



Ballot Paper for voting through post for poll to be held at Extraordinary General Meeting on Thursday, June 22, 2023 at 11:00 a.m. at 200-201, Gadoon Amazai, Industrial Estate, Gadoon Amazai, District Swabi, Khyber Pakhtunkhwa and through Video Conferencing

Contact Details and email address of the Chairman at which the duly filled in ballot paper may be sent:
The Chairman, Gadoon Textile Mills Limited, 200-201, Gadoon Amazai, Industrial Estate, Gadoon Amazai, District Swabi, Khyber Pakhtunkhwa
Email Address: eogm_2023@gadoontextile.com

Name of shareholder/joint shareholders	
Registered address of shareholder(s)	
Number of shares held	
Folio number	
CNIC number (copy to be attached)	
Additional information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	

The draft of resolutions in respect of the Special Business to be conducted during the general meeting is as under:

Resolution for Agenda No. 2 – Increase in Authorized Share Capital:

“RESOLVED THAT the authorized share capital of Gadoon Textile Mills Limited (the “Company”) be and is hereby increased from Rs.575,000,000/- (Rupees Five Hundred Seventy-Five Million Only) divided into 57,500,000 ordinary shares of Rs.10/- each to Rs.21,000,000,000/- (Twenty-One Billion Only) divided into 2,100,000,000 ordinary shares of Rs.10/- each by the creation of 2,042,500,000 ordinary shares of Rs. 10/- each.

FURTHER RESOLVED THAT the Memorandum of Association and Articles of Association of the Company be amended, as required, to give effect to the aforementioned resolution and for this purpose to change the authorized share capital of the Company wherever appearing in these documents from Rs.575,000,000/- (Rupees Five Hundred Seventy-Five Million Only) divided into 57,500,000 ordinary shares of Rs.10/- to Rs.21,000,000,000/- (Twenty-One Billion Only) divided into 2,100,000,000 ordinary shares of Rs.10/- each.

FURTHER RESOLVED THAT the new ordinary shares when issued shall carry equal voting rights and rank pari passu with the existing ordinary shares in all respects and matters in compliance with the provisions of the Section 85(2) of the Companies Act, 2017.”

Resolution for Agenda No. 3 – Alteration in the Articles of Association of the Company:

“RESOLVED THAT Articles 118 and 119 of the Articles of Association of the Company be amended to read as follows:

118. The Board of Directors of the Company may resolve that it is desirable to capitalize any part of the amount for the time being standing to the credit of any reserve or the profit and loss account or otherwise available for distribution, and accordingly that such sum be set free for distribution, amongst Members who would be entitled thereto if the same were distributed by way of dividend and in the same proportions on condition that the same be not paid in cash but be applied in paying up in full unissued shares or debentures of the Company to be allotted and distributed, credited as fully paid up, to and amongst such members in the proportion aforesaid, or partly in one way and partly in the other and the Directors shall give effect to such resolution.

119. Whenever such a resolution aforesaid shall have been passed by the Board of Directors of the Company, the Directors shall make all appropriations and applications of the undivided profits resolved to be capitalized thereby, and all allotments and issue of fully paid shares or debentures, if any, and generally shall do all acts and things required to give effect thereto, with full power to the Directors to make provisions by payment in cash or otherwise as they think fit in the case of shares or debentures becoming distributable and also to authorize any persons to enter on behalf of all the Members entitled thereto into an agreement with the Company providing for the allotment to them may be entitled upon such capitalization and any agreement made by such authority shall be effective and binding on all such Members.”

Resolution for Agenda No. 4 – Circulation of Annual Report through QR enabled code and weblink:

“RESOLVED THAT Gadoon Textile Mills Limited (the “Company”) be and is hereby authorized to circulate its annual report including annual audited financial statements, auditors’ report, Directors’ report, Chairman’s review report and other reports contained therein to the Members of the Company through QR enabled code and weblink.”

“FURTHER RESOLVED THAT the Chief Executive Officer and / or the Company Secretary (“Authorized Officials”) be and are hereby jointly and/or severally authorized to do all acts, deeds and things, take any or all necessary actions including appointment of consultant(s) / advisors and to complete all legal formalities and file all necessary documents to all regulatory bodies including the Securities and Exchange Commission of Pakistan, the Pakistan Stock Exchange and the Central Depository Company of Pakistan Limited as may be necessary or incidental for the purpose of implementing the aforesaid resolutions.”

I / we hereby exercise my / our vote in respect of the above resolution through ballot by conveying my / our assent or dissent to the resolution by placing a tick (✓) mark in the appropriate box below;

Sr No.	Resolution	No. of ordinary shares for which votes cast	I / We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Resolution For Agenda Item No. 2			
2	Resolution For Agenda Item No. 3			
3	Resolution For Agenda Item No. 4			

Signature of the Shareholder (s)
Place:
Date:

NOTES:

1. This Ballot paper is also available on Company’s website i.e. <https://gadoontextile.com/investor-information/>
2. Duly filled postal ballot should be sent to Chairman at above mentioned postal or email address.
3. Copy of clean and valid CNIC should be enclosed with the postal ballot form.
4. Postal ballot forms should reach Chairman of the meeting on or before Wednesday, June 21, 2023 during working hours. Any postal ballot received after this date will not be considered for voting.
5. Signature on postal ballot should match with signature on CNIC.
6. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
7. Alternatively, the details of E-Voting facility will be communicated via e-mail to the email addresses available in the Register of Members of the Company by the Company appointed E-Voting Service Provider.
8. Members may cast E-Vote online from June 19, 2023 at 09:00 AM till the close of E-Voting on June 21, 2023 at 5:00 PM