



# KOHINOOR SPINNING MILLS LIMITED



7/1, E-3, Main Boulevard, Gulberg - III, Lahore, Pakistan.  
Tel: +92-42-35757108, 35717510 - 17 Fax: +92-42-35764036, 35764043, 35757105  
Email: ksml@pol.com.pk

## EXTRACT OF RESOLUTIONS PASSED IN EXTRA ORDINARY GENERAL MEETING HELD ON 21ST JANUARY 2023 AT 10:30 AM AT 7/1 E-3, MAIN BOULEVARD GULBERG-III, LAHORE

"Resolved that, subject to compliance with the provisions of all applicable laws and requisite regulatory approvals, permissions, and sanctions, including the approvals of the Securities and Exchange Commission of Pakistan (the "SECP") under proviso to Section 83 of the Companies Act, 2017 ("Act") approval be and is hereby accorded to Kohinoor Spinning Mills Limited (the "Company") to increase the paid-up capital of the Company from PKR 1,078,571,425 to PKR 2,178,571,425 by the issuance of additional 220,000,000 Ordinary Shares of the face value of PKR 5 each by way of otherwise than right shares at a price of PKR 5 each, total PKR. 1,100,000,000 to the following directors of the Company/ their relatives against the amount of PKR 1,100,000,000 in aggregate already provided by them to the Company as an interest-free loan:

1- Mohammad Naveed	Rs.819,547,560.00
2- Khawaja Muhammad Jahangir	Rs.118,037,500.00
3- Mohammad Hamza Yousaf	Rs.136,003,940.00
4- Khawaja Muhammad Nadeem	Rs. 20,581,000.00
5- Khawaja Shahzad Younas	<u>Rs. 5,830,000.00</u>
Total:-	<u>Rs.1,100,000,000</u>

Further resolved that the shares when issued shall from the date of their allotment, rank *pari passu* in all respects with the existing fully paid Ordinary Shares and the recipient of such shares shall enjoy similar rights and entitlements in respect of these shares as in respect of previously held shares from the date of allotment.

Further resolved that the Company Secretary of the Company, be and is hereby authorized singly ("Authorized Persons") to enter into and execute such documents as may be required in relation to the further issue of shares otherwise than right shares.

Further resolved that the Authorized Persons, be and are hereby further authorized to take all steps necessary, ancillary and incidental for the issuance of the shares otherwise than right shares including but not limited to obtaining all requisite regulatory approvals, preparation and circulation of the notice of the General Meeting, preparing the resolutions to be placed before the General Meeting; engaging legal advisor(s) and consultants for the purposes of the above, filing of the requisite application(s), statutory forms and all other documents as may be required to be filed with SECP and any other authority, submitting all such documents as may be required, executing all such certificates, applications, notices, reports, letters and any other document or instrument including any amendments or substitutions to any of the foregoing as may be required in respect of the issue of further shares without right shares and all other matters incidental or ancillary thereto.



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**Further Resolved That** the Company be and is hereby authorized to take all such actions including but not limited to the filing the requisite applications (through the Authorized Persons or their appointed consultants) for seeking permission from the Securities and Exchange Commission of Pakistan and such other regulatory authorities as may be required for issuance of further capital without right offering and all matters relating thereto.

**Resolved further that** all acts, deeds, and actions taken by the Authorized Persons pursuant to the above resolutions for and on behalf of and in the name of the Company shall be binding acts, deeds, and things done by the Company.

**Resolved further that** the aforesaid special resolution(s) shall be subject to any amendment, modification, addition or deletion as may be suggested, directed and advised by the shareholders, SECP and / or any other regulatory body which suggestion, direction and advice shall be deemed to be part of these Special resolution(s) without the need of the shareholders to pass fresh Special Resolution(s)."

**For Kohinoor Spinning Mills Limited**

**(Company Secretary)**