KOHINOOR SPINNING MILLS LIMITED
NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 42nd Annual General Meeting of **KOHINOOR SPINNING MILLS LIMITED** will be held on Friday , October 31, 2014 at 10:00 a.m. at 31-F Main Market Gulberg II, Lahore to deal with the following matters :-

ORDINARY BUSINESS:

1. To confirm the minutes of EOGM held on September 10,2014.
2. To receive and adopt the audited accounts of the Company for the year ended June 30, 2014 together with the reports of directors and auditors thereon.
3. To consider and approve final cash dividend of 05% (Rs 0.25 per ordinary share of Rs. 5/ each) held by the existing shareholders as recommended by the board of directors. This is in addition to the interim cash dividend of 10% (Rs.0.50 per ordinary share of Rs. 5/- each) already paid to the shareholders during the year.
4. To reappoint auditors for the year ending June 30, 2015 and to fix their remuneration.

SPECIAL BUSINESS:

1. To consider and approve the remuneration of a Director of the company.
2. To transact any other business which may be brought forward with the permission of the Chair.

Statement u/s 160 along with information u/s 218 of the companies ordinance, 1984 is annexed to the notice of the meeting sent to the shareholders.

BY ORDER OF THE BOARD
MUHAMMAD JAHANGIR KHAN
Company Secretary/General Manager (Legal)

Lahore:
October 10, 2014

BOOK CLOSURE

The Member's Register will remain closed from October 25, 2014 to October 31, 2014 (both days inclusive).

NOTES:

1. A member entitled to attend the meeting may appoint another member as his/her proxy to attend the meeting of him/her behalf. Proxies in order to be effective must be received by the Company not later than 48 hours before the meeting.
2. The beneficial owner of the shares of the company in the central depository system of the CDC or his/her proxy entitled to attend this meeting shall produce his/her original CNIC or passport to prove the identity. CDC Account Holders will further have to follow the guidelines as laid down in Circular No. 1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan.
3. Transfer received in order by the close of business hours on October 24, 2014 will be treated in time. The same or any change in address, if any, alongside valid copy of CNIC for filing annual return of company be sent to our share registrar M/s Corp link (Pvt) Limited, Wings Arcade, 1-K, Commercial, Model Town, Lahore. Tel. 042-5839182.
4. It is also informed that pursuant to the Finance Act, 2014, effective from July 1, 2014, the rate of withholding tax in terms of section 150 of the ITO, 2001 has been segregated @ 10% for filer and @ 15% for non filer of income tax returns, so necessary evidence, NTN etc is also advised to be provided timely.
5. In terms of SECP,s SRO 787(1)/2014, members can now receive audited financial statements alongside notice of AGM electronically through email. Therefore members (physical or CDC shareholders) who are interested in receiving the same are required to send their email addresses and consent for electronic transmission to share registrar of the company or directly to their broker(participant)/CDC investor account services, as the case may be.

STATEMENT UNDER SECTION 160 OF THE COMPANIES ORDINANCE, 1984

The statement sets out the material facts concerning the special business to be transacted at the 42nd Annual General Meeting of the Company to be held on October 31, 2014.

Approval of the shareholders will be sought for the remuneration payable to the a Director Mr. Mohammad Hamza Yousaf. For this purpose, it is intended to propose that the following resolution be passed as a Special Resolution.

"RESOLVED THAT the company hereby authorizes the payment as remuneration to a Director Mr. Mohammad Hamza Yousaf not exceeding in aggregate of Rupees 150,000/- per month inclusive of house rent allowance and exclusive of utilities and other perquisites and benefits w.e.f July 01, 2014 to which he is entitled under their terms of employment".

The Director may be considered interested in this special business to the extent of remuneration payable to him.

KOHINOOR

KOHINOOR SPINNING MILLS LIMITED
7/1, E-3, Main Boulevard Gulberg III, Lahore
04235757108

NOTICE UNDER SECTION 218 OF THE COMPANIES ORDINANCE, 1984

TO - ALL MEMBERS OF THE COMPANY

In terms of section 218 of the Companies Ordinance, 1984 the members of the company are informed that the Board of Directors in their meeting held on October 10, 2014 has approved remuneration, perquisites and allowances of Mr. Mohammad Hamza Yousaf, working Director of the company as per following -

Remuneration	Gross aggregate monthly salary not exceeding Rs. 150,000/- (rupees one hundred fifty thousand only). This will exclusive of other allowances as per company policy like medical, conveyance, gratuity etc and take effect from July 1, 2014

Mr. Muhammad Hamza Yousaf, being director and shareholder of the company have interest to the extent of remuneration and other benefits to which he is entitled.

for and on behalf of Kohinoor Spinning Mills Limited

MuhammadJahangir

Khan

Company Secretary/
General Manager(legal)

October 10, 2014