



# FLYING CEMENT COMPANY LIMITED

April 08, 2022

**The General Manager**

Pakistan Stock Exchange  
Limited Stock Exchange Building,  
Stock Exchange Road  
Karachi.  
By PUCAR & Courier

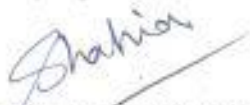
**AUDITOR'S CERTIFICATE CONFIRMING RECEIPT OF FULL AMOUNT OF RIGHT ISSUE**

Dear Sir,

In continuation of our earlier correspondence and in compliance with clause 8 of Annexure - II (*Procedure to be complied with for issue of right shares*) to your letter bearing No. PSX/C-1113-127, dated January 20, 2022, we are enclosing herewith the Certificate issued by our statutory auditor's M/s Naveed Zafar Ashfaq Jaffery & Co, Chartered Accountants confirming receipt of complete subscription amounting to Rs.3,000,000,000 (Three Billion Only).

Accordingly, you are requested to issue No Objection Certificate ("NOC") in the name of banker to the issue Meezan Bank Limited for release of subscription amount received in the bank account maintained for the purpose of Right Issue at your earliest.

Yours Sincerely,  
For Flying Cement Company Limited

  
Shahid Ahmad Awan  
(Company Secretary)

Encl: Auditor's Certificate

C.C. to Mr. Agha Asif Ali Khan,  
Senior Officer-Operation & Customer Support Service,  
Central Depository Company of Pakistan Limited,  
CDC House, 99-B, Block B, S.M.C.H.S,  
Main Shahrah-e-Faisal, Karachi.  
Ph. 021-111-111-500



Date: April 07, 2022

**The Board of Directors**  
**Flying Cement Company Limited (the Company)**  
4 Sarwar Colony, Sarwar Road,  
Lahore Cantt, Pakistan.

Dear Sirs

**Auditors' Certificate**

We have been requested to provide you with a certificate on receipt of full amount against issue of right shares as required under clause 8 (Annexure II) of Pakistan Stock Exchange Limited's (PSX) letter.

**Scope of Certificate**

This certificate is being issued by us as statutory auditors of the Company for onward submission to Central Depository Company (CDC) and PSX.

**Management Responsibility**

It is the responsibility of the Company's management to ensure that aggregate subscription amount received is properly recorded in the books and records of the Company and to comply with all the legal requirement in this respect.

**Auditors' Responsibility**

Our responsibility is to certify that the full amount of subscription has been received 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. Our verification was limited to procedures as mentioned below. This certificate is to be read in conjunction with our earlier certificate issued dated February 18, 2022.

- Obtained and checked certified true copy of the resolution of Board of Directors of the Company approving issue of further 300,000,000 ordinary shares of the Company of PKR 10/- each to be offered to the shareholders of the Company in proportion to the number of shares held by each shareholder i.e. right issue at a price of PKR 10/- in accordance with Section 83 of Companies Act, 2017;
- Obtained and checked copy of letter issued under Section 83 of the Companies Act, 2017 for last date of payment / renunciation;
- Examined CDC right entitlement register to verify shares held physically and through CDC;
- Obtained copy of bank statements provided by the banks, certifying the receipt of subscription money amounting to Rs. 1,083,293,310 into the following designated bank accounts:  
Meezan Bank Limited: PK61MEZN0002070106324357



- Obtained CDC Confirmation Certificate of 1-Link confirming the receipt of an amount of Rs.9,886,570.
- Obtained management's representation that all requirements concerning allotment of shares in the name of CDC have been fulfilled.

**Certificate**

Based on the procedures mentioned above, we certify that an amount of Rs. 1,093,179,880 /- has been received and Rs. 1,906,820,120 /- has been adjusted with loan payable to Directors / Sponsors, against subscription of 300,000,000 right shares having face value of Rs.10 /- each has been fully received by the Company. Details of right shares and subscription money received are as under:

	Shares	Amount (Rs)
Directors and sponsors	190,683,261	1,906,832,610 *
General Public & others	10,311,911	103,119,110
AKD Securities Ltd	67,306,399	673,063,990
Growth Securities (Pvt.) Ltd	27,170,082	271,700,820
Dawood Equities Ltd	4,528,347	45,283,470
	300,000,000	3,000,000,000

\*including Rs. 1,906,820,120/-, adjusted against loan payable by the company to Directors / Sponsors. The movement of shares held physically and through CDC, taking into account the right share issuance is as follows:

	Physically Held Shares	Shares held through CDC	Total Number of Shares
No. of shares before right issue	420,458	394,379,542	394,800,000
Right shares issued	2,726	299,997,274	300,000,000
No. of shares after right issue	423,184	694,376,816	694,800,000


The requirements with regard to the allotment of shares in the name of CDC have been complied with.

Further, in respect of above, we have been informed that there has/have been no condition(s) imposed by concerned regulatory bodies including but not limited to the Securities and Exchange Commission of Pakistan applicable at this stage that were required to be complied with by the company.

**Restriction on use and distribution**

This certificate is being issued in the capacity of statutory auditors of the Company on specific request of the management for onward submission to CDC and PSX accordingly; this should not be used for any other purpose without our consent.

Yours faithfully,

  
 Shahid Mohsin Shaikh – FCA (England & Wales)  
 Engagement Partner