



ANNUAL REPORT

2015

KARIM COTTON MILLS LTD.

COMPANY INFORMATION

BOARD OF DIRECTORS

Mr. Muhammad Idrees Haji Ebrahim - Chief Executive

Mr. Saeed Uddin Hameed Uddin

Mr. Muhammad Arif Abdullah

Mr. Abu Talib Muhammad Yunus

Mr. Zain ul Abedin Muhammad Yunus

Mr. Adnan Muhammad Ahmed

Mr. Abdul Wahid Umer

AUDIT COMMITTEE

Mr. Arif Abdullah - Chairman

Mr. Abu Talib - Member

Mr. Abdul Wahid Umer - Member

CHIEF FINANCIAL OFFICER & COMPANY SECRETARY

Mr. Muhammad Siddiq

REGISTERED OFFICE

14/E, 2nd Floor,

Writers Chambers,

Mumtaz Hassan Road,

Karachi - 74000.

AUDITORS:

Rahman Sarfaraz Rahim Iqbal Rafiq,

Chartered Accountants,

Plot # 180, Block - A, S.M.C.H.S.,

Karachi - 74400

SHARE REGISTRAR

Technology Trade (Pvt.) Ltd.

Dagia House, 241-C, Block-2, P.E.C.H.S.,

off. Shahrah-e-Qauideen, Karachi.

KARIM COTTON MILLS LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 45th Annual General Meeting of the shareholders of Karim Cotton Mills Limited ("the Company") will be held on Saturday, October 31, 2015 at 01:00 P.M. at 14/E, 2nd Floor, Writers Chambers, Mumtaz Hasan Road, Karachi

1. To confirm the minutes of the Extraordinary General Meeting held on April 11, 2015.
2. To receive, consider, pass and adopt the Audited Accounts of the Company for the year ended June 30, 2015 together with Auditors' reports thereon and the Directors report to the shareholders.
3. To appoint the Auditors for the year ending June 30, 2016 and fix their remuneration.
4. To transact any other business with the permission of the Chair.

Karachi:
October 08, 2015

By Order of the Board
Muhammad Siddique
Company Secretary

NOTES:

1. As per letter # SMD/SE/2(20/2010) dated August 13th, 2010 issued by the honorable Securities and Exchange Commission of Pakistan, regarding actions upon orders for suspensions of trading in shares at the Stock Exchanges and complete restriction on physical transfer of shares, therefore, company have not declared any date of closure of share transfer books of the company.
2. A member eligible to attend and vote at this meeting may appoint another member his/her proxy to attend and vote instead of him/her. Proxies in order to be effective must reach the Company's registered officer not less than 48 hours before the time for holding the meeting.
3. Representatives of corporate members should bring the usual documents required for such purpose.

KARIM COTTON MILLS LIMITED

DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Shareholders,

Asalam-u-alaikum,

The Directors of the company welcome you to the 45th, annual general meeting of the company and present the annual report together with the audited accounts of the company for the year ended 30th, June, 2015.

During the year under report there is no business activity as the Company has sold out all its fixed assets in December, 1999. Therefore, no dividend has been recommended.

The directors are pleased to inform you that in pursuant to order dated August 31, 2004 passed by Hon'ble Appellate Tribunal of the Commission, Islamabad in the year 2004 on Company's appeal suspending impugned winding up order passed on June 16, 2004 by Enforcement & Monitoring Department of SECP, the sponsors, holding majority shares executed an MOU on May 3, 2014 with M/s Agro Allianz (Private) Limited for the long awaited revival of the Company subject to the condition that a scheme shall be presented to shareholders of both Companies to merge M/s Agro Allianz (Private) Limited (AAPL) with the company against issuance of shares to shareholders of AAPL by the company. Shareholders of both the companies have approved the scheme and at present the matter is before the Hon'ble High Court of Sindh, for necessary sanction. As soon as the scheme is sanctioned by the Hon'ble High Court of Sindh, AAPL shall stand merged with the company.

The retiring auditors M/s. Rahman Sarfaraz Rahim Iqbal Rafiq, Chartered Accountants being eligible have consented to act as auditors for the year ending on June 30, 2016.

The pattern of shareholding is annexed with the annual report.

FOR AND ON BEHALF OF THE BOARD
MOHAMMED IDREES HAJI EBRAHIM
Chief Executive

Karachi dated: October 08, 2015

AUDITORS' REPORT TO THE MEMBERS

We have audited the annexed balance sheet of Karim Cotton Mills Limited (herein after referred as 'the Company') as at June 30, 2015, and the related profit and loss account, statement of comprehensive income, statement of changes in equity and cash flow statement together with the notes forming part thereof, for the year then ended and we state that we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

It is the responsibility of the Company's management to establish and maintain a system of internal control, and prepare and present the above said statements in conformity with the approved accounting standards and the requirements of the Companies Ordinance, 1984. Our responsibility is to express an opinion on these statements based on our audit.

We conducted our audit in accordance with the auditing standards as applicable in Pakistan. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the above said statements are free of any material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the above said statements. An audit also includes assessing the accounting policies and significant estimates made by the management, as well as, evaluating the overall presentation of the above said statements. We believe that our audit provides a reasonable basis for our opinion and, after due verification, we report that;

- (a) in our opinion, proper books of accounts have been kept by the company as required by the Companies Ordinance, 1984;
- (b) in our opinion;
 - (i) the balance sheet and profit and loss account together with the notes thereon have been drawn up in conformity with the Companies Ordinance, 1984, and are in agreement with the books of account and are further in accordance with accounting policies consistently applied,
 - (ii) the expenditure incurred during the year was for the purpose of the company's business; and
 - (iii) the business conducted and the expenditure incurred during the year were in accordance with the objects of the company;
- (c) in our opinion and to the best of our information and according to the explanations given to us, the balance sheet, profit and loss account, statement of comprehensive income, statement of changes in equity and cash flow statement together with the notes forming part thereof conform with approved accounting standards as applicable in Pakistan, and give the information required by the Companies Ordinance, 1984, in the manner so required and respectively give a true and fair view of the state of the Company's affairs as at June 30, 2015, of the loss, its changes in equity and cash flows for the year then ended; and
- (d) in our opinion, no zakat was deductible at source under the Zakat and Ushr Ordinance, 1980 (XVIII of 1980).

Without qualifying our opinion, we draw attention to the matter disclosed in note 1.2 in the financial statements which indicate that pursuant to order passed by the Appellate Tribunal of the Commission, management has executed a MOU dated May 3, 2014 with the party with the object of revival of the Company through a scheme of arrangement. The company have filed petition for the approval of such scheme with the High Court of Sindh which is still pending.

Rahman Sarfaraz Rahim Iqbal Rafiq
Chartered Accountants

Engagement Partner: Mr. Muhammad Rafiq Dosani

Karachi.
Dated: October 08, 2015

KARIM COTTON MILLS LIMITED

STATEMENT OF COMPLIANCE WITH THE CODE OF CORPORATE GOVERNANCE FOR THE YEAR ENDED JUNE 30, 2015

This statement is being presented to comply with the Code of Corporate Governance (the "Code") contained in Regulation No. 35 of listing regulations of the Karachi Stock Exchange and Lahore Stock Exchange for the purpose of establishing a framework of good governance, whereby a listed company is managed in compliance with the best practices of corporate governance.

1. At present, the Board includes:

- Mr. Muhammad Idrees Haji Ebrahim
- Mr. Saeed Uddin Hamid Uddin
- Mr. Muhammad Arif Abdullah
- Mr. Abu Talib Muhammad Younus
- Mr. Zain ul Abedin Muhammad Yunus
- Mr. Adnan Muhammad Ahmed
- Mr. Abdul Wahid Umer

The criteria of independence under clause i (b) of the Code could not be met till the revival phase is completed.

2. The Directors have confirmed that none of them is serving as a director on more than seven listed companies, including this Company.
3. The Directors have voluntarily declared that all the resident Directors of the Company are registered taxpayers and none of them has defaulted in payment of any loan to a banking company, a DFI or an NBFIs or, being a member of a stock exchange, has been declared as a defaulter by that stock exchange.
4. The Company had adopted a Code of Conduct and has ensured that appropriate steps have been taken to disseminate in throughout the Company along with its supporting policies and procedures.
5. No casual vacancies occurred on the Board.
6. The Board intends to develop significant policies of the Company and shall complete record of particulars of significant policies as soon as revival phase is completed.
7. All the powers of the Board have been duly exercised and no material transactions, including appointment and determination of remuneration and terms and conditions of employment of the Chief Executive, other executive and non-executive directors, have taken place during the year.
8. Three meetings of the Board was held during the year and minutes of the meetings were recorded in minutes book.
9. The Directors have been provided with copies of the Listing Regulations of the Stock Exchange; the Company's Memorandum and Articles of Association and the Code of Corporate Governance and are well conversant with their duties and responsibilities.
10. The Directors' report for the year ended 30th June, 2015 has been prepared in compliance with the requirements of the Code and fully describes the salient matters required to be disclosed.

11. The financial statements of the Company were duly endorsed by the Chief Executive and the Chief Financial Officer, before approval of the Board.
12. The Directors, Chief Executive and executives do not hold any interest in the shares of the Company other than that disclosed in the pattern of shareholding. The Board has reviewed and approved the threshold for executives for the purpose of disclosing trades in the shares of the Company.
13. The Company could not comply with most of the corporate and financial reporting requirements of the Code in the absence of operations pending completion of revival phase.
14. The Board has formed an Audit Committee. It comprises three members, including one independent director, one non-executive director and one executive director. The Chairperson of the committee is an independent director.
15. The meetings of the Audit Committee was held three times during the year for approval of interim and final results of the Company and as required by the Code. The terms of reference of the Committee have been formed and advised to the Committee for compliance. A meeting of the Audit Committee was subsequently held for the above purpose.
16. The Board intends to comply with the requirement of forming an HR and Remuneration Committee comprising of one executive and two non-executive Directors as soon as revival phase is completed.
17. The statutory auditors of the Company have confirmed that they have been given a satisfactory rating under the quality control review programme of the Institute of Chartered Accountants of Pakistan, that they or any of the partners of the firm, their spouses and minor children do not hold shares of the Company and that the firm and all its partners are in compliance with International Federation of Accountants (IFAC) guidelines on the code of ethics as adopted by the Institute of Chartered Accountants of Pakistan.
18. The statutory auditors or the persons associated with them have not been appointed to provide other services except in accordance with the Listing Regulations and the auditors have confirmed that they have observed IFAC guidelines in this regard.
19. The requirement of 'closed period' prior to the announcement of interim and final results, and business decisions, which may materially affect the market price of Company's securities, was not applicable as the trading on exchanges remained suspended.
20. Material price sensitive information has been disseminated among all market participants at once through stock exchanges.
21. There were no related party transactions with details of pricing methods to be placed before the Audit Committee and approved by the Board of Directors.
22. As stated above, we confirm that all other material principles contained in the Code have been complied with.

For and on behalf of the Directors
MUHAMMAD IDREES HAJI EBRAHIM
Chief Executive

Karachi

Dated October 08, 2015

REVIEW REPORT TO THE MEMBERS ON STATEMENT OF COMPLIANCE WITH BEST PRACTICES OF CODE OF CORPORATE GOVERNANCE

We have reviewed the Statement of Compliance with the best practices contained in the Code of Corporate Governance for the year ended June 30, 2015 prepared by the Board of Directors of **Karim Cotton Mills Limited** ("the Company"), to comply with the Listing Regulation No. 35 (Chapter XI) of the Karachi Stock Exchange Limited and Lahore Stock Exchange Limited, where the Company is listed.

The responsibility for compliance with the Code of Corporate Governance is that of the Board of Directors of the Company. Our responsibility is to review, to the extent where such compliance can be objectively verified, whether the Statement of Compliance reflects the status of the Company's compliance with the provisions of the Code of Corporate Governance and report if it does not. A review is limited primarily to inquiries of the Company personnel and review of various documents prepared by the Company to comply with the Code.

As part of the audit of financial statements we are required to obtain an understanding of the accounting and internal control systems sufficient to plan the audit and develop an effective audit approach. We are not required to consider whether the Board's statement on internal control covers all risks and control, or to form an opinion on the effectiveness of such internal controls, the company corporate governance procedures and risks.

Further Listing Regulations of the Karachi Stock Exchange Limited and Lahore Stock Exchange Limited requires the company to place before the Board of Directors for their consideration and approval related party transactions distinguishing between transactions carried out on terms equivalent to those that prevail in the arm's length transactions and transactions which are not executed at arm's length price recording proper justification for using such alternate pricing mechanism. Further, all such transactions are also required to be separately placed before the audit committee. We are only required and have ensured compliance of requirement to the extent of approval of related party transactions by the board of directors and placement of such transactions before audit committee. We have not carried out any procedures to determine whether the related party transactions were undertaken at arm's length price or not.

We report that the Company is not in operation since long and the only matter of material importance before the Board is that of addressing the going concern problem to which we have drawn attention in our audit report dated October 08, 2015 for the year ended June 30, 2015. As such mainly Board's compliances with the Code of Corporate Governance remained limited to meeting the applicable requirements related mainly to matters mentioned in the statements at S. No. 1, 2 and 11.

Based on our review, subject to the above, nothing has come to our attention which causes us to believe that the statement of compliance does not appropriately reflect the Company's compliance, in all material respects, with the best practices contained in the Code of Corporate Governance as applicable to the Company for the year ended **June 30, 2015**.

Rahman Sarfaraz Rahim Iqbal Rafiq
Chartered Accountants

Karachi. Date: October 08, 2015

Engagement Partner: Mr. Muhammad Rafiq Dosani

KARIM COTTON MILLS LIMITED
BALANCE SHEET
AS AT JUNE 30, 2015

	Note	2015 Rupees	2014 Rupees
ASSETS			
CURRENT ASSETS			
Cash and bank balances	3	<u>13,452</u>	<u>14,142</u>
		13,452	14,142
		<u><u>13,452</u></u>	<u><u>14,142</u></u>
CAPITAL AND LIABILITIES			
AUTHORIZED SHARE CAPITAL			
5,000,000 Ordinary shares of Rs. 10/- each		<u><u>50,000,000</u></u>	<u><u>50,000,000</u></u>
Issued, subscribed & paid-up capital 1,183,294 shares of Rs.10/- each		11,832,940	11,832,940
Accumulated loss		<u>(12,579,403)</u>	<u>(14,743,213)</u>
		(746,463)	(2,910,273)
CURRENT LIABILITIES			
Loan from directors'	4	-	2,289,500
Accrued and other liability		<u>759,915</u>	<u>634,915</u>
		759,915	2,924,415
Contingencies and commitments	5	-	-
		<u>13,452</u>	<u>14,142</u>

The annexed notes form 1 to 12 form an integral part of these financial statements.

Muhammad Idrees Haji Ibrahim

Chief Executive

Abu Talib Muhammad Younus

Director

**KARIM COTTON MILLS LIMITED
PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED JUNE 30, 2015**

	Note	2015 Rupees	2014 Rupees
Operating expenses			
Administrative expenses	6	(314,190)	(1,067,442)
Director loan waived		<u>2,478,000</u>	<u>-</u>
Profit/(Loss) before taxation		<u>2,163,810</u>	<u>(1,067,442)</u>
Taxation		-	-
Profit/(Loss) after taxation		<u><u>2,163,810</u></u>	<u><u>(1,067,442)</u></u>
Earning per share-basic and diluted	7	<u><u>1.83</u></u>	<u><u>(0.90)</u></u>

The annexed notes form an integral part of these financial statements.

Muhammad Idrees Haji Ibrahim

Chief Executive

Abu Talib Muhammad Younus

Director

KARIM COTTON MILLS LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED ON JUNE 30, 2015

	2015 Rupees	2014 Rupees
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit/(loss) before taxation	2,163,810	(1,067,442)
	2,163,810	(1,067,442)
WORKING CAPITAL CHANGES		
Increase / (decrease) in current liabilities	125,000	125,000
Accrued and other liabilities	125,000	125,000
Cash generated from operations	2,288,810	(942,442)
Net cash used in operating activities	-	-
CASH FLOWS FROM INVESTING ACTIVITIES		
CASH FLOWS FROM FINANCING ACTIVITIES		
Loan (waived) / received from director	(2,289,500)	942,500
Net cash generated from investing activities	(2,289,500)	942,500
(Decrease) / Increase in cash and cash equivalents during the year	(690)	58
Cash and cash equivalents at the beginning of the year	14,142	14,084
Cash and cash equivalents at the end of the year	13,452	14,142

The annexed notes form 1 to 12 form an integral part of these financial statements.

Muhammad Idrees Haji Ibrahim
Chief Executive

Abu Talib Muhammad Younus
Director

KARIM COTTON MILLS LIMITED
STATEMENT OF CHANGES IN EQUITY
AS AT JUNE 30, 2015

	Issued, subscribed and paid up capital	Accumulated Loss	Total
Balance as at July 011, 2013	11,832,940	(13,675,771)	(1,842,831)
Total comprehensive income for the year ended on June 30, 2014	-	(1,067,442)	(1,067,442)
Balance as at June 30, 2014	<u>11,832,940</u>	<u>(14,743,213)</u>	<u>(2,910,273)</u>
Balance as at July 1, 2014	11,832,940	(14,743,213)	(2,910,273)
Total comprehensive income for the year ended on June 30, 2015	-	2,163,810	2,163,810
Balance as at June 30, 2015	<u>11,832,940</u>	<u>(12,579,403)</u>	<u>(746,463)</u>

The annexed notes from 1 to 12 form an integral part of these financial statements.

KARIM COTTON MILLS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED JUNE 30, 2015

	Rupess 2015	Rupess 2014
Profit /(loss) after taxation	2,163,810	(1,067,442)
Other comprehensive income for the year	-	-
Total comprehensive income for the year	<u>2,163,810</u>	<u>(1,067,442)</u>

The annexed notes from 1 to 12 form an integral part of these financial statements.

Muhammad Idrees Haji Ibrahim
Chief Executive

Abu Talib Muhammad Younus
Director

KARIM COTTON MILLS LIMITED

NOTES TO THE FINANCIAL STATEMENTS

FOR THE YEAR ENDED ON JUNE 30, 2015

1. STATUS AND NATURE OF BUSINESS

Karim Cotton Mills Limited (the Company) was originally incorporated as a private limited company, on March 28, 1968 and was later converted into a public limited company, on December 14, 1968. Its shares are quoted on stock exchanges of Karachi and Lahore. It remained engaged in the manufacturing of yarn and fabrics, till its operations were closed on 30th April 1995. The registered officer of the Company is situated at 14/E, writers chamber Mumtaz Hassan Road, Karachi.

1.1 Subsequent to the closure of its operations on April 30, 1995 it sold its operating assets in 1999 and the management is making continuous efforts to revive its operations. Since then directors have been meeting its expenses from own resources.

1.2 Pursuant to order dated August 31, 2004 passed by Appellate Tribunal of the Commission in the year 2004 on Company's appeal suspending impugned winding up order passed on June 16, 2004 by Enforcement & Monitoring Department of SECP, the sponsors holding majority shares executed a MOU dated May 3, 2014 with M/s Agro Allianz (Private) Limited for the long awaited revival of the company subject to the condition that a scheme shall be presented to shareholders of both companies to merge Agro Allianz (Private) Limited (AAPL) with the company against issuance of shares to shareholders of AAPL by the company. Shareholders of both the companies have approved the scheme and the matter is before the High Court of Sindh for necessary sanction. As soon as the scheme is sanctioned by the high court of Sindh, AAPL shall stand merged with the company. In view of the above, these financial statements have been prepared under going concern basis.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Statement of Compliance

These financial statements have been prepared in accordance with approved accounting standards as applicable in Pakistan. Approved accounting standards comprise of such International Financial Reporting Standards (IFRS) issued by the International Accounting Standard Board as are notified under the Companies Ordinance, 1984, provisions of and directives issued under the Companies Ordinance, 1984. In case requirements differ, the provisions or directives of the Companies Ordinance, 1984 shall prevail.

2.2 Basis of Measurement

These financial statements have been prepared under the historical cost convention.

2.3 Functional and Presentation Currency

These financial statements are presented in Pak Rupees, which is the functional and presentation currency of the Company and rounded off to the nearest rupee.

		2015	2014
		Rupees	
3	CASH AND BANK BALANCES		
	Cash in hand	80	770
	Cash at banks	<u>13,372</u>	<u>13,372</u>
		<u>13,452</u>	<u>14,142</u>

		2015	2014
		Rupees	
4	ACCRUED AND OTHER LIABILITIES		
	Auditor remuneration payable	750,000	625,000
	Un claimed dividend	<u>9,915</u>	<u>9,915</u>
		<u>759,915</u>	<u>634,915</u>

5 **CONTINGENCIES AND COMMITMENTS**

There are no commitments as on June 30,2015 (2014: NIL).

		2015	2014
		Rupees	
6	ADMINISTRATIVE EXPENSES		
	Office rent	57,600	53,520
	Postage expenses	11,100	2,470
	Filing fees	9,940	793,207
	Printing and stationery	84,550	68,245
	Advertisement expenses	26,000	25,000
	Audit fees	125,000	125,000
		<u>314,190</u>	<u>1,067,442</u>

6.1	Audit fees		
	Annual audit	75,000	75,000
	Half yearly review	<u>50,000</u>	<u>50,000</u>
		<u>125,000</u>	<u>125,000</u>

7	EARNING PER SHARE-Basic and Diluted		
	Basic		
	Profit/(Loss) after taxation-Rupees	<u>2,163,810</u>	<u>(1,067,442)</u>
	Number of weighted average shares	<u>1,183,294</u>	<u>1,183,294</u>
	Earning per share - Rupees	<u>1.83</u>	<u>(0.90)</u>

Diluted

There is no effect of dilution on the shares of the company.

8 **TRANSACTIONS WITH RELATED PARTIES**

There have been no transactions with related parties during the year except loan extended by directors to the Company amounting to Rs. 188,500 (June 30, 2014: 942,500).

9 **REMUNERATION OF DIRECTORS AND CHIEF EXECUTIVE**

No remuneration was paid to Chief Executive or Directors of the Company. Moreover there is no Executive of the Company.

10 **PLANT CAPACITY AND PRODUCTION**

Due to sale of Company's entire fixed assets, the Company have no production facilities.

11 **DATE OF AUTHORIZATION FOR ISSUE**

These financial statements have been authorized for issue on October 08, 2015 Board of Directors of the Company.

12 **GENERAL**

Figures have been rounded off to the nearest rupees.

Muhammad Idrees Haji Ibrahim
Chief Executive

Abu Talib Muhammad Younus
Director

KARIM COTTON MILLS LIMITED

PATTERN OF HOLDING OF THE SHARES HELD BY THE SHAREHOLDERS AS AT 30TH JUNE, 2015

NUMBER OF SHAREHOLDER		SHAREHOLDING				TOTAL SHARES	PERCENTAGE
491	FROM	1	To	100	Shares	26,511	2.24
66	FROM	101	To	500	Shares	15,868	1.34
11	FROM	501	To	1,000	Shares	9,650	0.82
12	FROM	1,001	To	5,000	Shares	32,350	2.73
1	FROM	5,001	To	10,000	Shares	5,900	0.50
1	FROM	15,001	To	20,000	Shares	16,800	1.42
1	FROM	70,001	To	75,000	Shares	69,515	5.87
1	FROM	115,001	To	120,000	Shares	119,158	10.07
1	FROM	190,001	To	195,000	Shares	194,019	16.40
1	FROM	225,001	To	230,000	Shares	225,300	19.04
1	FROM	465,001	To	470,000	Shares	468,223	39.57
<u>587</u>						<u>1,183,294</u>	<u>100.00</u>

CATEGORIES OF SHAREHOLDERS

	NUMBER	SHARES HELD	PERCENTAGE
Individuals	569	64,928	5.49
Holding less than 10%	-	-	-
Holding more than 10%	-	-	-
Investment Companies	1	225,300	19.04
National Bank of Pakistan (Trusted Deptt.)	1	69,515	5.87
Investment Corporation of Pakistan	1	-	-
Insurance Companies	1	2,500	0.21
Adamjee Insurance Company	1	200	0.02
Pakistan Insurance Corporation	1	-	-
Joint Stock Companies	1	50	0.00
Fateh Textile Mills Ltd.	1	-	-
Financial Institutions	1	16,800	1.42
Pakistan Industrial Credit & Investment Corporation Ltd.	1	-	-
Directors, their Spouse & family members	1	468,223	39.57
Mr. Muhammad Idress Haji Ebrahim	1	3,000	0.25
Mr. Muhammad Farooque Ebrahim	1	3,400	0.29
Mr. Saecd-U-diin Hameed-u-ddin	1	2,500	0.21
Mr. Muhammad Hanif Abdul Ghaffar	1	2,500	0.21
Mr. Abdul Wahab Haji Muhammad	1	2,500	0.21
Mr. Abdul Wahid Umer	1	194,019	16.40
Mst. Maimoona Noor Muhammad	1	119,158	10.07
Mr. Yusuf Haji Ebrahim	1	3,000	0.25
Mr. Abu Talib Muhammad Yunus	1	2,500	0.21
Mr. Zainul Abedin Muhammad Yunus	1	3,200	0.27
Haji Muhammad H.A. Karim	1	-	-
Securities & Exchange Commission of Pakistan, Islamabad. (Formerly Corporate Law Authority) (Corporate Regulation Wing)	1	-	0.00
	<u>587</u>	<u>1,183,294</u>	<u>100.00</u>

KARIM COTTON MILLS LTD.

KEY OPERATION & FINANCIAL DATA FOR THE LAST SIX YEARS

	30	th,	J	U	N	E
	2015	2014	2013	2012	2011	2010
	Rupees	Rupees	Rupees	Rupees	Rupees	Rupees
Operating income	2,163,810	(1,067,442)	(180,670)	(304,207)	(247,530)	247,053
Operating expenses	2,163,810	(1,067,442)	(180,670)	(304,207)	(247,530)	(247,053)
Operating (Loss)	-	-	-	-	-	-
Taxation	-	-	-	-	-	-
NET (LOSS) FOR THE YEAR	2,163,810	(1,067,442)	(180,670)	(304,207)	(247,530)	(247,053)
Earning / (Loss) per share RS.	1.83	(0.90)	(0.15)	(0.26)	(0.21)	(0.16)
FINANCIAL						
Paid up Capital	11,832,940	11,832,940	11,832,940	11,832,940	11,832,940	11,832,940
Un-appropriated profit / (Loss)	(12,579,403)	(14,743,213)	(13,675,771)	(13,495,101)	(13,190,894)	(12,943,364)
	(746,463)	(2,910,273)	(1,842,831)	(1,662,161)	(1,357,954)	(1,110,424)
Current Liabilities	759,915	2,924,415	1,856,915	1,676,915	1,439,415	1,191,915
	13,452	14,142	14,084	14,754	81,461	81,491
Tangible Fixed Assets	-	-	-	-	63,380	63,380
Long Term Deposits	-	-	-	-	18,111	18,164
Current Assets	13,452	14,142	14,084	14,754	81,461	81,491
	13,452	14,142	14,084	14,754	81,461	81,491

KARIM COTTON MILLS LTD.

FORM OF PROXY

I. _____
of _____
member of **KARIM COTTON MILLS LTD** and a holder of _____ Ordinary shares
as per share register Folio No _____
_____ of _____ hereby appoint
Share Register Folio No. _____ Who is also member of
KARIM COTTON MILLS LIMITED as my proxy to vote for me and my
behalf at 45th Annual General Meeting of the Company to held on 31st, October, 2015 or any
adjournement there of.

Signed this _____ day October, 2015

Witness _____

Signature

Two Rupees
Revenue Stamp

(Signature should agree with the specimen
Signature registered with the Company)

IMPORTANT

A member entitled to vote at this meeting any appoint a proxy, Proxies, in order to be effective, must be received at the office of the Company duly stamped and signed not later that 48 hours before the meeting