



SAIF GROUP

## KOHAT TEXTILE MILLS LIMITED

### NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that an Extraordinary General Meeting (EOGM) of the Kohat Textile Mills Limited (the company) will be held on Tuesday, February 03, 2026 at 11:00 a.m. at its registered office, APTMA House, Tehkal Payan, Jamrud Road, Peshawar, to transact the following business:

#### ORDINARY BUSINESS:-

- To confirm minutes of the last Annual General Meeting of the Company held on October 24, 2025.
- To elect Eight (08) directors of the Company for a term of three years commencing from February 03, 2026, as fixed by the Board of Directors in accordance with the provisions of Section 159 of the Companies Act, 2017. The names of the retiring directors are as under:

1. Mr. Javed Saifullah Khan	5. Mr. Asif Saifullah Khan
2. Mr. Anwar Saifullah Khan	6. Mr. Rana Muhammad Shafi
3. Ms. Hoor Youzaifai	7. Mr. Abdul Rehman Qureshi
4. Mr. Assad Saifullah Khan	8. Mr. Sardar Aminullah Khan

- The retiring directors are eligible for re-election except Mr. Abdul Rehman Qureshi, who has served on the Board of the company as an independent director and by virtue of clause (g) of the Proviso to sub-sections (2) of section 166 of the Companies Act, 2017 (the Act) is ineligible for the next term. The Board, in terms of the provisions of section 159(l) of the Act, has fixed the number of directors to be elected at the ensuing (EOGM) as (8) eight.
- Statement as required under the provisions of sub-section (3) of section 166 of the Act is annexed.

- To transact any other business with the permission of the Chair.

#### BY ORDER OF THE BOARD

Peshawar, January 12, 2026

Umar Shahzad  
Company Secretary

#### NOTES:

- The Shares Transfer Books of the Company will remain closed from January 28, 2026 to February 03, 2026 (both days inclusive) and no transfer of shares will be accepted for registration during this period. Transfers received in order at the office of the Company's Shares Registrar M/s Hameed Majeed Associates (Pvt.) Limited, HM House, 7-Bank Square, Lahore by the close of business on January 27, 2026 will be treated in time for the purpose of attending and voting at the meeting.
- In accordance with Regulation 11 of the Companies (Postal Ballot) Regulations, 2018 (the Regulations), the Board of Directors of the Company has appointed M/s Shine Wing Hameed Chaudhri & Co., Chartered Accountants, statutory auditors of the Company and a QCR rated audit firm, to act as scrutineer of the Company for Election of Directors in the meeting and to undertake other responsibilities as defined in regulation 11A of the Regulation.
- A member of the Company entitled to participate and vote at this Meeting, may appoint any other member of the Company as his/her proxy to participate, speak and vote on his/her behalf at the Meeting. A member shall not be entitled to appoint more than one proxy. The instrument appointing a proxy must be properly filled-in/ executed and in order to be valid, must be received at the share registrar office of the Company, not later than forty-eight (48) hours before the time scheduled for the meeting.

Attested copy of Computerized National Identity Card (CNIC) of the member appointing the proxy shall be attached with the instrument. A company or a corporation being a member of the Company may appoint are preventative through here solution of its Board of Directors for attending and voting at the meeting. Members, who have deposited their shares in to Central Depository Company of Pakistan Limited, are further advised to follow the guide lines as laid down by the SECP vide Circular No.1 of 2000.

An instrument of proxy applicable for the Meeting is being provided with the notice being sent to members. Further, copies of the instrument of proxy may also be obtained from the registered office of the company during normal office hours or downloaded from the Company's website [www.kohattextile.com](http://www.kohattextile.com).

- Members and their proxies are being provided with the facility to participate in the meeting through electronic means via Zoom Video-Link. Interested members are requested to get themselves registered by sending the below mentioned particulars from their registered email address to secretary of the company, latest by the close of business hours(5:00PM) on February 02, 2026:

Name of Member	CNIC No. / NTN No.	CDC Participant ID/Folio No.	Cell No.	Registered email address
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Members, who are registered, after the necessary verification, will be provided a Zoom Video-Link by the Company. Only those members whose names appear in the register of members as of February 02, 2026 will be entitled to participate in the Meeting via Zoom- Video Link.

- Any member/nominee, who seeks to contest the election to the office of director shall, whether he/she is a retiring director or otherwise, file with the Company, at its Registered Office, APTMA House, Tehkal Payan, Jamrud Road, Peshawar, not later than fourteen days before the date of the Meeting, a notice of his/her intention to offer himself/herself or election as a director. The application/nomination to contest the election should be accompanied with the following documents:

- Signed and completed Consent to act as a director, on Appendix to Form- 9 of the Companies Regulations, 2024, as required under section 167 of the Companies Act, 2017. Contesting person must be a member of the Company at the time of filing his / her consent or contesting the election of directors except in case of a person representing a member, which is not a natural person;
- Attested copy of valid CNIC/Passport and National Tax Number (NTN) certificate;
- Detail of other directorship and offices held;
- Detailed profile along with office address for placement on the Company's website;
- Signed declaration to be provided, confirming being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria for a direct or under section 153 and other provisions of the Companies Act, 2017 and applicable laws and regulations.
- Independent directors will be elected in accordance with sections 159 and 166 of the Companies Act, 2017 who shall meet the criteria laid down under section 166 of the Companies Act, 2017 and the Companies (Manner and Selection of Independent Directors) Regulations, 2018. The following additional documents are required to be submitted by the candidates seeking to contest the election as an independent director:
  - Declaration of independence under regulation 6(3) of the Listed Companies (Code of Corporate Governance) Regulations, 2019; and
  - Undertaking on non-judicial stamp paper that he/she meets the requirements of regulation 4(1) of the Companies (Manner and Selection of Independent Directors) Regulations, 2018.

- Members are requested to submit an attested photocopy of their valid Computerized National Identity Cards (CNICs) as per SECP's direction, if not provided earlier.

- Change in Address: Members are requested to promptly notify any change in their address.

- E-Voting / Voting by Postal Ballot: If the number of persons who offer themselves to be elected is more than the number of directors fixed under sub-section (1) of Section 159 of the Companies Act, 2017, then, subject to requirements of Sections 143 and 144 of the Companies Act 2017, the Company shall provide its members with options of e-voting or voting by postal ballot in accordance with the provisions of the Companies (Postal Ballot) Regulations, 2018.

- For any query/information, Members may contact the Company at registered office address mentioned above. Members may also visit website of the Company [www.kohattextile.com](http://www.kohattextile.com) for notices/information.

- Pursuant to Section 132(2) of the Companies Act, 2017, if the Company receives consent from members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least 7 days prior to the date of the meeting, the Company will arrange video conference facility in that city subject to availability of such facility in that city. To avail this facility, please fill the following form and submit to the registered address of the Company at least (07) days before the date of the meeting.

I/ We, \_\_\_\_\_ of \_\_\_\_\_, being a member of Kohat Textile Mills Limited, holder of \_\_\_\_\_ Ordinary Shares as per Register Folio No. / CDC A/C No. \_\_\_\_\_ here by opt for video conference facility at \_\_\_\_\_.

\_\_\_\_\_  
Signature of member

- As per SECP's SRO 452 dated March 17, 2025, no gifts shall be distributed at the General Meetings.

#### STATEMENT MADE UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF APPOINTMENT OF INDEPENDENT DIRECTORS

Independent directors shall be elected in the same manner as other directors are to be elected in terms of the provision of section 159 of the Companies Act, 2017. It will be ensured that the persons contesting as independent directors must meet the criteria under Section 166 of the Companies Act, 2017 and possess the requisite competencies, skills, knowledge and experience.

No directors have direct or indirect interest in the above said business except they may consent for election of directors accordingly.