopt the Audited Accounts of the Company for the year ended June 30, 2017 together with the Auditors' Report thereon.
4. To prepare and finalize Directors' Report.
5. To prepare appropriation.
6. To consider and approve Capital Expenditure (Approximately) at Spinning/Weaving Units at Qadir Pur Rawan By Pass, Khanewal Road, MULTAN/Jhang Road, MUZAFFARGARH:

a. Letter of Credits:

SR #	L/C # / Bank	DESCRIPTION OF ASSETS	OF	CCY	AMOUNT
1.	1711842084 / Allied	Cards / Draw Frames		CHF.	607,960.00
2.	1712842441 / Allied	Blow Room Machinery		US \$.	119,548.00
3.	37926 / Al-Habib	Cooling Tower		US \$.	75,600.00
4.	1718645354 / Allied	Roving Frames		EURO.	144,000.00
5.	1724248512 / Allied	Automatic Cone Winder		EURO.	186,000.00
6.	247 / B.O.P.	Automatic Cone Winder		EURO.	186,000.00
7.	In Process	Uster Testing Equipment		CHF.	348,000.00
8.	In Process	Generator Set		US \$.	784,000.00
9.	In Process	Gas Generator Set		US \$.	705,000.00

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b. Misc:

SR #	Details	RUPEES
1.	Open End U-2	5,391,394.00
2.	Ring RX 240	1,251,012.00
3.	AC Plant for New	2,245,056.00
4.	AC Plant for Open End	2,711,430.00
5.	Extension for Gas Power	2,076,664.00
6.	Unit 7 & 9 Mixing	3,235,572.00
7.	Open End U 7	1,001,521.00
8.	L.T Panel Complete with Power Factor Panel 4000A	6,250,860.00
9.	Cooling Tower 750 KW From PRP Engineers	1,870,000.00
10.	Air Conditioning Plant for U 2	3,220,275.00
11.	Air Conditioning Plant for Rotor Spinning U 7	4,671,365.00
12.	Air Conditioning Plant for Rotor Spinning U 7	1,406,640.00
13.	New Head Office Building	59,802,023.00
14.	Office Furniture for Head Office	5,577,409.00
15.	Ducting in Ring Department for New R X 300E	1,643,740.00
16.	Electric Fitting and Installations	1,899,883.00
17.	Acson Floor Stand A/Cs 04 nos 4 ton & 12 nos 2 ton for Head Office	1,511,999.00
18.	Colony and Residential Area	1,957,929.00
19.	Reed Count	1,095,500.00
20.	Boiler Triplex 4.1 DDFC	15,004,968.00
21.	Electric Fitting and Installation	3,277,324.00
22.	Turbine Pump # 2 1.5 cu ph	1,665,689.00

7. To consider and approve to incur Capital Expenditure to purchase following vehicles for use by the Company's Executives/Officers at Mills:
- Motor Car Suzuki Swift for Manager Taxation for Rs. 1,377,000.00.
 - Motor Car Honda Civic 1-vtec 1.8 for Mr. Muhammad Zahid for Rs. 2,434,500.00.
 - Motor Car Honda Civic No. MN-17-918 for GM Marketing for Rs. 2,584,500.00.
8. To consider and approve the disposal of Honda City MN-11-3754 for Rs. 1,529,029.00 being old through sale and through negotiations and to authorize the Chief Executive Officer to finalize the deal.
9. To consider and approve to incur Capital Expenditure, as detailed below, of **FAZAL WEAVING MILLS LIMITED**, a wholly subsidiary Company of FCML at Qadir Pur Rawan Bypass, Khanewal Road, MULTAN:

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a. Letter of Credits

SR #	L/C #	DESCRIPTION OF ASSETS	CCY	AMOUNT
1.	1718845479 / Allied	Draw Frames 4 Sets	CHF.	254,400.00

b. Misc:

SR #	Details	RUPEES
1.	Rain Water Collecting Tanks SW 8 and SW 9	1,084,173.00
2.	Main Factory Building – Extension	4,184,903.00
3.	Labour Colony	8,055,844.00
4.	Electric Fitting & Installation	10,021,073.00
5.	Electronic Equipment for Electric Department	2,786,266.00
6.	Cooling Tower	7,217,366.00

10. To fix the date of **52nd Annual General Meeting** of the Company.
11. To fix the period of Books Closure.
12. To consider and recommend the appointment of M/S. KPMG Taseer Hadi & CO., Chartered Accountants, LAHORE as External Auditors of the Company for the financial year 2017-18 in pursuance of Code of Corporate Governance.
13. To approve promotion of Mr. Muhammad Azam as Chief Financial Officer of the Company and Mr. Faizan Ul Haq as Chief Operating Officer with immediate effect.
14. To consider the plan to off load share holdings by sponsors to general public up-to 25% of paid up capital i.e. 7,500,000 shares in light of requirement of Pakistan Stock Exchange Limited.
15. To consider and approve the equity investment up-to Rs. 70,000 (Rupees seventy thousand only) in associated company "FATIMA ELECTRIC COMPANY LIMITED".
16. Any other business with the permission of the Chairman.

BY ORDER OF THE CHIEF EXECUTIVE

ASAD MUSTAFA
Company Secretary

NOTE.

In pursuance of clause xxvi of Code of Corporate Governance, the closed period will be from September 28, 2017 to October 05, 2017 (both days inclusive) during which No director/CEO or Executive shall, directly or indirectly, deal in the shares of the Company in any manner.