



SAMIN TEXTILES LIMITED

18 January 2021

DGM – Company Affairs
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi

Director / HOD
Enforcement Department
Securities & Exchange Commission of Pakistan
NIC Building, 63-Jinnah Avenue, Islamabad

Disclosure of Material Information

Dear Sir,

In accordance with the requirements of the Rule Book of Pakistan Stock Exchange Limited (PSX), applicable provisions of the Securities Act, 2015 and the Listed Companies (Substantial Acquisition of Voting Shares and Take-overs) Regulations, 2017 (the Regulations), Samin Textiles Limited (SMTM or the Company) hereby conveys the following information:

“Pursuant to Regulation 6 of the Regulations, the Company has received a notice of public announcement of intention from potential Acquirer i.e. Mr. Haroon Ahmad Khan, where the potential Acquirer has expressed his intention to acquire more than 30% shares of the Company, together with Management Control.”

A disclosure form under the Securities Act, 2015 is attached herewith.

You may please inform the members of your Exchange accordingly.

Thanking you.
For Samin Textiles Limited

Muhammad Tayyab
Company Secretary

Enclosed: As above

Head Office:
50-Main Gulberg, #C, Lahore, Pakistan.
Tel: (92-42) 3575 3761 - 64 Fax: (92-42) 3575 3688
Email: samin@samintextile.com www.samintextile.com

Mills:
B-K.M Off, Manga Raiwind Road,
Tehsil & Distt. Kasur, Pakistan.
Tel: +92-42-3539 2593-5 Fax: +92-42-3539 2592



SAMIN TEXTILES LIMITED

Disclosure Form under the Securities Act, 2015

Name of the Company	Samin Textiles Limited
Date of Report (date of earliest event reported if applicable)	18 January 2021
Exact name of the Company as specified in its Memorandum	Samin Textiles Limited
Registered address of the Company	50-C, Main Gulberg, Lahore
Contact Information	Muhammad Tayyab Company Secretary Samin Textiles Limited Phone:92-42-35753761 / 92-345-4128193
Disclosure of inside information by the Company in terms of the Securities Act, 2015	"Pursuant to Regulation 6of the Regulations, the Company has received a notice of public announcement of intention from potential Acquirer i.e. Mr. Haroon Ahmad Khan, where the potential Acquirer has expressed his intention to acquire more than 30% shares of the Company, together with Management Control."

M. Tayyab

Muhammad Tayyab
Company Secretary
Samin Textiles Limited

Head Office:

50-Main Gulberg, #C, Lahore, Pakistan.

Tel: (92-42) 3575 3761 - 64 Fax: (92-42) 3575 3688

Email: samin@samintextile.com www.samintextile.com

Mills:

8-K.M Off, Manga Raiwind Road,

Tehsil & Distt. Kasur, Pakistan.

Tel: +92-42-3539 2593-5 Fax: +92-42-3539 2592



18 January 2021

DGM – Company Affairs

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi

Executive Director

Public Offering and Regulated Persons Department
Securities Market Division
Securities & Exchange Commission of Pakistan
NIC Building, 63-Jinnah Avenue, Islamabad

✓ **The Chief Executive Officer**

Samin Textiles Limited
50 – C, Main Gulberg, Lahore

Subject: Public Announcement of Intention to Acquire more than 30% of the issued and paid up share capital and management control in Samin Textiles Limited under the Securities Act, 2015 (the Act) and Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the Regulations)

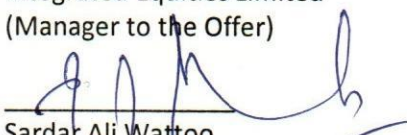
Dear Sir(s),

We, the Integrated Equities Limited (IEL) have been appointed as Manager to Offer (MTO) by Mr. Haroon Ahmad Khan (the "Acquirer"), in accordance with regulation 6 (1) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulation, 2017.

On behalf of the Acquirer, we are pleased to submit a Public Announcement of Intention to acquire more than 30% of Samin Textiles Limited (the "Target") together with Management Control.

The Public Announcement of Intention is intended to be published in one English and one Urdu newspaper by 20 October 2021 in accordance with the Regulations and the Act, a copy will be submitted to your office accordingly .

For and on behalf of
Integrated Equities Limited
(Manager to the Offer)


Sardar Ali Wattoo
Chief Executive Officer

Enclosed: Copy of the Public Announcement of Intention

Integrated Equities Limited

TREC Holder Pakistan Stock Exchange Limited

PUBLIC ANNOUNCEMENT OF INTENTION TO ACQUIRE MORE THAN 30% SHARES OR CONTROL OF SAMIN TEXTILES LIMITED

BY
MR. HAROON AHMAD KHAN
UNDER
THE SECURITIES ACT, 2015

PART A

BRIEF DESCRIPTION OF THE INTENDED ACQUISITION

Intended Acquisition through	No. of Shares	Percentage
Agreement	Not determinable at this stage	More than 30% of issued and paid up capital of the Target Company
Public Offer	Not determinable at this stage	To be determined after finalization of Agreement(s)

PART B

1) INFORMATION ABOUT THE ACQUIRER(S)

a. *Names and Addresses of Acquirer along with person(s) acting in concert:*

Name	Mr. Haroon Ahmad Khan ("HAK")
Address	15/3, Block A, Model Town, Lahore

b. *Name(s) of the ultimate acquirer or the ultimate controlling shareholder:* Mr. Haroon Ahmad Khan

c. *Name and address of manager to the offer of the acquirer:*

Name of Manager to the Offer	Integrated Equities Limited
Address	1st Floor, Building no. 202, Block Y (Commercial), Phase 3, DHA, Lahore

d. *Principal areas of business of the Acquirer and relevant experience:*

Mr. Haroon Ahmad Khan is Chief Executive Officer of Waves Singer Pakistan Limited. Mr. Haroon has an extensive experience in managing appliances businesses and had previously been working as Managing Director of one of the renowned appliances companies of Pakistan. He is also a fellow member of the Institute of Chartered Accountants of Pakistan.

e. *In case the acquirer is a fund/company:*

i) Names of the chief executive and directors of the company	N/A
ii) Names of substantial shareholders of the company	N/A
iii) Date of incorporation	N/A



iv) Jurisdiction of incorporation	N/A
v) Authorized and paid up capital	N/A

f. Detail of companies, where the intended acquirer holds more than thirty percent voting shares:

Name of Company	Registration No.	Nature (listed / unlisted / private)	Nature of business	Jurisdiction of incorporation	Description held control / more than thirty % shares or both
Waves Singer Pakistan Limited (WSPL)	0001286	Public Listed Company	Manufacturing and assembly of consumer appliance along with retailing & trading of the same along with other light engineering products	Lahore, Pakistan	38.3219%
Wholly owned subsidiaries of WSPL					
1. Waves Marketing (Private) Limited	0107245	Private Limited	Sale, distribution and marketing of consumer appliance being a trading concern	Lahore, Pakistan	100% owned by WSPL
2. Electronics Marketing Company (Private) Limited	0102304	Private Limited	Distribution / wholesale / retail business of all kind of electronic appliances, its components and accessories etc	Lahore, Pakistan	100% owned by WSPL

g. Information about ultimate beneficial owner of the intended acquirer(s):

Name	CNIC	Nationality	Address
Mr. Haroon Ahmad Khan is himself a natural person	35201-1403353-9	Pakistani	15/3, Block A, Model Town, Lahore

h. Detail of any existing holding of voting rights in the target company:

(i) which the acquirer owns or over which they have control or direction:	None
(ii) which is owned or controlled or directed by any person acting in concert with the acquirer(s):	None
(iii) In respect of which the acquirer(s) or any person acting in concert with them has received an irrevocable commitment to accept the takeover offer; and in respect of which the acquirer(s) or any person acting in concert with them holds an option to purchase or warrants or other convertible securities:	None

i. All conditions (including normal conditions relating to acceptance, listing and increase of capital) to which the public offer or posting of it is subject: None

PART C

2) INFORMATION ABOUT THE TARGET COMPANY

- a. **Name of the target company, its Directors and major shareholders along with number of shares and percentage of paid-up capital:**

Name of the Target Company: Samin Textiles Limited (SMTM)

Directors of the Target Company (based on the latest Form 29 filed of the Company with CRO):

Name	Designation
Mrs. Mahvish Amin	Chairperson / Non – Executive Director
Mr. Shehryar Amin	Non-Executive Director
Mr. Jamil Masud	Non-Executive Director
Mr. Jehanzeb Amin	Chief Executive Officer / Executive Director
Mr. Safder Hussain Tariq	Executive Director
Mr. Aamir Jamil	Non-Executive Director
Mr. Khalid Azeem	Non-Executive Director

Major Shareholders:

(shareholders holding 10% or more of the total capital as at June 30th, 2020, reported by the Company)

Name of Shareholder	No. of Shares	Percentage
Mr. Sarmad Amin	16,072,544	60.1337%

- b. **Total number of issued shares of the Company:** 26,728,000 Ordinary Shares having face value PKR 10/- each.

- c. **Date of listing and offer price at the time of initial public offering:**

Date of Listing: August 30th, 1994

Offer Price at Time of IPO: PKR 10 per share

- d. **Opening price at Securities Exchange at the time of listing:** Not Available

- e. **Share price quoted on the Securities Exchange one day before the public announcement of intention:** PKR 8.40 per share

- f. **The weighted average share price as quoted on the Securities Exchange during four weeks preceding the date of public announcement intention:** PKR 4.87 per share

- g. **Financial position / performance of the target company for the last five years, including profit/loss after tax, earnings per share, payouts:**

(PKR million, except EPS)	Jun-20	Jun-19	Jun-18	Jun-17	Jun-16
Net Sales (Mn)	N/A	44.753	395.67	973.65	1,272.23
Profit/(loss) after tax (Mn)	(1.903)	91.151	(898.12)	(283.10)	(95.51)
Earnings per share (PKR)	(0.07)	3.41	(33.60)	(10.59)	(3.57)
Payouts (%)	Nil	Nil	Nil	Nil	Nil

Source: Pakistan Stock Exchange/Company financials as of 30 June 2020

All queries and correspondence relating to this announcement may be addressed to the manager to offer at the following address:

Integrated Equities Limited

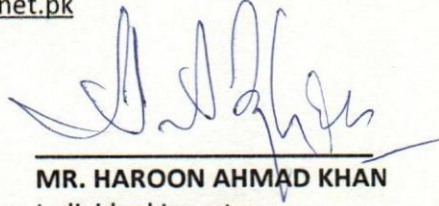
Consulting department

1st Floor, Building no. 202, Block Y (Commercial), Phase 3, DHA, Lahore

Contact: +92-42-357414-15

Email: info@iel.net.pk

Signature:



Name:

MR. HAROON AHMAD KHAN

Designation:

Individual Investor

Date:

18 January 2021