



RUBY TEXTILE MILLS LIMITED

203, Faiyaz Centre, 2nd Floor, 3-A, S.M.C. Housing Society,
Shahrah-e-Faisal, Karachi-74400, Pakistan.
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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN EXTRA ORDINARY
GENERAL MEETING OF M/S. RUBY TEXTILE MILLS LIMITED
HELD ON THURSDAY 15TH MAY, 2008 AT 03.00 PM**

AT 203-FAIYAZ CENTRE 2ND FLOOR 3-A, SMCHS, SHAHRAH-E-FAISAL, KARACHI

I-**"RESOLVED** that the authorized Share Capital of the Company be and is hereby increased from Rs.200,000,000 divided into 20,000,000 shares of Rs.10/- to Rs.400,000,000 divided into 40,000,000 shares of Rs.10/- ranking pari passu, in all respects with the existing Authorized Share Capital.

"RESOLVED that Clause-V of Memorandum of Association of the Company be and is hereby amended so as to read as under:-

"The authorized Capital of the Company is Rs.400,000,000 (Rupees four hundred millions only) divided into 40,000,000 (Forty millions) Ordinary shares of Rs.10/- each with power to increase or sub-divide the shares into several classes of ordinary shares only."

"FURTHER RESOLVED that the Clause-4 of the Articles of Association of the Company be and is hereby amended so as to read as under:-

"The authorized Capital of the Company is Rs.400,000,000 (Rupees four hundred millions only) divided into 40,000,000 (Forty millions) Ordinary shares of Rs.10/- each"

II-**"FURTHER RESOLVED** that the board of Director of the Company be and is hereby by authorized to issue further shares of Rs.196 Million i.e. 19.6 million shares of Rs.10/- each (at par) to the directors of the company against interest free loan U/s. 86(1) of the Companies Ordinance, 1984 subject to the approval of Securities & Exchange Commission of Pakistan

"FURTHER RESOLVED that "Mr. Asif P. Khawaja Company Secretary of the Company be and is hereby authorized to take all the necessary steps and fulfill the legal, corporate and procedural formalities in connection herewith"

IN WITNESS WHEREOF, I have hereunder set my hand as such chairman and affixed the corporate seal of said Company, this 15th May, 2008

(NOOR ELAHI)
Chairman

CERTIFIED TRUE COPY.

**Company Secretary,
Ruby Textile Mills Ltd.**