

Riaz Ahmad & Company

Chartered Accountants

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Board of Directors
Service Global Footwear Limited
Servis House, 2-Main Gulberg
LAHORE

19 July 2023
Our ref: G-1-464

Lady and gentlemen

CERTIFICATE ON ISSUE OF SHARE CAPITAL AS REQUIRED UNDER CENTRAL DEPOSITORY SYSTEM - STANDARD OPERATING PROCEDURES OF CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED

We have been requested to provide you with a certificate on issue of shares under Employees Stock Option Scheme, 2020 (ESOS) by Service Global Footwear Limited (the Company) as required under Central Depository System - Standard Operating Procedures (CDS SOPs) of Central Depository Company of Pakistan Limited (CDC).

Scope of Certificate

We as statutory auditors of the Company have been requested to issue a certificate confirming receipt of subscription money amounting to Rupees 8,300,000 against subscription of 830,000 number of shares under Employees Stock Option Scheme, 2020 for onward submission to CDC and Pakistan Stock Exchange Limited (PSX).

Management Responsibility

It is the management responsibility to ensure compliance with all requirements with regards to allotment of shares in the name of CDC. The management's responsibilities include causing the maintenance of adequate records of options granted and issued, compliance with the SOPs, report if there is any non-compliance and detection of frauds and irregularities. This certification does not relieve the management of its responsibilities.

Auditors' Responsibility

Our responsibility is to certify the compliance with the SOPs with regards to allotment of shares in the name of CDC in accordance with the 'Guidelines for issue of Certificates for Special Purposes by Practicing Chartered Accountant Firms' issued by the Institute of Chartered Accountants of Pakistan.

Now

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Our verification was limited to the procedures mentioned below:

1. Obtained the letter No. CLD/CCD/CA.83/16/2020 dated 25 November 2020 and checked that Employees Stock Option Scheme, 2020 has been approved by Securities and Exchange Commission of Pakistan.
2. Obtained certified true copy of the Employees Stock Option Schemes, 2020 of Service Global Footwear Limited.
3. Obtained the minutes of extraordinary general meeting held on 23 October 2020 and checked that shareholders of the Company have approved and authorized issuance of ordinary shares of Rupees 10 each to the eligible employees under Employees Stock Option Scheme, 2020 subject to necessary approvals.
4. Obtained the bank statements of Standard Chartered Bank (Pakistan) Limited, Account No. 01736048101, Habib Bank Limited, Account No. 12427949721603, MCB Bank Limited, Account No. 1170429301000992, MCB Bank Limited, Account No. 1170429301013868, United Bank Limited, Account No. 284236935 and Bank Alfalah Limited, Account No. 0007-0081-063877-01-3 and checked the receipt of subscription money amounting to Rupees 8,300,000 against subscription of 830,000 ordinary shares of the Company at exercise price of Rupees 10 per share under Employees Stock Option Scheme, 2020 from eligible employees. Checked that 18,000 options have been lapsed according to clause 8 of the Employees Stock Option Scheme, 2020.
5. Reviewing compliance with the SOPs and reporting non-compliance, if any.
6. Confirming the revised paid-up capital / total issue after issue of shares under Employees Stock Option Scheme, 2020.

Certificate

Based on the procedures mentioned above, we are pleased to certify that as per the books and records of the Company, an aggregate subscription amount of Rupees 8,300,000 has been received by the Company by 30 June 2023, as approved and envisaged in the approved Employees Stock Option Scheme, 2020 of the Company. The paid-up capital of the Company after taking into account further issue of shares would be as follows:

Particulars	Prior to ESOS issue	ESOS issue	Post ESOS issue
	Number	Number	Number
Issued and subscribed shares of the Company	205,087,500	830,000	205,917,500

for

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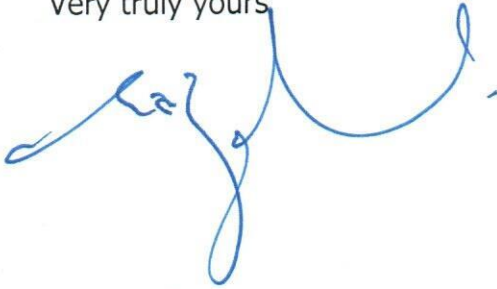
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We state that all the requirements as mentioned in this letter with regards to allotment of shares in the name of CDC have been fulfilled by the Company. Further, we have obtained representation from the Company that no special conditions have been imposed by the Securities and Exchange Commission of Pakistan (SECP) relating to the Scheme.

Restriction on use and distribution

This letter is being issued in the capacity of statutory auditor of the Company and on the specific request of the management of the Company for onward submission to the CDC and Pakistan Stock Exchange Limited (PSX). Accordingly, this should not be distributed to any other third party without our prior written consent. This certificate is restricted to the facts stated herein.

Very truly yours

A handwritten signature in blue ink, appearing to be 'Riaz Ahmad', written in a cursive style.