Crescent Fibres

Notice of Extra Ordinary General Meeting

Notice is hereby given that an Extra Ordinary General Meeting ("EOGM") of Crescent Fibres Limited (the "Company") will be held on Tuesday, November 10, 2026 at 09:30 a.m. at the company's Registered Office 104-Shadman-1, Lahore to transact the following business:

Special Business:

To consider and approve the sale of leasehold land and buildings thereon of the Company by passing the following resolution(s) as special resolution(s) with or without modification in terms of section 183(3)(a) of the Companies Act, 2017 ("Act").

Resolved That approval of the shareholders of Crescent Fibres Limited ("Company") be and is hereby accorded in terms of Section 183(3)(a) of the Companies Act, 2017 for disposal of leasehold land measuring 14 Acres and buildings thereon measuring 233,270 square feet located at Plot No. B/123, Nooriabad S.I.T.E. District Jamshoro Sindh subject to receipt of no-objection certificates from the lenders/financial institutions in whose favour any charge over the said land and buildings is registered.

Further Resolved That the Company be and is hereby authorized and empowered to sell the above land & buildings thereon and delegate any or all of its powers in this regard to Mr. Imran Maqbool, Chief Executive Officer and/or Mr. Humayun Maqbool Director on such terms and conditions as they deem fit, to act on behalf of the Company in carrying out and performing all acts, matters, things and deeds to implement and/or give effect to the sale of above land and utilization of the proceeds thereof, which shall include, but not be limited to:-

a) conducting negotiations with interested parties in such manner and on such terms and conditions as are in the best interests of the Company and its members and which secure the best available market price for the assets;

b) selling the assets to any individual, firm/partnership or private/public limited company or organization or any other person and, for that purpose, negotiating with financial institutions for vacating lien/charges against above leasehold land if any, entering into an agreement to sell, executing a sale deed or any other agreement with the buyer(s) or any other person, receiving the sale consideration, executing, preparing and signing any sale deed,conveyance deed and/or transfer documents in favor of the buyer(s) or another person to effect the sale in favor of the buyer(s) or any other person by representing the same before all parties & authorities concerned and admitting execution thereof;

c) representing before the Sub-Registrar S.I.T.E. Nooriabad or any other competent authority and getting any sale deed or other documents registered and collecting the consideration amount in respect of the sale of above land;

d) applying the proceeds of sale, towards: (i) repayment of the Company's outstanding financial indebtedness (ii) capital expenditure on the balancing, modernisation and replacement (BMR) and solar-installation at Spinning Unit-2 (iii) the balance, if any, will be invested towards working capital;

e) generally performing and executing in respect of the land all lawful deeds, agreements, acts and things as they may think fit and proper in order to implement and complete the sale of above land. The statement of material facts in relation to aforesaid special business as required underSection 134(3) of the Act and SRO 423 (I)/2018 is annexed hereto.

Moreover, the notice along with statement of material fact has been placed on Company's website: **"www.crescentfibres.com".**

(Prohibition regarding distribution of Gifts under section 185 of the Companies Act, 2017)

Lahore
October 16, 2026

(By Order of the Board)
Javaid Hussain
Company Secretary

NOTES:

1. **Book Closure:**

The Share Transfer Books will remain closed from November 03, 2026 to November 10, 2026 (both days inclusive). Transfers received in order at the office of our Share Registrar, **M/s. Corplink (Private) Limited**, Wings Arcade, 1-K, Commercial, Model Town Lahore at the close of business on November 02, 2026 will be considered in time to attend the meeting.

2. **Proxy Form Facility:**

A member eligible to attend and vote at the Extra Ordinary General Meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies in order to be valid must be received by the company duly completed not less than 48 hours before the Meeting.

CDC shareholders are requested to bring with them their National Identity Cards alongwith participants' ID number and their account numbers at the time of Extra Ordinary General Meeting in order to facilitate identification. In case of corporate entity, a certified copy of the resolution passed by the Board of Directors/valid Power of Attorney with the specimen signature of the nominee be produced at the time of meeting.

3. **Video Conference Facility:**

The shareholders interested to attend the meeting through video-link may send the information i.e. copy of valid CNIC, Folio / CDC Account Number, Cell Number, Email Address, (Certified copy of board resolution / notarized power of attorney in case of corporate body) to the Company Secretary by November 06, 2026 at email address:**cs@crescentfibres.com**. Video link and login credentials will be shared with the members whose emails, containing all the required particulars are received by the above deadline.

4. **Voting through Ballot paper**:

In accordance with Regulation 8(2) of the Companies (Postal Ballot) Regulations, 2018, members have the option to cast their votes using the ballot paper copy of which is accessible from printed notice or also available on the Company's website. The duly verified ballot paper should reach the Chairman of the meeting through e-mail at **cs@crescentfibres.com** or through post to 104-Shadman-1, Lahore not later than one day prior to the Extra Ordinary General Meeting during working hours.

5. **Electronic Voting:**

In accordance with Regulation 4(4) of the Companies (Postal Ballot) Regulations, 2018, members also have the option to cast their votes through e-voting. Detail of E-Voting facility will be shared through e-mail with those members of the company who have valid cell numbers / e-mail addresses available in the Register of Members of the Company by the end of business on November 02, 2026 by **Corplink (Private) Limited** being the e-voting service provider.

The facility for e-voting shall open on 7th November, 2026 at 09:00 a.m. and shall close at 16:00 hours on 9th November, 2026.

Statement of Material Facts Under Section 134(3) of the Companies Act, 2017

This statement sets out the material facts pertaining to the special business to be transacted at the Extra Ordinary General Meeting of the company to be held on 10th November, 2026 at 09:30 a.m.

Special Business relating to members' approval for sale, lease or disposal of the undertaking or sizeable part thereof or sale/disposal of subsidiary that is to be transacted under clause (a) or (b) of sub-section (3) of section 183 of the Act.

Particulars of the sizeable part of the Company to be sold:

S. NO.	DESCRIPTION	DETAILS
i)	**Detail of assets to be sold, leased or disposed of shall include the following:**	
a)	**Description/ Name of asset**	The Company proposes to sell its leasehold land and buildings situated at Plot No. B/123, Nooriabad S.I.T.E. District Jamshoro Sindh. Total area of land is 14 Acres and Buildings thereon measuring 233,270 Square feet.
b)	**Acquisition date of the asset**	Land was purchased in the years 1984 to 1988, and the buildings were constructed during the years 1984 to 1988.
c)	**Cost**	Land: Rs. 2,468,764 Building: Rs. 115,667,000
d)	**Revalued amount and date of revaluation (if applicable)**	As per valuation reports of the independent valuers, namely AJ Valuers Associates (Pvt) Ltd and Medallion Services (Pvt) Ltd Land: Rs. 840,000,000 Buildings: Rs. 329,215,000
e)	**Book Value**	Land: Rs. 833,629,000 Buildings: Rs. 51,663,000
f)	**Approximate current market price / fair value**	The current market price/fair value of the assets is as under: Land: Rs. 840,000,000 Buildings: Rs. 329,215,000 The exact amount, however, will be ascertained at the time of finalizing the transaction with the potential buyer(s).
g)	**In case of sale, if the expected sale price is lower than book value or fair value, then the reasons thereof**	The Company intends to sell at not less than the fair value stated above. Should the price finally negotiated be lower than the book value or fair value, the reasons will be reviewed by the Audit Committee and recorded by the Board in writing before the sale is concluded.
h)	**In case of lease of assets, tenure, lease rentals, increment rate; mode / basis of determination of lease rentals; and other important terms and conditions of the lease**	N/A
i)	**Additional information in case of disposal of land:**	
	(i) Location **(ii) Nature of land** **(iii) Area proposed to be sold.**	Plot No. B/123, Nooriabad S.I.T.E. District Jamshoro Sindh Industrial 14 Acres & buildings thereon measuring 233,270 Square feet.
ii)	**The proposed manner of disposal of the said assets**	The land will be disposed based on negotiations with the buyer executed by person(s) authorized by the Board of Directors in a way that is most beneficial for the shareholders of the Company.
iii)	**In case the company has identified a buyer, who is a related party the fact shall be disclosed in the statement of material facts**	No buyer has been identified as at the date of this notice. The Company shall exercise allreasonable diligence inidentifying buyer(s) willing to pay the fair market value of the property, in the best interest of the Company and its Shareholders. No related party (within the meaning of Section 208 of the Act) is being considered as a buyer. Should a related-party buyer be identified, the approvals required under Section 208 of the Act will be obtained.

iv)	**Purpose of the sale, lease or disposed of assets with details:**	The land and buildings were originally utilized for the Company's spinning operations at Nooriabad. The spinning unit ceased operations in 2025, while the Company continues to operate its textile unit at Bhikhi, District Sheikhupura. The plant and machinery of the Nooriabad unit has already been sold pursuant to the special resolution passed by the members at the EOGM held on June 2, 2026, and that transaction has been completed. As the Nooriabad property is no longer required for the Company's existing business operations, the management considers that its disposal would help improve the Company's financial position and operational efficiency. The assets have been classified as assets held for sale in accordance with IFRS 5, as applicable.
a)	**Utilization of proceeds received from transaction:**	The high cost of borrowed funds has become increasingly difficult for the Company to sustain under the prevailing economic conditions. Accordingly, a portion of the proceeds from the sale of the land will be utilized to repay lenders and settle certain liabilities of the Company, thereby reducing its finance costs. The remaining proceeds will be allocated towards capital expenditures, including the upgradation of machinery and investment in more cost-effective and energy-efficient sources of energy, with a view to reducing fuel costs and improving operational efficiency. Any further surplus proceeds will be invested in or utilized to pursue new business ventures and opportunities in the capital markets, as considered appropriate by the management.
b)	**Effect on operational capacity of the Company, If any; and**	As the Nooriabad unit is non-operational and its machinery has already been sold, the disposal of the land and buildings will have no effect on the Company's operational capacity. Cognizant of the challenging business outlook, the Management will continue to adopt prudent, low-risk decision-making to safeguard shareholders' interests. With production consolidated at Unit 2, the disposal of Unit 1, and Unit 2 operating partially on solar power, the Management's priorities are to improve capacity utilisation, further reduce energy and financing costs, strengthen the recovery of receivables, and improve liquidity.
c)	**Quantitative and qualitative benefits expected to accrue to the members**	The Company will continue its existing business operations at its Bhikhi unit. The proceeds from the disposal of Unit 1 are expected to support modernisation, reduce the cost of doing business, and strengthen the Company's overall financial position.

Nature & Extent of Interest of Directors, directly or indirectly

The Directors have no direct or indirect interest in the special business stated above, except in their capacity as shareholders of the Company and, in the case of Mr. Imran Maqbool and Mr. Humayun Maqbool, the authority delegated to them under the resolution.

Expected time of completion of the transaction

It is expected that the sales agreement will be executed within one year from the date of passing special resolution in the general meeting. However, the receipt of proceeds and transfer of assets will be in accordance with the terms and conditions of the sales agreement.

Availability of Relevant Documents

The documents pertaining to the foregoing Special Business, including the valuation reports and title documents, are available for inspection at the Registered Office of the Company on any working day upto 9th November, 2026 during business hours also at the time of Extra Ordinary General Meeting.

Audit Committee Review

The Audit Committee of the Board has reviewed the valuation reports, the proposed manner of disposal and the disclosures in this Statement, and has recommended the transaction to the Board.