



# ZAHIDJEE TEXTILE MILLS LIMITED

MANUFACTURERS & EXPORTERS OF QUALITY YARN FABRIC & MADE UPS



ZTML/EOGMR-1/2021

March 31, 2021



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

Dear Sir:

**CERTIFIED COPY OF RESOLUTIONS APPROVED AND ADOPTED BY THE MEMBERS AT THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON MARCH 31, 2021 10:00 AM AT 2-H, GULBERG-II, LAHORE IN PERSON AND VIA ZOOM.**

In compliance of Regulation No. 5.6.4(b) of the Rule Book of Pakistan Stock Exchange Limited, please find attached certified true copy of the resolutions passed and adopted by the members at the extra ordinary general meeting of the company held on March 31, 2021 10:00 am at 2-H, Gulberg-II, Lahore.

The above is submitted for information of the Exchange.

Yours Sincerely,

For Zahidjee Textile Mills Limited

Nasir Hameed  
Company Secretary



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

ZAHIDJEE



# ZAHIDJEE TEXTILE MILLS LIMITED



MANUFACTURERS & EXPORTERS OF QUALITY YARN FABRIC & MADE UPS

EXTRACTS OF RESOLUTIONS PASSED BY THE MEMBERS AT THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY HELD ON MARCH 31, 2021 10:00 AM AT 2-H, GULBERG-II LAHORE.

## ORDINARY BUSINESS:

### Agenda item # 1

To confirm the minutes of Last Annual General Meeting held on October 27, 2020.

"Resolved that the minutes of the Annual General Meeting of Members held on October 27, 2020 be and hereby confirmed".

### Agenda item # 2

To elect Seven (7) Directors as fixed by the Board under section 159(1) of the Companies Act, 2017 for three years commencing from March 31, 2021. The names of retiring Directors are:

1. Mr. Muhammad Sharif
2. Mr. Muhammad Zahid
3. Mr. Ahmad Zahid
4. Mrs. Mehreen Zahid
5. Brig. (R) Wali Muhammad
6. Mr. Sajjad Hussain Shah
7. Mr. Faisal Masood Afzal

"RESOLVED that since the number of persons who offered themselves to be elected is not more than the number of directors fixed by the Board under Section 159(1), the following named seven (07) candidates have been elected unanimously for a term of three (3) years commencing from March 31, 2021."

1. Mr. Muhammad Sharif
2. Mr. Muhammad Zahid
3. Mr. Ahmad Zahid
4. Mrs. Mehreen Fahad
5. Mr. Shahbaz Haider Agha (Independent Director)
6. Mr. Sajjad Hussain Shah (Independent Director)
7. Mr. Faisal Masood Afzal (Independent Director)

## SPECIAL BUSINESS:

### Agenda item # 3

RESOLVED THAT approval of the members of Zahidjee Textile Mills Limited be and is hereby accorded in terms of section 183(3)(b) of the Companies Act, 2017 and other applicable provisions of the law, and the Company be and is hereby authorized to divest 35,920,000 shares in its subsidiary company, Zahidjee Towers (Pvt) Limited ("ZTL") representing the 54.39% of issued and paid up ordinary shares capital of "ZTL" by way of sale to Mr. Ahmad Zahid and/or his nominee for a total consideration of PKR 360,636,800/- calculated at a value of PKR 10.04 per share, subject to compliance with all statutory and legal requirements and/ or other approvals as may be necessary.

RESOLVED FURTHER THAT Mr. Muhammad Zahid, Director/CEO of Zahidjee Textile Mills Ltd or such other person(s) as may be authorized by him ("the Authorized persons") be and are hereby, jointly, or severally authorized to complete all the related regulatory, legal, and other formalities of this transaction.

RESOLVED FURTHER THAT all actions heretofore taken by any of the authorized persons on behalf of Company in respect of above matters are hereby confirmed, ratified, and adopted by the Company in full.

### Agenda item # 4

RESOLVED THAT the amendment in existing clause 57 of Articles of Association of the Company pertaining to the Directors' remuneration be and is hereby approved and adopted.

For ZAHIDJEE TEXTILE MILLS LIMITED  
CERTIFIED TO BE TRUE COPY

COMPANY SECRETARY

