

**Jubilee Spinning & Weaving Mills Limited
Proxy Form**

I/We _____ of _____ a member/members of Jubilee Spinning & Weaving Mills Limited and holder of _____ shares as per Registered Folio/CDC # _____ do hereby appoint _____ of _____ or failing him _____ of _____ who is also member of the Company vide Registered Folio/CDC # _____ as my/our Proxy to attend, speak and vote for me/us and on my/our behalf at the Extra-Ordinary General Meeting of the Company to be held on Tuesday the May 16, 2017 at 10:00 AM at mills premises of The Crescent Textile Mills Limited, Sargodha Road, Faisalabad and at any adjournment thereof.

As witness my hand this _____ day of _____ 2017.

Witness's Signature _____
Name: _____
Address: _____

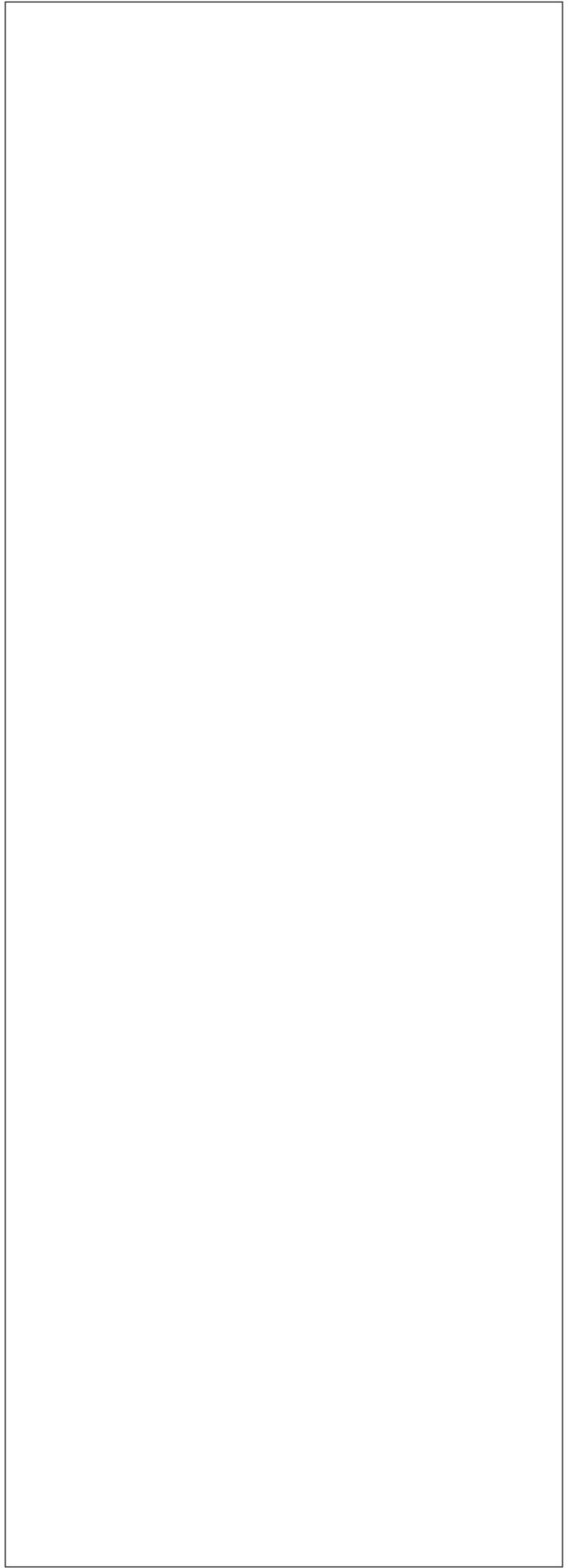
Affix Revenue
Stamp of Rs. 5/-

Witness's Signature _____
Name: _____
Address: _____

Member's Signature


Date: _____
Place: _____ Nic#

- Note:**
1. The Proxy Form should be deposited at the Registered Office of the Company not later than 48 hours before the time for holding the meeting.
 2. CDC Shareholders, entitled to attend and vote at this meeting, must bring with them their computerized national Identity Cards/Passport in original to provide his/her identity, and in case of Proxy, must enclosed an attested copy of his/her NIC or Passport.
 3. Representatives of corporate members should bring the usual documents for such purpose.



BOOK POST

If undelivered please return to:

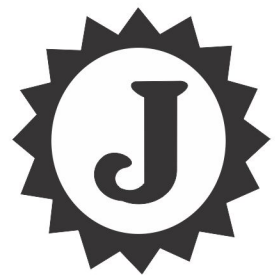


Jubilee Spinning
&
Weaving Mills Ltd

45-A, Off Zafar Ali Road, Gulberg-V, Lahore:
T # (042) 111-245-245 F # (042) 111-222-245

(99 CONCEPT ADVERTISING 0300-9470293)

**NOTICE OF EXTRA-ORDINARY
GENERAL MEETING**



Jubilee Spinning
&
Weaving Mills Ltd

Jubilee Spinning & Weaving Mills Limited

Notice of Extra-Ordinary General Meeting

Notice is hereby given that an Extra-Ordinary General Meeting of the shareholders of the Jubilee Spinning & Weaving Mills Limited (the "Company") will be held on Tuesday, the May 16, 2017 at 10:00 a.m. at the Mills Premises of The Crescent Textile Mills Limited, Sargodha Road, Faisalabad to transact the following business:

Ordinary Business:

To elect seven (7) directors of the Company as fixed by the Board of Directors under Section 178 (1) of the Companies Ordinance, 1984 (the "Ordinance") for a term of three (3) years commencing from May 31, 2017 in accordance with the provisions of the Ordinance in place of following retiring Directors who are eligible for re-election:

1. Mr. Aurangzeb Shafi
2. Mr. Jahanzeb Shafi
3. Mr. Muhammad Akbar Khan
4. Mr. Shaukat Shafi
5. Mr. Tariq Shafi
6. Mr. Umer Shafi
7. Mr. Usman Shafi

Registered Office:

45-A, Off: Zafar Ali Road,
Gulberg-V, Lahore:

T: +92-042-111-245-245

F: +92-042-111-222-245

Dated: April 24, 2017

By Order of the Board

**(Sh. Naseer Ahmad)
Company Secretary**

Notes:

1. The Register of Members of the Company will remain closed from May 06, 2017 to May 16, 2017 (both days inclusive). Transfers received in order at the office of the company's Independent Share Registrar, M/s. Vision Consulting Limited, Lahore by the close of business (5:00 PM) on Friday, May 05, 2017 will be considered in time to be eligible for the purpose of attending and voting at the extraordinary general meeting.
2. Please refer statement under Section of the Companies Ordinance, 1984 annexed to the notice of meeting sent to the shareholders for details regarding election of directors.
3. A member entitled to attend and vote at this meeting may appoint any other member as his/her proxy to attend and vote. The instrument appointing a proxy and the power of attorney or other authority under which it is signed or a notarially attested copy of the power of attorney must be deposited at the registered office of the Company 45-A, Off Zafar Ali Road, Gulberg-V, Lahore at least 48 hours before the time of the meeting.
4. Members, who have deposited their shares into Central Depository Company of Pakistan Limited, are being advised to bring their original National Identity Cards along with CDC Participant ID and account number at the meeting venue.
5. Members who have deposited their shares into Central Depository Company of Pakistan Limited ("CDC") will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

A. For Attending the Meeting

- a. In case of Individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC

Regulations, shall authenticate his/her identity by showing his/her original CNIC or, original Passport at the time of attending the Meeting.

- b. In case of corporate entity, the Board's resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the Meeting.
- B. For Appointing Proxies
- a. In case of individuals, the account holder and/or sub-account holder whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per above requirements.
 - b. The proxy form shall be witnessed by two persons, whose names, addresses and CNIC numbers shall be mentioned on the form.
 - c. Attested copies of the CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form.
 - d. The proxy shall produce his original CNIC or original passport at the time of the Meeting.
 - e. In case of corporate entity, the Board's resolution / power of attorney with specimen signature shall be furnished (unless it has been provided earlier) along with proxy form to the Company.

6. Members are requested to timely notify any change in their addresses.

STATEMENTS UNDER SECTION 160 OF THE COMPANIES ORDINANCE, 1984 Election of Directors

The term of office of the present Directors of the Company will expire on May 30, 2017. In terms of Section 178 (1) of the Companies Ordinance, 1984, the directors have fixed the number of elected directors at seven (7) to be elected in the extraordinary general meeting for a period of three years.

The present Directors are interested to the extent that they are eligible for re-election as Directors of the Company.

Any person who seeks to contest election to the office of director shall, whether he is a retiring director or otherwise, file with the Company at its Registered Office, 45-A, Off Zafar Ali Road, Gulberg-V, Lahore, not later than fourteen days before the day of the meeting, the following documents and information:

- i. His/her Folio No./CDC Investors Account No./CDC Participant No./Sub-Account No. A director must be a member of the company at the time of filing of his/her consent for contesting election of directors.
- ii. Notice of his/her intention to offer himself/herself for election of directors in terms of Section 178(3) of the Companies Ordinance, 1984;
- iii. Consent to act as a director in Form 28 prescribed under Section 184 of the Companies Ordinance, 1984;
- iv. A detailed profile along with his/her office address as required under SECP's SRO 634(1)2015 dated July 10, 2014.
- v. An attested copy of Computerized National Identity Card;
- vi. A declaration confirming that:
 1. He/she is aware of duties and powers under the relevant

laws, Memorandum & Articles of Association of Company and listing regulations of Pakistan Stock Exchange Limited;

2. He/she and his/her spouse does not engage in business of stock brokerage;
3. He/she is not serving as a director in more than seven (7) listed companies including this Company excluding directorship in listed subsidiaries of listed holding companies;
4. He/she is not ineligible to become a director of a listed company under any applicable laws and regulations.

Notice to members who have not provided their CNIC:

The directive of the Securities and Exchange Commission of Pakistan contained in S.R.O. 831(I) / 2012 dated 05 July 2012 provides that the dividend warrants should bear the Computerized National Identity Card (CNIC) Numbers of the registered members or the authorized person except in the case of minor(s) and corporate members. CNIC number of the members are, therefore, mandatory for the issuance of future dividend warrants and in the absence of such information, payment of dividend may be withheld. Therefore, the members who have not yet provided their CNICs are once again advised to provide the attested copies of their CNICs (if not already provided) directly to Independent Share Registrar at the address given above without any further delay.

E-dividend mandate:

In order to make process of payment of cash dividend more efficient, e-dividend mechanism has been envisaged by SECP where shareholders can get amount of the dividend credited into their respective bank accounts electronically. In this way, dividends may be instantly credited to respective bank accounts and there are no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address, etc. The Securities and Exchange Commission of Pakistan (SECP) through Notice No. 8(4) SM/CDC 2008 dated April 05, 2013 has advised all listed companies to adopt e-dividend mechanism due to the benefits it entails for their members. In view of the above, you are hereby encouraged to provide a dividend mandate in favour of e-dividend by providing dividend mandate form duly filled in and signed.

مختار نامہ

میں / ہم ساکن

بحیثیت رکن جو ملی سپنگ اینڈ ویوینگ ملز لمیٹڈ اور حال

عام حصص، برطانیق شیئر رجسٹرڈ فو لیو نمبر

محترم / محترمہ ساکن

یا عدم موجودگی کی صورت میں محترم / محترمہ ساکن

بھی جو کہ ملی سپنگ اینڈ ویوینگ ملز لمیٹڈ کے رکن ملاحظہ کھانا نمبر

کو اپنے / ہمارے ایما پر 16 مئی 2017 بروز منگل 10:00 بجے

بہ مقام: ملز پرنسپل ڈی کرینٹ نیٹس ٹیکسٹائل ملز لمیٹڈ سرگودھا روڈ فیصل آباد

منعقد ہونے والے کچھ فی کے غیر معمولی اجلاس میں حق رائے دہی استعمال کرنے یا کسی بھی التواء کے صورت اپنا ہمارا بطور وختار (پراسی) مقرر کرتا ہوں / کرتے ہیں۔

آج بروز تاریخ 2017ء بطور گواہ دستخط کیے گئے۔

گواہان کے دستخط

نام
پتہ:
قومی شناختی کارڈ نمبر

گواہان کے دستخط

نام
پتہ:
قومی شناختی کارڈ نمبر

تاریخ

بہ مقام: قومی شناختی کارڈ نمبر

نوٹ:

- 1- اس فارم کو مکمل اور دستخط کرنے کے بعد اجلاس شروع ہونے سے کم از کم 48 گھنٹے قبل رجسٹرڈ آفس کے پتہ پر ارسال کرے۔
- 2- اجلاس میں شرکت اور ووٹ دینے کے مستحق سی ڈی سی حصص داران اپنی شناخت کے لئے اپنا اصل کمپیوٹرائزڈ قومی شناختی کارڈ / پاسپورٹ مہیا کریں، اور پراسی کی صورت میں اپنے NIC یا پاسپورٹ کی مصدقہ کاپی لازماً منسلک کریں۔
- 3- کارپوریٹ ممبران کے نمائندگان کو ایسے مقصد کے لئے معمول کی دستاویزات ہمراہ لائیں۔