



**RESOLUTION PASSED AT THE ANNUAL GENERAL MEETING OF M/S SHAHZAD TEXTILE MILLS LIMITED, HELD ON TUESDAY, 28<sup>TH</sup> OCTOBER, 2025, AT 2:30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY, TRICON CORPORATE CENTRE, OFFICE NO. 701, 7<sup>TH</sup> FLOOR, 73-E, MAIN JAIL ROAD, GULBERG-II, LAHORE.**

**ORDINARY BUSINESS:**

1. **Agenda Item No. 1 Ordinary Resolution**

“RESOLVED that the Audited Financial Statements of the Company for the year ended June 30, 2025, along with the Chairman’s Review Report, Directors’ and auditors’ Report as placed before the members be and are hereby adopted and approved.”

2. **Agenda Item No. 2 Ordinary resolution**

RESOLVED that M/s Crowe Hussain Chaudhury & Co. Chartered Accountants be and are hereby appointed as auditors of the Company to hold office until the next Annual General Meeting.”

“FURTHER RESOLVED that the Chief Executive Officer be and is hereby authorized to negotiate and finalize auditor’s remuneration.”

**SPECIAL BUSINESS**

3. **Agenda Item No. 3. Special Resolutions**

“Resolved that following transactions carried out in the ordinary course of business at arm’s length basis with the related parties, in accordance with the Policy of related party transactions approved by the Board of Directors of Shahzad Textile Mills Limited, AND TO AUTHORIZE THE Chief Executive of the Company to approve all transactions with Related Parties carried out and to be carried out in the ordinary course of business during the financial year ended June 30, 2026, be and are hereby ratified, approved and confirmed.

Name of Related Party	Description of transaction
Sargodha Jute Mills Ltd	Purchase: Twine Jute
Sargodha Jute Mills Ltd	Sales: Hard Waste PC

Further Resolved that Chief Executive of the Company be and is hereby authorized to undertake the transaction and take all necessary steps and to sign/execute any purchase order/document/agreement on behalf of the Company as may be required.



**4. Agenda Item No. 4. Special Resolutions**

**RESOLVED THAT** approval of the members of M/s Shahzad Textile Mills Limited (the 'Company') be and is hereby accorded in terms of Section 183(3)(a) of the Companies Act, 2017 for disposal of the Company's Assets held for Sale comprising Office No. 703 7<sup>th</sup> Floor, Tricon Corporate Center, 73-E, Main Jail Road, Gulberg-II, Lahore, total covered area 5,150 Sqft (hereinafter the 'Assets') to a related party, Sargodha Jute Mills Limited, or any other unrelated party for a minimum consideration of Rs. 170 million.

**RESOLVED FURTHER THAT** the approval of the members be and is hereby accorded for the utilization of the proceeds arising from the sale of the Asset towards capital investment in the installation of a Solar Energy System at the Company's Mill site.

**FURTHER RESOLVED THAT** as part and parcel of the foregoing consent, the Board of Directors be and are hereby authorized and empowered to sell the Asset to the related or unrelated party and delegate any or all of its powers in this regard to the Chief Executive Officer or any other person on such terms and conditions as they deem fit, to act on behalf of the Company in carrying out and performing all acts, matters, things and deeds to implement and/or give effect to the Asset sale and utilization of the proceeds thereof and, for that purpose, entering into an agreement(s) with the buyer(s), receiving the sale consideration and to generally performing and executing in respect of the Assets all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the sale of Assets.

**FURTHER RESOLVED** that the Company be and is hereby agreed upon modification in this resolution if required without the need for any further approval of the shareholders.

**FURTHER RESOLVED** that Mr. Imran Aslam, Chief Executive, be and are hereby severally authorized to comply with the statutory requirements of the Securities and Exchange Commission of Pakistan and do all such acts, deeds, and things as may be necessary under the law in this regard.

**FURTHER RESOLVED** that all actions heretofore taken by the Chief Executive on behalf of the Company in respect of the above matter be and are hereby confirmed, ratified and adopted by the Company in full."

**CERTIFIED TRUE COPY**

**COMPANY SECRETARY**