



## **Sapphire Textile Mills Limited**

212-Cotton Exchange Building,  
I.I Chundrigar Road, Karachi – 74000 Pakistan  
Phones: 92-21-111-000-100  
Fax: 92-21-2416705, 92-21-2417418  
E-Mail: tax.karachi@sapphiretextiles.com.pk

October 14, 2022

The General Manager  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road,  
Karachi,

Dear Sir,

### **SUBJECT: DISCLOSURE OF MATERIAL INFORMATION**

In accordance with Section 96 of the Securities Act, 2015 and Clause 5.6 of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the information as received from "transferee companies " Resource Corporation (Private) Limited and its members, Channel Holdings (Private) Limited and its members, ATMZ Company (Private) Limited and its members, Synergy Holdings (Private) Limited and its members , SFL Corporation (Private) Limited and its members, and STM Corporation (Private) Limited and its members through the letter attached herewith in respect of transfer of shares of the Company under Scheme of Arrangement as sanctioned by the High Court of Sindh (the Court) at Karachi.

In view of above you are requested to Kindly disseminate the information to the members of Exchange accordingly.

Your Sincerely

Zeeshan  
Company Secretary



cc: Director/ Head of Department  
Surveillance, Supervision and Enforcement Department  
Securities & Exchange Commission of Pakistan  
NIC Building, 63 Jinnah Avenue,  
Blue Area, Islamabad.

Annexure A

DISCLOSURE FORM

IN TERMS OF SECTION 96 OF THE SECURITIES ACT, 2015

Name of the Company:	<i>Sapphire Textile Mills Limited</i>
Date of Report:	<i>October 14, 2022</i>
Contact Information:	<i>Mr. Zeeshan Company Secretary Sapphire Textile Mills Limited 212 Cotton Exchange Building I.I Chundrigar Road, Karachi Phones: 92-21-111-000-100 E-Mail: contact@sapphiretextiles.com.pk</i>

Disclosure of inside information by Listed Company

Public disclosure of inside information, which directly concerns listed securities.

In accordance with Section 96 of the Securities Act, 2015 we hereby convey the following information that the shares of **Sapphire Textile Mills Limited** held by **Amer Tex (Pvt) Limited** have been transferred as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi vide order J.C.M. No. 08 of 2022 vide order dated September 01, 2022, as per detail below.

<i>Transferee companies</i>	<i>Number of shares transferred</i>	<i>% of shares transferred</i>
Resource Corporation (Private) Limited	29,274	0.135%
Channel Holdings (Private) Limited	29,274	0.135%
ATMZ Company (Private) Limited	29,274	0.135%
Synergy Holdings (Private) Limited	29,273	0.135%
SFL Corporation (Private) Limited	177,596	0.819%
STM Corporation (Private) Limited	127,355	0.587%
Total	422,046	1.946%

In view of above you are requested to Kindly disseminate the information to the members of Exchange accordingly.

Your Sincerely

*For and Behalf of Sapphire Textile Mills Limited*


*Zeeshan  
Company Secretary*

**CHANNEL HOLDINGS (PVT.) LIMITED**

October 14, 2022

The Chief Executive  
Sapphire Textile Mills Limited  
212 Cotton Exchange Building  
I.I Chundrigar Road,  
Karachi

Dear Sir,

**Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015**

**PART A**

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *Channel Holdings (Pvt) Limited* have acquired 29,274 number of shares and 0.1350% of the shares of *Sapphire Textile Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 08 of 2022 dated September 01, 2022 as per details below

Previous Shareholding	Previous % of Shareholding	Share transferred form Amer Tex (Pvt) Ltd	New Shareholding	New % of Shareholding
1,241,181	5.7224%	29,274	1,270,455	5.8574%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

3. Before this acquisition *Channel Holdings (Pvt) Limited* was holding 1,241,181 shares of *Sapphire Textile Mills Limited*. After the abovementioned acquisition the total shareholding of *Channel Holdings (Pvt) Limited* in *Sapphire Textile Mills Limited* is 1,270,455 number of shares which represent 5.8574% of the total issued voting shares of the *Sapphire Textile Mills Limited*.

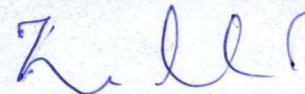
**PART B**

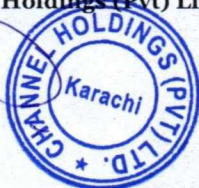
**Particulars of the Acquirer**

(i) Name and Address: Channel Holdings (Pvt) Limited  
312 Cotton Exchange Building I.I Chundrigar Road, Karachi  
(ii) CUIN: 0133407  
(iii) Date of Incorporation: April 25, 2019  
(iv) Jurisdiction of Incorporation: Pakistan  
(v) Authorized and Issued Share : 2,500,000 & 660,484 (including 4 Preference shares)  
(vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer  
Abdullah Yousuf Abdullah, Nabeel Abdullah, Umer Abdullah  
(vii) Board of Directors: Nadeem Abdullah (CEO), Nabeel Abdullah, Umer Abdullah

Yours faithfully,

**For and on behalf of Channel Holdings (Pvt) Limited**

  
\_\_\_\_\_  
Company Secretary



**RESOURCE CORPORATION (PVT.) LIMITED**

October 14, 2022

The Chief Executive  
Sapphire Textile Mills Limited  
212 Cotton Exchange Building  
I.I Chundrigar Road,  
Karachi

Dear Sir,

**Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015**

**PART A**

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *Resource Corporation (Pvt) Limited* have acquired 29,274 number of shares and 0.1350% of the shares of *Sapphire Textile Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 08 of 2022 dated September 01, 2022 as per details below

Previous Shareholding	Previous % of Shareholding	Share transferred form Amer Tex (Pvt) Ltd	New Shareholding	New % of Shareholding
1,241,181	5.7224%	29,274	1,270,455	5.8574%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

3. Before this acquisition *Resource Corporation (Pvt) Limited* was holding 1,241,181 shares of *Sapphire Textile Mills Limited*. After the abovementioned acquisition the total shareholding of *Resource Corporation (Pvt) Limited* in *Sapphire Textile Mills Limited* is 1,270,455 number of shares which represent 5.8574% of the total issued voting shares of the *Sapphire Textile Mills Limited*.

**PART B**

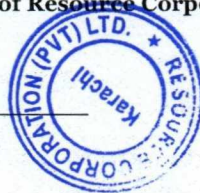
**Particulars of the Acquirer**

(i) Name and Address: Resource Corporation (Pvt) Limited  
312 Cotton Exchange Building I.I Chundrigar Road, Karachi  
(ii) CUIN: 0133447  
(iii) Date of Incorporation: April 26, 2019  
(iv) Jurisdiction of Incorporation: Pakistan  
(v) Authorized and Issued Share : 2,500,000 & 660,484 (including 4 Preference shares)  
(vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer  
Abdullah Yousuf Abdullah, Shayan Abdullah, Hassan Abdullah  
Shahid Abdullah (CEO), Shayan Abdullah and Hassan Abdullah  
(vii) Board of Directors:

Yours faithfully,

**For and on behalf of Resource Corporation (Pvt) Limited**

  
\_\_\_\_\_  
Company Secretary



**ATMZ COMPANY (PVT.) LIMITED**

October 14, 2022

The Chief Executive  
Sapphire Textile Mills Limited  
212 Cotton Exchange Building  
I.I Chundrigar Road,  
Karachi

Dear Sir,

**Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015**

**PART A**

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *ATMZ Company (Pvt) Limited* have acquired 29,274 number of shares and 0.1350% of the shares of *Sapphire Textile Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 08 of 2022 dated September 01, 2022 as per details below

Previous Shareholding	Previous % of Shareholding	Share transferred form Amer Tex (Pvt) Ltd	New Shareholding	New % of Shareholding
1,241,181	5.7224%	29,274	1,270,455	5.8574%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

3. Before this acquisition *ATMZ Company (Pvt) Limited* was holding 1,241,181 shares of *Sapphire Textile Mills Limited*. After the abovementioned acquisition the total shareholding of *ATMZ Company (Pvt) Limited* in *Sapphire Textile Mills Limited* is 1,270,455 number of shares which represent 5.8574% of the total issued voting shares of the *Sapphire Textile Mills Limited*.


**PART B**

**Particulars of the Acquirer**

- (i) Name and Address: ATMZ Company (Pvt) Limited  
312 Cotton Exchange Building I.I Chundrigar Road, Karachi
- (ii) CUIIN: 0133452
- (iii) Date of Incorporation: April 26, 2019
- (iv) Jurisdiction of Incorporation: Pakistan
- (v) Authorized and Issued Share : 2,500,000 & 680,644 (including 4 Preference shares)
- (vi) Sponsors: Mohammad Abdullah, Shahid Abdullah Nadeem Abdullah Amer Abdullah Yousuf Abdullah, Ali Abdullah, Tayyab Abdullah, Mustafa Abdullah.
- (vii) Board of Directors: Amer Abdullah (CEO), Ali Abdullah, Tayyab Abdullah, Mustafa Abdullah

Yours faithfully,

For and on behalf of ATMZ Company (Pvt) Limited

  
\_\_\_\_\_  
Company Secretary







## SFL Corporation (Pvt.) Limited

307-Cotton Exchange Building,  
I.I Chundrigar Road, Karachi – 74000 Pakistan  
Phones: 92-21-111-000-100  
Fax: 92-21-2416705, 92-21-2417418  
E-Mail: Karachi.office@sapphire.com.pk

October 14, 2022

The Chief Executive  
Sapphire Textile Mills Limited  
212 Cotton Exchange Building  
I.I Chundrigar Road,  
Karachi

Dear Sir,

**Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015**

### PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *SFL Corporation (Pvt.) Limited* have acquired 177,596 number of shares and 0.8188% of the shares of *Sapphire Textile Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 08 of 2022 dated September 01, 2022 as per details below

Previous Shareholding	Previous % of Shareholding	Share transferred form Amer Tex (Pvt) Ltd	New Shareholding	New % of Shareholding
-	-	177,596	177,596	0.8188%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

3. Before this acquisition *SFL Corporation (Pvt.) Limited* was holding *NIL* shares of *Sapphire Textile Mills Limited*. After the abovementioned acquisition the total shareholding of *SFL Corporation (Pvt.) Limited* in *Sapphire Textile Mills Limited* is 177,596 number of shares which represent 0.8188% of the total issued voting shares of the *Sapphire Textile Mills Limited*.

### PART B

#### Particulars of the Acquirer

(i) Name and Address: SFL Corporation (Pvt.) Limited  
307 Cotton Exchange Building I.I Chundrigar Road, Karachi

(ii) CUIIN: 0077284

(iii) Date of Incorporation: March 09 2012

(iv) Jurisdiction of Incorporation: Pakistan

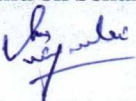
(v) Authorized and Issued Share : 100,000 & 21,000

(vi) Sponsors: SFL Limited

(vii) Board of Directors: Sheikh Khalil Ur Rehman and Shakeel Ahmed

Yours faithfully,

For and on behalf of SFL Corporation (Pvt.) Limited

  
Company Secretary





## STM Corporation (Pvt.) Limited

307-Cotton Exchange Building,  
I.I Chundrigar Road, Karachi – 74000 Pakistan  
Phones: 92-21-111-000-100  
Fax: 92-21-2416705, 92-21-2417418  
E-Mail: Karachi.office@sapphire.com.pk

October 14, 2022

The Chief Executive  
Sapphire Textile Mills Limited  
212 Cotton Exchange Building  
I.I Chundrigar Road,  
Karachi

Dear Sir,

**Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act, 2015**

### PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("Act") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that *STM Corporation (Pvt.) Limited* have acquired *127,355 number of shares and 0.5872% of the shares of Sapphire Textile Mills Limited*, as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh (the Court) at Karachi (copy enclosed) vide order J.C.M. No. 08 of 2022 dated September 01, 2022 as per details below

Previous Shareholding	Previous % of Shareholding	Share transferred form Amer Tex (Pvt) Ltd	New Shareholding	New % of Shareholding
-	-	127,355	127,355	0.5872%

2. The above transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

3. Before this acquisition *STM Corporation (Pvt.) Limited* was holding *NIL* shares of *Sapphire Textile Mills Limited*. After the abovementioned acquisition the total shareholding of *STM Corporation (Pvt.) Limited* in *Sapphire Textile Mills Limited* is 127,355 number of shares which represent 0.5872% of the total issued voting shares of the *Sapphire Textile Mills Limited*.

### PART B

#### Particulars of the Acquirer

(i) Name and Address: STM Corporation (Pvt.) Limited  
307 Cotton Exchange Building I.I Chundrigar Road, Karachi

(ii) CUIN: 0077319

(iii) Date of Incorporation: March 01 2012

(iv) Jurisdiction of Incorporation: Pakistan

(v) Authorized and Issued Share : 100,000 & 21,000

(vi) Sponsors: Sapphire Holding Limited

(vii) Board of Directors: Ahsan Ahmed and Chaudhri Nazir

Yours faithfully,

For and on behalf of STM Corporation (Pvt.) Limited

  
Company Secretary  
