

NAGINA COTTON MILL LTD.

BALLOT PAPER FOR VOTING THROUGH POST

(in person and virtual Extraordinary General Meeting to be held at 11:00 am on Tuesday, June 20, 2023)

Designated email address of the Chairman at which the duly filled in ballot paper may be sent: chairman@nagina.com

Name of shareholder/joint shareholders	
Registered Address	
Number of Shares held (on close of June 15, 2023) and folio number	
CNIC No/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)	

I / we hereby exercise my/our vote in respect of the following resolution through postal ballot by conveying my/our assent or dissent to the following resolution by picking tick (v) mark in the appropriate box below:

Name and Description of Resolutions	I/We assent to the resolution (FOR)	I/We dissent to the resolution (AGAINST)
<p>RESOLVED that the Authorized Share Capital of the Company be and is hereby increased from Rs. 500,000,000 to Rs. 5,500,000,000 by the creation of 500,000,000 ordinary shares of Rs. 10/- each. Such new shares, whenever issued, shall rank pari passu with the existing shares.</p> <p>FURTHER RESOLVED that consequent upon the said increase in Authorized Share Capital, Clause V of Memorandum of Association and Clause 5 of Articles of Association be and is hereby accordingly amended to read as under:</p> <p>CLAUSE V OF THE MEMORANDUM OF ASSOCIATION</p> <p>“The Authorized Share Capital of the Company is Rs. 5,500,000,000/- (Rupees five billion five hundred million only) divided into 550,000,000 shares of Rs. 10/- each, comprising Ordinary Shares and Preference Shares with attached thereto respectively such preferential deferred, qualified or special rights, privileges, or conditions as provided in the Articles of Association of the Company, or in accordance with the Companies Act, 2017 and to vary, modify or, abrogate any such rights, privileges or conditions in such manner as may be permitted by the Companies Act, 2017 and to increase and/or reduce the capital and to divide shares in the capital into several classes and to consolidate or subdivide the shares and to issue shares of higher or lower denominations”.</p> <p>CLAUSE 5 OF THE ARTICLES OF ASSOCIATION</p> <p>The Authorized Share Capital of the Company is Rs. 5,500,000,000/-(Rupees five billion five hundred million only) divided into 550,000,000 shares of Rs. 10/- each, comprising Ordinary Shares and Preference Shares with attached thereto respectively such preferential, deferred, qualified or special rights, privileges, or conditions as provided in the Articles, or in accordance with the Companies Act, 2017.</p> <p>FURTHER RESOLVED that the Chief Executive Officer or Secretary of the Company be and are hereby authorized singly to complete all legal and corporate formalities for increasing the authorized share capital of the Company and alteration of Memorandum and Articles of Association of the Company</p>		

Signature of Shareholder(s)

Place:

Date:

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

- Duly filled and signed original postal ballot should be sent to the Chairman, Nagina Cotton Mills Ltd., at 2nd Floor, Sheikh Sultan Tsut Bldg. No. 2, 26-Civil Lines, Beaumont Road, Karachi or a scanned copy of the original postal ballot to be emailed at: chairman@nagina.com.
- Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal Ballot forms should reach chairman of the meeting on or before June 19, 2023 during working hours. Any Postal Ballot received after this date, will not be considered for voting.
- Signature on Postal Ballot should match the signature on CNIC/Passport (in case of foreigner).
- Incomplete, unsigned, in correct, defaced, torn, mutilated, over written ballot papers will be rejected.
- In case of representative of body corporate and corporation, Postal Ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act 2017, as applicable, unless these have already been submitted along with Proxy Form. In case of foreign body corporate etc. all documents must be attested from the Pakistani Embassy having jurisdiction over the member.
- Ballot paper has also been placed on the website of the Company www.nagina.com. Members may download the ballot paper from the website or use original/photocopy published in newspapers.