



# Mahmood Textile Mills Ltd

Group Corporate Office Mehr Manzil O/S Lohari Gate Multan  
UAN: +92 61 111-181-181 info@mahmoodgroup.com

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (EOGM) of "Mahmood Textile Mills Limited" (the Company) will be held on **Tuesday, April 21, 2026 at 12 pm**, at Registered Office of the company, Mehr Manzil, Lohari Gate, Multan to transact the following business:

### ORDINARY BUSINESS

- To confirm the minutes of extra ordinary general meeting of the company held on 31st January 2026.

### SPECIAL BUSINESS

- The word "The companies Ordinance, 1984" is replaced with the word "The Companies, Act 2017" wherever it is appearing in the memorandum of association of the company.
- Clause V (Capital Clause) of the memorandum is amended empowering the company to issue preference shares and issue shares of different classes and kinds as permissible under The Companies Act 2017.
- To consider and adopt the new set of articles of association of the company to bring these in conformity with the provisions of The Companies Act, 2017. To see the new set of articles please click the link <https://mahmoodtextile.com/pdf/Revised%20Articles%20MTM.pdf>
- To transact any other business with the permission of the Chair.

### By Order of the Board

Liaqat Ali Dolla  
Company Secretary

Multan  
31st March 2026

### NOTES ON THE ORDINARY AND SPECIAL BUSINESS AND STATEMENT OF MATERIAL FACTS UNDER SECTION 134 (3) OF THE COMPANIES ACT, 2017.

#### Declaration of interest:

The present directors are interested to the extent only that memorandum & articles of association of the company be updated in accordance with the provisions of The Companies Act 2017.

#### 1. Book Closure.

The Share transfer books of the company will remain closed from **14th April 2026 to 21st April 2026 (both days inclusive)**. Transfers received in order at the office of the company's Share Registrar, M/S Hameed Majeed Associates (Pvt) Limited, HM House 7 Bank Square, Lahore by the close of business hours (5:00 PM) on **13th April 2026** will be treated in time for the purposes of attending and voting at the EOGM.

#### 2. Instrument of Proxy

A member entitled to attend and vote at the meeting may appoint any other member as his/her proxy to attend and vote instead of him/her. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarized attested copy of power of attorney must be deposited at the registered office of the company at least 48 hours before the time of the meeting. A proxy must be a member of the company. A company or a corporation being a member of the company may appoint a representative through a resolution of the Board of directors for attending and voting at the meeting.

#### 3. Participation in the EOGM through video link.

At least seven days prior to the date of meeting, on the demand of members residing in a city who hold at least ten percent of the total paid up capital of the company, the facility of video-link will be provided to such members of that city enabling them to participate in the extra-ordinary general meeting through video-link facility to attend the meeting through video link, the members and their proxies are requested to register themselves by providing the following information along with their Name, Folio Number, Number of shares held in their name, a valid copy of CNIC (both sides) or passport attested copy of board resolution/power of attorney (in case of corporate shareholder) through email at [liaqat.ali@mahmoodgroup.com](mailto:liaqat.ali@mahmoodgroup.com). After necessary verification these people shall be provided with a video link facility by the company. The login facility will remain open from the start of the meeting till its proceedings are concluded. The facility will be provided keeping in view of the provisions of section 132 of the Companies Act 2017 and the person asking the said facility shall provide the following information/documents to the company.

Name of Member/ proxy holders	CNIC	Folio No./ Participant id/ Account No.	Call No./ WhatsApp No.	Email ID
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4. **Change in address.** Members are requested to notify in adequate time of any change in their addresses to the Share Registrar of the company. Name and address of the Share Registrar has been mentioned at serial no. 1 of the Notes.

#### 5. Notice to Shareholders who have not provided CNIC:

The shareholders who have not yet provided their CNICs are once again advised to provide attested copies (both sides) of their CNICs (if not already provided) directly to the Share Registrar at the address given in Note No. 1. The shareholders are further requested to furnish their **IBAN bank account number containing 24 digits directly to our share registrar** so that the dividend if any may be sent into their bank accounts. It is further clarified that **tax deduction** as presently applicable will be applicable on the dividend amount.

#### 6. Unclaimed dividend /shares under section 244 of The Companies Act, 2017

The shareholders who for any reason, could not claim their dividends for the previous years are advised to contact our Share Registrar M/S Hameed Majeed Associates (private) Limited 7, Bank Square Lahore to enquire/claim their dividend immediately. List of unclaimed dividends is available on the company's website, [www.mahmoodtextile.com](http://www.mahmoodtextile.com) / [www.mahmoodgroup.com](http://www.mahmoodgroup.com)

#### 7. Conversion of physical shares in to Book Entry Form

As per section 72 of The Companies Act, 2017 all the members of listed companies are required to convert their physical shares in to **Book Entry** form with in a period not exceeding four years from the commencement of The Companies Act, 2017. The SECP vide its circular No. CSD/ED/misc/2016- 639-640 dated March 26, 2021 has advised the listed companies to pursue their members who still hold shares in physical form to convert their shares in to Book Entry Form.

Therefore, the company hereby requests all such members who hold physical shares to convert the shares in to book entry form at the earliest. For the purpose they may contact "Central Depository Company of Pakistan Limited" or any active member of the Pakistan Stock Exchange to open an account with the "Central Depository Company of Pakistan Limited" at the earliest possible.

Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") will further have to follow the applicable guidelines as laid down by the Securities and Exchange Commission of Pakistan in Circular No.1 of 2000.

#### 8. Prohibition of Distribution of Gifts

In accordance with the company's policy and regulatory guidelines, no gifts or incentive shall be distributed at the EOGM. Shareholders are requested to refrain from bringing or presenting any gifts during the meeting.

### FORM OF PROXY

I/We \_\_\_\_\_ of \_\_\_\_\_ being a member(s) of Mahmood Textile Mills Limited hold \_\_\_\_\_ ordinary Shares hereby appoint Mr/Mrs./Miss \_\_\_\_\_ of \_\_\_\_\_ or failing him / her \_\_\_\_\_ as my / our proxy in my / our absence to attend and vote for me / us and on my / our behalf at the Extraordinary General Meeting of the Company to be held on **xxxxx 2026** at Company's Registered Office, Mehr Manzil, Lohari Gate, Multan and / or any adjournment thereof. As witness my / our hand / seal this \_\_\_\_\_ day of \_\_\_\_\_ 2026.

Signature of Member \_\_\_\_\_  
In the presence of \_\_\_\_\_  
Signatures \_\_\_\_\_ Name \_\_\_\_\_ Address \_\_\_\_\_  
Signatures \_\_\_\_\_ Name \_\_\_\_\_ Address \_\_\_\_\_

Folio No.	CDC Account No.
Participant I D	Account No.

Signature on Revenue Stamp

The signature should match with the specimen signature Registered with the company

#### Notes:

- Proxies, in order to be effective, must be received at the Company's Registered Office Mehr Manzil, Lohari Gate, Multan not later than 48 hours before the time for the meeting and must be duly stamped, signed and witnessed.
- Any individual beneficial owner of CDC, entitled to attend and vote at the meeting, must bring his / her CNIC or Passport, to prove his / her identity, and in case of proxy must enclose an attested copy of his / her CNIC or Passport. Representative of corporate members should bring the usual documents required for such purpose.

In addition to the above the following requirements have to be met.

- Attested copies of CNIC or copy of the Passport of the beneficial owners shall be provided with the proxy form.
- The proxy shall produce his original CNIC or original Passport at the time of the meeting.
- In case of corporate entity, the Board of Directors Resolution / power of attorney with specimen signature shall be submitted unless it has been provided earlier along with proxy form to the company.

### POSTAL BALLOT

Following information is required for voting through post for the Business at the Extraordinary General Meeting to **be held on Tuesday 21st April 2026 at 12:00 PM**

At Mehr Manzil, Lohari Gate, Multan / and on line through Zoom. Phone 061-111 181 181 and Web site [www.mahmoodgroup.com](http://www.mahmoodgroup.com)

Name of Shareholder/ Proxy Holder	
Registered Address	
Folio/CDS Account Number	
Number of Shares held	
CNIC / Passport No. (in case of foreigner (copy to be attached.)	
Additional information and enclosures (in case of representative of body corporate, corporation and Federal Government)	
Name of Authorized Signatory	

#### Instructions for Poll

- Please indicate your vote by ticking (✓) the relevant box.
- In case both the boxes are marked as (✓), your poll shall be treated as "Rejected."

I / We hereby exercise my / our vote in respect of the below special resolutions through ballot by conveying my / our assent or dissent to the special resolutions by placing tick (✓) mark in the appropriate box below.

Name and description of Resolutions.	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1. Resolved that the word "The Companies Ordinance, 1984" is replaced with the word "The Companies Act, 2017" wherever it is appearing in the memorandum of association.		
2. Resolved that clause V of the memorandum of association is amended empowering the company to issue preference shares and issue shares of different classes and kinds as permissible under The Companies Act 2017.		
3. Resolved that new set of Articles of Association is adopted to bring these in conformity with the provisions of the Companies Act, 2017. To see the new set of Articles, may click the below Link. <a href="https://mahmoodtextile.com/pdf/Revised%20Articles%20MTM.pdf">https://mahmoodtextile.com/pdf/Revised%20Articles%20MTM.pdf</a>		

Shareholder / proxy Holder Signature / Authorized Signatory (in case of Corporate entity, please affix company stamp)

Place: \_\_\_\_\_  
Date: \_\_\_\_\_

#### Notes:

- Duly filled ballot paper should be sent to the Chairman, Khawaja Muhammad Ilyas, at Mehr Manzil O/S Lohari Gate Multan
- Copy of CNIC / Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Ballot paper should reach the aforementioned Chairman within business hours by or before 20th April 2026. Any postal ballot received after this date, will not be considered for voting.
- Signature on ballot paper should match with the signature on CNIC / Passport.
- Incomplete, unsigned, incorrect, crossed torn, mutilated, overwritten ballot paper will be rejected.
- In case of corporate entity, Corporation or Federal government, the Board of Directors Resolution/ Power of Attorney with specimen signature and attested copy of valid CNIC of the nominee (unless it has been provided earlier) should be enclosed with the ballot paper.
- Ballot paper form has also been placed on the website of the company at [www.mahmoodgroup.com](http://www.mahmoodgroup.com). Members may download the ballot paper from the website or use an original / photocopy published in newspapers.
- The decision of Chairman of the meeting regarding validity of the vote shall be final.