

NOTICE OF THE ANNUAL GENERAL MEETING

Notice is given that 49th Annual general Meeting of the shareholders of D.M. Textile Mills Ltd, will be held on Tuesday October 31, 2006 at 1500 hours at registered office of the company at Westridge Rawalpindi to transact the following business:

Ordinary Business

1. To confirm the minutes of the 48th Annual General Meeting of the company held on October 29, 2005.
2. To receive and adopt the Audited Accounts of the company for the year ended June 30, 2006 together with Directors' & Auditors Report thereon.
3. To appoint Auditors and to fix their remuneration.
4. To transact any other business with the permission of the Chairman.

Special Business

5. To approve remuneration of Mr. Habib Ullah Chief Executive and working Directors of the company namely Mr. Hussain Ahmed Qureshi, Syed Irshad Hussain Shah and Rao Khalid Pervaiz.

STATEMENT U/S 160(1) (b) OF THE COMPANIES ORDINANCE 1984 REGARDING SPECIAL BUSINESS

The statement set out material facts concerning the special business given in Agenda No. 5 of the notice as required U/S 218 of the companies ordinance.

Approval of shareholders for the remuneration payable to the chief executive and the whole time working directors in accordance with their terms and conditions of the service, for this purpose it is intended to propose that the following resolution be passed as an ordinary resolution namely.

"RESOLVED THAT the Company hereby authorizes the holding of office of profit and payment as remuneration to the Chief Executive not exceeding Rs. 2.4 Million per annum exclusive of perquisites such as company maintained cars and residential telephone facility.

The Chief Executive is authorized to grant annual increments and other benefits as per terms and condition of the service rules of the company to whole- time working Directors whose aggregate remuneration was Rs. 818,555/- for the year ended on 30-6-2006."

Rawalpindi
Dated: October 5, 2006

By order of the Board
M.F. Zaman Qureshi FCA
Company Secretary

Note:

- (i) The share transfer books of the company will remain closed from 31-10-2006 to 7-11-2006 (both days inclusive)
- (ii) A member entitled to attend and vote at this general meeting is entitled to appoint as a proxy to attend and vote instead of him/her. Proxies in order to be valid must be received at the registered office of the company not less than 48 hours before the meeting.
- (iii) Shareholders are requested to promptly notify the company of any change in their addresses. Members who have not yet submitted photocopies of their computerized National Identity Card to the company are requested to send the same at the earliest.
- (iv) Account holders and sub-account holders holding book entry securities of the company in the Central Depository System of Central Depository Company of Pakistan Limited who wish to attend the Annual General Meeting are requested to please bring their original National Identity Card with copies thereof duly attested by their bankers for identification purpose.