

NOTICE OF 33rd ANNUAL GENERAL MEETING

Notice is hereby given that 33rd Annual General Meeting of the members of Redco Textiles Limited will be held at its Registered Office at Redco Arcade, 78-E, Blue Area, Islamabad on **Monday, 28th October 2024 at 09:00 AM** to transact the following business:

Ordinary Business:

- 1) To confirm the minutes of Extraordinary General Meeting held on 04th April 2024.
- 2) To receive, consider and adopt the annual audited financial statements for the year ended 30th June 2024 along with Directors and Auditors reports thereon.
- 3) To appoint Auditors of the Company for the financial year ending 30th June 2025 and to fix their remuneration. The present Auditors, M/s Mushtaq & Co. Chartered Accountants, being eligible offer themselves for reappointment.

Special Business:

- 4) To ratify and approve the transactions conducted by the Company with related parties as disclosed in the financial statements for the year ended June 30, 2024 by passing the following resolutions with or without modifications as special resolutions:

RESOLVED THAT the transactions conducted with related parties by the Company from time to time as disclosed in the financial statements for the year ended June 30, 2024 be and are hereby ratified, approved and confirmed.

FURTHER RESOLVED THAT the Board of Directors of the Company is authorized to approve the transactions conducted with the related parties as disclosed in the note 34 of the financial statements for the year ended 30 June 2024 be and are hereby ratified, approved and confirmed.

- 5) To receive, consider and approve the Circulation of Annual Report through QR Code and Through Weblink, in accordance with the Section 223(6) of the Companies Act, 2017 read with SECP's S.R.O 389(1)/2023 dated March 31, 2023 and pass the following resolution with or without modification:

"RESOLVED THAT, the Company be and is hereby authorized to circulate its Annual Report including Annual Audited Financial Statements, Auditor's Report, Directors Report, Chairman Review Report and other reports contained therein to Members of the Company through QR enabled Code and web link."

(Attached to this notice is a statement of Material Facts covering the above-mentioned Special Business, as required under section 134(3) of the Companies Act, 2017)

Other Business:

- 6) To consider any other business with permission of the chair.

By order of the Board
(Muhammad Kashif)
Company Secretary

Islamabad
October 05, 2024

Notes:

- a) The Share Transfer Books of the Company will remain closed from 21st October to 28th October 2024 (both days inclusive).
- b) A member entitled to attend and vote at the meeting may appoint any other member as his/ her proxy to attend and vote.
- c) The proxy to be valid must be in writing and received at the registered office of the company not later than 48 hours before the time of meeting and must be stamped, signed and witnessed.
- d) Members are requested to notify the Company regarding change in their addresses, if any.
- e) CDC shareholders desiring to attend the meeting are requested to bring their original National Identity Card, Account and Participants ID number, for identification purpose. In case of corporate entity, the Original or duly authenticated Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the Meeting.
- f) In compliance with SECP, the audited financial statements and reports of the Company for the year ended June 30, 2024, & notice of AGM to be held on October 28, 2024 are being placed on the Company's website: www.redcotextiles.com
- g) Pursuant to the instructions of Securities and Exchange Commission of Pakistan (SECP) vide its Circular No. 4 of 2021 dated February 15, 2021 facility of online meeting through Zoom Platform is also available for shareholders to attend/participate in Annual General Meeting. To attend the Annual General Meeting through video link, members and proxies are requested to register their particulars such as Name, CNIC Number, Folio/CDC Account Number, Cell Number and E-mail Address by sending an e-mail at kashif.muhammad135@gmail.com at earliest but not later than 48 hours before the Meeting time with legible copy of valid CNIC/Passport. The video link and login credentials will be shared with the shareholders whose e-mails containing all the requested particulars are received in time as mentioned above.
- h) Pursuant to Section 132(2) & section 134(b) of the Companies Act, 2017, if Company receives consent from Shareholders holding aggregate 10% or more shareholding residing at geographical location to participate in the meeting through video conference at least 7 days prior to the date of meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city.
- i) Pursuant to Companies (Postal Ballot) Regulations, 2018 for the purpose of passing special resolution; subject to the requirements of Section 143 and 144 of the Companies Act, 2017 members will be allowed to exercise their right of vote through postal ballot i.e. voting by post or through any electronic mode; in accordance with the requirements and procedure contained in the aforesaid Regulations.

Detail of E-Voting facility will be shared through e-mail with those members of the company who have valid cell numbers / e-mail addresses available in the Register of Members of the Company by the end of business on October 20, 2024 maintained by Corplink (Private) Limited being the e-voting service provider of the Company. Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login. Members shall cast vote online from October 25, 2024, 9:00 A.M till October 27, 2024, 5:00 P.M. Voting shall close on October 27, 2024 at 5:00 P.M. Once the vote on the resolutions has been casted by a member, he/she shall not be allowed to change it subsequently.

Members may alternatively opt for voting through postal ballot. For the convenience of the members, Ballot Paper is annexed to this notice.

The members must ensure that the duly filled and signed ballot paper, along with a copy of the Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at the Company's registered address, or email one day before the AGM, i.e., on October 27, 2024 before 5:00 P.M. A postal ballot received after this time / date shall not be considered for voting. The signature on the Ballot Paper shall match with the signature on the CNIC.

Statement Pursuant to Section 134 (3) of the Companies Act, 2017

Pursuant to Section 134 (3) of the Companies Act, 2017, this statement sets forth the material facts concerning the special business listed hereinabove, to be transacted at the Annual General Meeting of Redco Textiles Limited to be held on October 28, 2024.

Transactions with Related Parties

During the financial year 2023-24, the Company entered into various transactions with related parties of which the major transactions are receipts from associated undertaking.

Approval to circulate Annual Report via QR code and weblink

Approval to circulate the Annual Audited Financial Statements, Auditor's Report and Directors' Report, etc. to its members through QR enabled code and weblink as required under section 223 (7) of Companies Act, 2017 and subsequently advised by SECP through its Notification S.R.O 389 (1)/2023 dated March 21, 2023.



REDCO TEXTILES LIMITED

NOTICE FOR BALLOT PAPER AND E-VOTING FACILITY

For poll at the Annual General Meeting of Redco Textiles Limited to be held on Monday, October 28, 2024 at the Company's Registered Office address at: Redco Arcade, 78-E, Blue Area, Islamabad.

Designated email address of The Chairman at which the duly filled in ballot paper may be sent:

sales@redcogroup.com

Name of shareholder/joint shareholders	
Registered Address	
Folio No. / CDC Participant / Investor ID with sub-account No	
Number of shares held	
CNIC, NICOP/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:	
CNIC, NICOP/Passport No. (In case of foreigner) of Authorized Signatory - (Copy to be attached)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (√) mark in the appropriate box below (delete as appropriate);

Special Business
<p>Agenda # 4</p> <p>To ratify and approve the transactions conducted by the Company with related parties as disclosed in the financial statements for the year ended June 30, 2024 by passing the following resolutions with or without modifications as special resolutions:</p> <p>RESOLVED THAT the transactions conducted with related parties by the Company from time to time as disclosed in the financial statements for the year ended June 30, 2024 be and are hereby ratified, approved and confirmed.</p> <p>FURTHER RESOLVED THAT the Board of Directors of the Company is authorized to approve the transactions conducted with the related parties as disclosed in the note 34 of the financial statements for the year ended 30 June 2024 be and are hereby ratified, approved and confirmed.</p>

Agenda # 5

To receive, consider and approve the Circulation of Annual Report through QR Code and Through Weblink, in accordance with the Section 223(6) of the Companies Act, 2017 read with SECP's S.R.O 389(1)/2023 dated March 31, 2023 and pass the following resolution with or without modification:

"RESOLVED THAT, the Company be and is hereby authorized to circulate its Annual Report including Annual Audited Financial Statements, Auditor's Report, Directors Report, Chairman Review Report and other reports contained therein to Members of the Company through QR enabled Code and web link."

Sr. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1	Resolution as per Agenda # 4 (as given above)			
2	Resolution as per Agenda # 5 (as given above)			

Signature of shareholder(s)

Place: _____

Date: _____

NOTES:

1. Dully filled postal ballot should be sent to chairman at **Redco Arcade, 78-E, Blue Area, Islamabad** or through e-mail at **sales@redcogroup.com**
2. Copy of CNIC, NICOP/Passport No. (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before October 27, 2024 before close of business hours i.e. 17:00 PST. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC, NICOP/Passport (in case of foreigner).

Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected