

Date: 08 July 2026
Ref. No.: PSX-194/2026

General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Subject: Issuance of Right Certificates

Dear Sir / Madam,

Please find enclosed herewith the draft Offer Document for the Right Issue of First Paramount Modaraba for your review and comments.

You may inform the TRE Certificate Holders of the Exchange accordingly.

Sincerely,
For and on behalf of
First Paramount Modaraba



Syed Mudassir Ali
Company Secretary

CC: Registrar Modaraba
Securities and Exchange Commission of Pakistan
Specialized Companies Division
Islamic Finance Department
5th Floor, NIC Building
63-Jinnah Avenue, Islamabad

Encl: As above

ADVICE FOR INVESTORS

INVESTMENT IN EQUITY SECURITIES AND EQUITY RELATED SECURITIES INVOLVES A CERTAIN DEGREE OF RISKS. THE INVESTORS ARE REQUIRED TO READ THE RIGHTS CERTIFICATE OFFER DOCUMENT (HEREIN REFERRED TO AS 'OFFER DOCUMENT') AND RISK FACTORS CAREFULLY, ASSESS THEIR OWN FINANCIAL CONDITIONS AND RISK-TAKING ABILITY BEFORE MAKING THEIR INVESTMENT DECISIONS IN THIS OFFERING.

RIGHT ENTITLEMENT LETTER IS TRADABLE ON PSX, RISKS AND REWARDS ARISING OUT OF IT SHALL BE SOLE LIABILITY OF THE INVESTORS.

THIS DOCUMENT IS ISSUED FOR THE PURPOSE OF PROVIDING INFORMATION TO CERTIFICATE HOLDERS OF THE MODARABA AND TO THE PUBLIC IN GENERAL IN RELATION TO THE RIGHTS ISSUE OF **PKR 68,942,100** CONSISTING OF **6,894,210** NEW ORDINARY CERTIFICATES BY FIRST PARAMOUNT MODARABA. A COPY OF THIS DOCUMENT HAS BEEN REGISTERED WITH THE SECURITIES EXCHANGE.

THIS OFFER DOCUMENT IS VALID TILL 12 OCTOBER 2026 (60 days from the last day of payment of subscription amount)



First Paramount Modaraba

Right Modaraba Certificates – Offer Document

Date and place of incorporation of Management Company:	25-Feb-1992, Karachi
Incorporation number:	K-03466 of 1991-92
Date and place of registration of Modaraba:	26 June 1994, Karachi
Registration number:	92-1178
Head Office:	Suite No. 107-108, P.E.C.H.S. Community Office Complex, Block No. 2, P.E.C.H.S. Shahrah-e-Quaideen, Karachi.
Contact No:	(021) 34381037-8, 34381052, 34381101
Website:	www.fpm.com.pk
Contact Person:	Syed Mudassir Ali, Company Secretary (021) 34381037-8, 34381052, 34381101 Email: s.mudassirali@fpm.com.pk
Share Registrar:	THK ASSOCIATES (PVT) LTD. 32-C, Jami Commercial Street 2, D.H.A Phase VII, Karachi 75500 UAN: +92 (021) 111-000-322 Tel: +92 (021) 35310191-6 Web: www.thk.com.pk Email: sfc@thk.com.pk

Offer Document of Right Issue of First Paramount Modaraba



Issue Size: The Issue consists of **6,894,210** Right certificates (i.e. approximately 50% of existing paid-up capital of First Paramount Modaraba) having face value of PKR 10/- each at an offer price of PKR 10/- (no premium or discount). The total amount to be raised through the right issue is **PKR 68,942,100**.

Date of Placing Offer Document on PSX for Public Comments:	Not Applicable (Public comments are not being sought)
Date of Final Offer Letter:	17 July 2026 *
Date of Book Closure:	20 July 2026 *
Subscription Amount Payment Dates:	From 22 July 2026 to 12 Aug 2026 *
Trading Dates for Letter of Rights:	From 22 July 2026 to 05 Aug 2026 *

* Tentative

Details of the relevant contact persons:

	Name of the Person	Designation	Contact Number	Office Address	Email ID
Authorized Officer of the Issuer	Syed Mudassir Ali	Company Secretary	(021) 34381037 (021) 34381052 (021) 34381101	Suite No. 107-108, P.E.C.H.S. Community Office Complex, Block No. 2, P.E.C.H.S. Shahrah-e-Quaideen, Karachi.	s.mudassirali@fpm.com.pk
Underwriters to the Issue					
Zahid Latif Khan Securities (Pvt.) Ltd.	Muhammad Zubair	Chief Financial Officer	0321 5111288	Room No. 412, 4th Floor, ISE Towers, Jinnah Avenue, Islamabad	muhammadzubair@zlksec.com
Bankers to the Issue					
Meezan Bank Limited	Shah Muhammad Ammar Farooqi	Deputy Manager – Capital Market	(021) 38103500 (021) 37133500 0333 2315178	C-25, Estate Avenue, S.I.T.E, Karachi	ammar.farooqi@meezanbank.com

Offer Document of Right Issue of First Paramount Modaraba





Role	Entity	Address
Issuer (Modaraba)	First Paramount Modaraba	Suite No. 107-108, P.E.C.H.S. Community Office Complex, Block 2, P.E.C.H.S. Shahrah-e-Quaideen, Karachi.
Modaraba Management Company	Paramount Investments Limited	Suite No. 109, P.E.C.H.S. Community Office Complex, Block 2, P.E.C.H.S. Shahrah-e-Quaideen, Karachi.
Share Registrar	THK Associates (Private) Limited	32-C, Jami Commercial Street 2, Phase VII, DHA, Karachi
Shariah Advisor	Mufti Muhammad Farhan Farooq	Suite No. 107-108, P.E.C.H.S. Community Office Complex, Block 2, P.E.C.H.S. Shahrah-e-Quaideen, Karachi.
External Auditors	Crowe Hussain Chaudhury & Co. Chartered Accountants	Level 4, Plot 31-C, Khayaban-e-Shamsheer, Phase-V, DHA, Karachi

This Offer Document can be downloaded from:



<http://fpm.com.pk>

<http://dps.psx.com.pk/announcements/companies>

M991664

TWO HUNDRED RUPEES
200 Rupees
 دو سو روپیہ
 ۲۰۰ روپیہ

<p>Vendor Information: Anil Rajput 42201-9690330-3 GoS-KH-05 Shop No.113, New Ruby Centre, M.A. Jinnah Road, Karachi</p>	<p>Sale Register Serial No.: 45865 Date of Issue: 06-07-2026 Paper Issue To: FIRST PARAMOUNT MODARABA (NTN:6234230) PECHS COMMUNITY OFFICE (KARACHI) BOND 202600AA401AC6C3 06-07-2026</p>	<p>Address: Purpose: Contact No.: Challan No.: Date:</p>	 
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Please write below this line _____

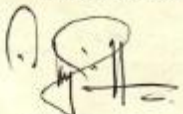
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UNDERTAKING


WE, SYED WAJIH HASSAN, THE CHIEF EXECUTIVE OFFICER AND SYED MUDASSIR ALI, CHIEF FINANCIAL OFFICER OF FIRST PARAMOUNT MODARABA CERTIFY THAT:

- (i) THE OFFER DOCUMENT CONTAINS ALL INFORMATION WITH REGARD TO THE ISSUER AND THE ISSUE, WHICH IS MATERIAL IN THE CONTEXT OF THE ISSUE AND NOTHING HAS BEEN CONCEALED IN THIS RESPECT;
- (ii) THE INFORMATION CONTAINED IN THE OFFER DOCUMENT IS TRUE AND CORRECT TO THE BEST OF THEIR KNOWLEDGE AND BELIEF;
- (iii) THE OPINIONS AND INTENTIONS EXPRESSED THEREIN ARE HONESTLY HELD;
- (iv) THERE ARE NO OTHER FACTS, THE OMISSION OF WHICH MAKES THE OFFER DOCUMENT AS A WHOLE OR ANY PART THEREOF MISLEADING; AND
- (v) ALL REQUIREMENTS OF THE MODARABA COMPANIES AND MODARABA (FLOATATION AND CONTROL) ORDINANCE, 1980, THE MODARABA COMPANIES AND MODARABA RULES, 1981, THE MODARABA REGULATIONS 2021, THE COMPANIES ACT, 2017, THE COMPANIES (FURTHER ISSUE OF SHARES) REGULATIONS, 2020, THE CENTRAL DEPOSITORY COMPANY AND THAT OF PSX PERTAINING TO THE RIGHT ISSUE HAVE BEEN FULFILLED.

FOR AND ON BEHALF OF FIRST PARAMOUNT MODARABA



SYED WAJIH HASSAN
 CHIEF EXECUTIVE OFFICER




SYED MUDASSIR ALI
 CHIEF FINANCIAL OFFICER




SWORN BEFORE
SYED NASIR HUSSAIN
 ADVOCATE & OATH COMMISSIONER
 KARACHI PAKISTAN

07 JUL 2026

M991661







TWO HUNDRED RUPEES

200
Rupees

دوسرو روپے

۲۰۰ روپے

<p>Vendor Information: Anti Rajput 42201-0498330-2 Gd-5-409-05 Shop No.113, Near Ruby Centre, M.A.Jinnah Road, Karachi</p>	<p>Sale Register Serial No.: 45802 Date of Issue: 06-07-2025 Paper Issue To: FIRST PARAMOUNT MODARABA (NTN-8254230) FECHS COMMUNITY OF PAK KARBACHI BOND -- Challan No.: 3026D0AA401AC003 Date: 06-07-2025</p>	 
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Please write below this line

You can verify your Stamp paper by scanning the QR code or online at www.secp.gov.pk using "Verification Through Web"

UNDERTAKING BY THE BOARD OF DIRECTORS


WE, THE BOARD OF DIRECTORS OF PARAMOUNT INVESTMENTS LIMITED (MANAGEMENT COMPANY OF FIRST PARAMOUNT MODARABA) HEREBY CONFIRM THAT:

- (i) ALL MATERIAL INFORMATION AS REQUIRED UNDER THE MODARABA COMPANIES AND MODARABA (FLOATATION AND CONTROL) ORDINANCE, 1980, THE MODARABA COMPANIES AND MODARABA RULES, 1981, THE MODARABA REGULATIONS 2021, THE COMPANIES ACT, 2017, THE SECURITIES ACT, 2015, THE COMPANIES (FURTHER ISSUE OF SHARES) REGULATIONS, 2020, THE LISTING OF COMPANIES AND SECURITIES REGULATIONS OF THE PAKISTAN STOCK EXCHANGE LIMITED HAS BEEN DISCLOSED IN THIS OFFER DOCUMENT AND THAT WHATEVER IS STATED IN OFFER DOCUMENT AND IN THE SUPPORTING DOCUMENTS IS TRUE AND CORRECT TO THE BEST OF OUR KNOWLEDGE AND BELIEF AND THAT NOTHING HAS BEEN CONCEALED.
- (ii) WE UNDERTAKE THAT ALL MATERIAL INFORMATION, INCLUDING RISKS THAT WOULD ENABLE THE INVESTOR TO MAKE AN INFORMED DECISION, HAS BEEN DISCLOSED IN THE OFFER DOCUMENT.
- (iii) RIGHT ISSUE IS THE DISCRETION OF BOARD OF THE ISSUER AND IT NEITHER REQUIRE APPROVAL OF THE COMMISSION NOR THE SECURITIES EXCHANGE.
- (iv) THE DRAFT OFFER DOCUMENT WAS PLACED ON THE WEBSITE OF THE SECURITIES EXCHANGE AND THE ISSUER ON _____ (I.E. WITHIN 3 WORKING DAYS OF THE DATE OF ANNOUNCEMENT BY THE BOARD).
- (v) COMMENTS FROM SECURITIES EXCHANGE AND THE SECP WERE RECEIVED ON _____
- (vi) THE BOARD HAS ENSURED THAT DRAFT OFFER DOCUMENT IS UPDATED IN LIGHT OF SECURITIES EXCHANGE AND SECP COMMENTS.
- (vii) THE BOARD HAS DISCLOSED ON PSX'S AND COMPANY'S WEBSITE, ALL THE COMMENTS RECEIVED ALONG WITH THE EXPLANATIONS AS TO HOW THEY ARE ADDRESSED.
- (viii) THE FINAL OFFER DOCUMENT WAS SUBMITTED TO THE COMMISSION AND PLACED ON SECURITIES EXCHANGE WEBSITE ON _____ ALONG WITH THE BOOK CLOSURE DATES AND RELEVANT RIGHT ISSUANCE TIMELINES. (I.E. WITHIN 5 DAYS FROM THE DATE OF RECEIPT OF COMMENTS OF PSX AND SECP).
- (ix) THE STATUTORY AUDITOR M/S. CROWE HUSSAIN CHAUDHURY & CO. CHARTERED ACCOUNTANTS OF THE ISSUER SHALL SUBMIT HALF YEARLY REPORT TO THE ISSUER REGARDING UTILIZATION OF PROCEEDS IN THE MANNER REFERRED TO IN THE FINAL OFFER DOCUMENT, THE ISSUER WILL INCLUDE THE REPORT OF THE STATUTORY AUDITOR, ALONG WITH ITS COMMENTS THEREON, IF ANY, IN ITS HALF YEARLY AND ANNUAL FINANCIAL STATEMENTS.
- (x) NAMES OF THE DISSIDENTING DIRECTORS (IF ANY) ARE NONE.



SYED WAJIH HUSSAIN
 ADVOCATE & QADIM (COMMISSIONER)
 KARACHI PAKISTAN

07 JUL 2025



SYED WAJIH HASSAN
 CHIEF EXECUTIVE OFFICER

Mufti Muhammad Farhan Farooq

Graduate from Jamiah Darul Uloom Karachi, Pakistan
Sharī'ah Advisor: First Paramount Modaraba
Email: farhanfarooqpk@gmail.com
Phone: +92 321 2898696

المفتي محمد فرحان فاروق

خريج الجامعة دار العلوم كراتشي
المشير الشرعي للامور المالية الاسلامية
رقم التسجيل: SECP/IFD/SA/064

Serial number: FPM/ SCC / 004

Date: 08-07-2026

Subject: Shariah Approval for Utilization Plan of First Paramount Modaraba

Right Certificates

In my capacity as Shariah Advisor, I have reviewed the Utilization Plan relating to the Right Certificates proposed to be issued by First Paramount Modaraba. The Right Certificates are ordinary Modaraba certificates issued at par value and carry the same rights and obligations as the existing certificates.

The proceeds of the Right Issue shall be utilized exclusively for the expansion and diversification of the Modaraba's existing Shariah-compliant financing and business portfolio, as well as for new financing and business ventures, in accordance with its strategic objectives and within the scope of activities permitted under the applicable laws and regulations. Such funds shall be deployed exclusively in Shariah-compliant avenues, including permissible business activities and Islamic modes of financing.

The income generated from the deployment of these funds shall be earned and distributed in accordance with the principles of Shariah governing Modaraba, including the applicable principles of Mudarabah and Musharakah. Accordingly, profit distribution among the certificate holders shall be undertaken in a fair and transparent manner in accordance with the applicable Shariah principles, the Modaraba Ordinance, and the relevant Modaraba Regulations.

Based on the foregoing, I confirm that the issuance of the Right Certificates and the proposed utilization of the proceeds thereof are in conformity with the principles of Shariah and do not involve any element of Riba (interest), Gharar (excessive uncertainty), or Maisir (gambling).

And Allah Knows Best.



Mufti Muhammad Farhan Farooq

Shariah advisor

First Paramount Modaraba

DISCLAIMER

- In line with provisions of Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980, Modaraba Companies and Modaraba Rules, 1981, Modaraba Regulations 2021, Companies Act, 2017, and Companies (Further Issue of Shares) Regulations, 2020, this document does not require approval of the Securities Exchange / Pakistan Stock Exchange (PSX) and the Securities Exchange Commission of Pakistan (SECP).
- The Securities Exchange and the SECP disclaims:
 - a. any liability whatsoever for any loss however arising from or in reliance upon this document to any one, arising from any reason, including, but not limited to, inaccuracies, incompleteness and/or mistakes, for decisions and/or actions taken, based on this document.
 - b. any responsibility for the financial soundness of the Company and any of its schemes/projects stated herein or for the correctness of any of the statements made or opinions expressed with regards to them by the Company in this Offer document.
 - c. any responsibility with respect to quality of the issue
- It is clarified that information in this Offer document should not be construed as advice on any particular matter by the SECP and the PSX and must not be treated as a substitute for specific advice.

GLOSSARY OF TECHNICAL TERMS

Term	Definition
Breakup Value (BV)	The Net Assets per Certificate, calculated by dividing the Certificate Holders' Equity by the number of outstanding Certificates.
CDC	Central Depository Company of Pakistan Limited
CDS	Central Depository System
Certificates	Ordinary Modaraba Certificates of FPM, representing an undivided share in the Modaraba's funds and profit/loss.
Companies Act	The Companies Act, 2017
Commission / SECP	Securities and Exchange Commission of Pakistan
FPM or The Modaraba	First Paramount Modaraba
LOR	Letter of Rights
Management Company	Paramount Investments Limited, the Management Company of First Paramount Modaraba.
Mn	Million
NICOP	National Identity Card for Overseas Pakistani
Par Value / Face Value	Rs. 10/- per Modaraba Certificate.
PKR or Rs.	Pakistan Rupee(s)
PSX / Securities Exchange	Pakistan Stock Exchange Limited
Right Entitlement Letter (REL)	The negotiable instrument representing the right of an existing Certificate Holder to subscribe to the new Certificates.
SECP / Commission	Securities and Exchange Commission of Pakistan

DEFINITIONS

Application Money	The total amount of money payable by existing certificate holders, which is equivalent to the value of certificates to be allotted.
Bankers to the Issue	Meezan Bank Limited has been appointed, in this Right Issue, as the Bankers to the Issue, with whom an account is opened and maintained by the Issuer for keeping the issue amount.
Book Closure Dates	The Book Closure shall be held on 20 July 2026.
Certificates	Ordinary Modaraba Certificates of First Paramount Modaraba having face value of PKR 10/- each.
Company	First Paramount Modaraba (Managed by Paramount Investments Limited)
Issue	Issue of 6,894,210 Right Certificates representing approximately 50% of the total paid-up certificate capital of the Modaraba.
Issue Price	The price per certificate at which Right Certificates of the Modaraba are issued to the existing certificate holders (PKR 10 per certificate)
Regulations	Companies (Further Issue of Shares) Regulations, 2020. Refer Link: https://www.secp.gov.pk/document/the-companies-further-issue-of-shares-regulations-2020-updated-jan-13-2026/?wpdmdl=63579&refresh=6a3a6520087901782211872
Right Issue	The offer of 6,894,210 new ordinary certificates by First Paramount Modaraba to its existing Certificate Holders in proportion to their existing certificate holdings, in the ratio of one (1) right certificate for every two (2) ordinary certificates held.
Sponsor	A person who has contributed initial capital in the issuing organisation or has the right to appoint majority of the directors on the board of the issuing organisation directly or indirectly; or A person who replaces the person referred to above; or A person or group of persons who has control of the issuing organisation whether directly or indirectly.

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1. SALIENT FEATURES OF THE RIGHT ISSUE		
1.1. BRIEF TERMS OF THE RIGHT ISSUE		
a)	Description of Issue	Issuance of Right certificates to existing certificate-holders
b)	Size of the proposed Issue	PKR 68,942,100 divided into 6,894,210 certificates at a price of PKR 10 per certificate.
c)	Face Value of the certificate	PKR 10/-
d)	Basis of determination of price of the right issue	The Right Issue is being offered at the face value of PKR 10 per certificate without any premium or discount. The Issue Price has been determined after considering the prevailing and historical market price of the certificates on the Pakistan Stock Exchange, the funding requirements of the Modaraba, and the objective of providing existing certificate holders an opportunity to participate in the proposed capital raising on favourable terms.
e)	Proportion of new issue to existing issued certificates with condition, if any	One (1) right certificate for every two (2) existing ordinary certificates held i.e. 50% of the existing paid-up capital of the Modaraba.
f)	Date of meeting of Board of Directors (BOD) wherein the right issue was approved	09 June 2026
g)	Names of directors attending the BOD Meeting	1. Mr. Tanweer Ahmed Magoon, Chairman 2. Mr. Syed Wajih Hassan, CEO 3. Mr. Nadeem Iqbal, Director 4. Mr. Abrar Ahmed, Director 5. Mrs. Shahida Tanweer, Director 6. Mr. Habib Ahmed Navaid, Independent Director 7. Mr. Atba Waheed Farooqui, Independent Director
h)	Brief purpose of utilization of right issue proceeds	<p>The proceeds of the Right Issue will be utilised for the expansion and diversification of the Modaraba's existing Shariah-compliant financing and business portfolio, as well as for new financing and business ventures, in accordance with its strategic objectives and within the scope of activities permitted under applicable laws and regulations.</p> <p>The capital injection will support the Modaraba's continued growth trajectory, enhance its capacity to undertake larger financing exposures where appropriate, and further strengthen its ability to deliver sustainable earnings over the medium to long term, without compromising its prudent risk management approach.</p>
i)	Purpose of the Right Issue: Details of the main objectives for raising funds through present right issue.	<p>The purpose of the Right Issue is to:</p> <p>a. Strengthen the Modaraba's capital base and support its future business growth strategy by enhancing its capacity to undertake and expand Shariah-compliant financing activities, investments and business ventures, thereby enabling the Modaraba to effectively capitalise on emerging opportunities within its core areas of operation.</p> <p>b. Also, ensure compliance with the minimum equity requirement prescribed under the Modaraba Regulations, 2021 and to maintain an adequate capital structure in line with applicable regulatory requirements. Achievement of the prescribed regulatory requirements is expected to enable the Modaraba to resume dividend distributions to its certificate holders.</p> <p>The Board of Directors and Management are of the view that the Right Issue represents a strategic step towards reinforcing the Modaraba's long-term financial strength and unlocking its growth potential, enabling it to</p>

		execute its expansion plans with greater flexibility, resilience, and alignment with its Shariah-compliant business model.
j)	Minimum level of subscription' (MLS)	None

1.2. PRINCIPAL PURPOSE OF THE ISSUE AND FUNDING ARRANGEMENTS

The purpose of the Right Issue is to:

- a. Strengthen the Modaraba's capital base and support its future business growth strategy by enhancing its capacity to undertake and expand Shariah-compliant financing activities, investments and business ventures, thereby enabling the Modaraba to effectively capitalise on emerging opportunities within its core areas of operation.
- b. Also, ensure compliance with the minimum equity requirement prescribed under the Modaraba Regulations, 2021 and to maintain an adequate capital structure in line with applicable regulatory requirements. Achievement of the prescribed regulatory requirements is expected to enable the Modaraba to resume dividend distributions to its certificate holders.

The proceeds of the Right Issue will be utilised for the expansion and diversification of the Modaraba's existing Shariah-compliant financing and business portfolio, as well as for new financing and business ventures, in accordance with its strategic objectives and within the scope of activities permitted under applicable laws and regulations.

The capital injection will support the Modaraba's continued growth trajectory, enhance its capacity to undertake larger financing exposures where appropriate, and further strengthen its ability to deliver sustainable earnings over the medium to long term, without compromising its prudent risk management approach.

The Board of Directors and Management are of the view that the Right Issue represents a strategic step towards reinforcing the Modaraba's long-term financial strength and unlocking its growth potential, enabling it to execute its expansion plans with greater flexibility, resilience, and alignment with its Shariah-compliant business model.

1.3. FINANCIAL EFFECTS ARISING FROM RIGHT ISSUE

	Measurement unit	Pre-Issue	Post Issue	Increase / (Decrease) in %
Authorized Capital	Rupees	400,000,000	400,000,000	-
Paid-up Capital	Rupees	137,884,193	206,826,293	50%
Net Assets / Breakup Value per share *	Rupees	31.85	24.57	(7.28)
Gearing (Debt to Equity) Ratio *	%	0.88	0.76	(0.12)

* Calculated as on 31 May 2026 (unaudited)

1.4. TOTAL EXPENSES TO THE ISSUE

Underwriting Commission (Management Fee)	1.5%
Underwriter Take-up Commission	3.5%
Bankers Commission	100,000
PSX Fee (0.2% of increase in paid-up capital)	137,884
SECP Supervisory Fee (10% of fees paid to PSX)	13,788
Auditor Fee for Auditor Certificate	45,000
Other Expenses	Up to 1,000,000

Amounts in PKR

1.5. DETAILS OF UNDERWRITER

Name of Underwriter	Amount underwritten in PKR	Associated undertaking of the issuer
Zahid Latif Khan Securities (Private) Limited	68,942,100	No

1.6. COMMITMENTS FROM SUBSTANTIAL CERTIFICATE HOLDERS / DIRECTORS OF THE MANAGEMENT COMPANY

Name	Status	No of Existing Shares	Entitlement	No of Shares committed to be subscribed	Amount committed to be subscribed in PKR	Shareholding % pre-issuance	Shareholding % post-issuance
Paramount Investments Limited	Modaraba Management Company (Substantial Certificate Holder)	1,965,768	982,884	982,884	9,828,840	14.26%	14.26%

1.7. FRACTIONAL CERTIFICATES

Fractional certificates, if any, shall not be offered and all fractions less than a share shall be consolidated and disposed of by the Modaraba and the proceeds from such disposition shall be paid to such of the entitled certificate holders as may have accepted such offer.

1.8. IMPORTANT DATES

First Paramount Modaraba Tentative Schedule for Issuance of Letter of Rights Book Closure: Monday, 20 July 2026		
S. No	Procedure	Date
a)	Date of credit of unpaid Rights into CDC in Book Entry Form	Tuesday, 21 July 2026
b)	Dispatch of Letter of Right (LOR) to physical certificate holders	Thursday, 23 July 2026
c)	Intimation to PSX for dispatch of physical Letter of Rights	Thursday, 23 July 2026
d)	Commencement of trading of unpaid Rights on the PSX	Wednesday, 22 July 2026
e)	Last date for splitting and deposit of Requests into CDS	Monday, 27 July 2026
f)	Last date of trading of Letter of Rights	Wednesday, 5 August 2026
g)	Last date for acceptance and payment of Certificates in CDC and physical form (Last payment date)	Wednesday, 12 August 2026
h)	Allotment of certificates and credit of book entry of Certificates into CDC	Wednesday, 26 August 2026
i)	Date of Dispatch of physical certificates	Wednesday, 26 August 2026

2. SUBSCRIPTION AMOUNT PAYMENT PROCEDURE

- a) Payment as indicated above should be made by cash or crossed Cheque or demand draft or pay order made out to the credit of "First Paramount Modaraba – Right Certificates Subscription" through any of the authorized branches of Meezan Bank Limited on or before 12 August 2026, along with the Right Subscription Request duly filled in and signed by the subscriber(s).
- b) Right Subscription Request can be downloaded from the Company's website <https://fpm.com.pk/>
- c) In case of Non-Resident Pakistani / Foreign certificate holder, the demand draft of equivalent amount in Pak Rupees should be sent to the Company Secretary, First Paramount Modaraba at the Head Office of the Issuer along with Right Subscription Request (both copies) duly filled and signed by the subscriber(s) with certified copy of NICOP / Passport well before the last date of payment.
- d) All cheques and drafts must be drawn on a bank situated in the same city where Right Subscription Request is deposited. Cheque is subject to realization.
- e) The Bankers to the Issue will not accept Right Subscription Request delivered by post which may reach after the closure of business on 12 August 2026, unless evidence is available that these have been posted before the last date of payment.
- f) Payment of the amount indicated above to the Issuer's Bankers to the Issue on or before 12 August 2026 shall be treated as acceptance of the Right offer.
- g) After payment has been received by the Modaraba's Bankers to the Issue, The Right Securities / Certificates will be credited into respective CDS accounts within ten (10) working days from the last payment date. Paid Right Subscription Request will not be traded or transferred.
- h) Online Payment option for Investor Account Services (IAS) Account Holders / Sub Account Holders:
CDC has introduced online payment facility through 1Link for Rights Subscription. The investor account holders can now make online payment for their respective rights subscribed against 1Bill payment ID printed on the top right of the subscription request (generated by CDS) through all the available online banking channels of 1Links member banks (such as internet banking, Automated Teller Machine (ATM), and Mobile banking).

3. PROFILE OF BOARD OF DIRECTORS

3.1. BOARD OF DIRECTORS

Name	Designation	Last Date of Appointment
Mr. Tanveer Ahmed Magoon	Chairman	08 December 2025
Mr. Syed Wajih Hassan	Chief Executive Officer	08 December 2025
Mr. Nadeem Iqbal	Non-Executive Director	08 December 2025
Mr. Abrar Ahmed	Non-Executive Director	08 December 2025
Mrs. Shahida Tanveer	Non-Executive Director	08 December 2025
Mr. Habib Ahmed Navaid	Independent Director	08 December 2025
Mr. Atba Waheed Farooqui	Independent Director	08 December 2025

3.2. PROFILE OF DIRECTORS

Mr. Tanveer Ahmed Magoon **Chairman**

Mian Tanveer Ahmed Magoon is a well-known and respected personality among business community and other segments of Pakistani society. He is a businessman, educationist and philanthropist, all in one personality. After completing higher education in business, in 1967, he achieved advance diploma in Leather technologies from National Leatherseller's College, London and returned to Pakistan to lay foundation of Shafi Group of Companies with his associates. He served as director of Shafi group from 1967 till 2008, when he was elected to become Chairman of the group. For his profound understanding of Leather industry, he was elected as Vice Chairman of Pakistan Tanners Environment Society and served from 1998 till 2015. Currently, he is the Chairman of Pakistan Tanners Association (South Zone) since 1996. Mr. Magoon was an important and influential part of new management that took over operations of First Paramount Modaraba in 1997. Since then, he has been serving as director and chairman of the board of FPM. He has played a pivotal role in keeping the true spirit of true Islamic financial institution alive in FPM, by introducing desirable financial instruments of Musharakah, Modaraba, etc. Mr. Magoon is mentoring under directorial and presidential capacities, for different business and non-business organizations such as Pakistan Business Forum – Chairman since 1995; Green Crescent Trust – Managing Trustee since 1995; Institute of Policy Studies (IPS) – Director from 2000 till 2016; Al-Hamra Housing Society – President from 2009 to 2011 and Karachi Cooperative Housing Society Union – Director from 2001 to 2016.

Syed Wajih Hassan **Chief Executive Officer**

Mr. Hassan has more than twenty five years of financial and banking experience involving Business Development, Corporate Finance and Credit and Risk Management Services. During his proficient career, he has been associated with various institutions such as ABN AMRO Bank N.V, Network Television Marketing, International Credit Information Limited (ICIL). He has conducted several specialized trainings and assignments in Banking, Finance, AML, Islamic Finance and Audit. Mr. Hassan brings with him diversified experience in Financial Management

& Corporate Finance. Mr. Hassan is Fellow Member of Institute of Chartered Accountants of Pakistan (ICAP), Associate Member of Corporate Institute of Secretaries and Associate Planner of BCI England.

Mr. Nadeem Iqbal Advocate
Non-Executive Director

Mr. Nadeem Iqbal is serving as a director on the board of Paramount Investment Limited. Mr. Iqbal has more than thirty years experience in tax consultancy. During his proficient career, he has been associated with various institutions such as Qurtaba City, Faran Club International. He has worked with several national and international clients. Mr. Iqbal is LLB from University of Karachi.

Mr. Abrar Ahmed
Non-Executive Director

Abrar Ahmed s/o Tanveer Ahmed is a Lahore based dynamic industrialist known for his integrity and strategic planning. Mr. Abrar has been serving SRC Private Limited which is a group company of Siddiq Shafi Group (Urban Sole, Siddiq Leathers and Siddiq Farms) for almost two decades as Managing Director. He is a well-versed businessman who is affiliated with top industry associations including Lahore Chamber of Commerce, Pakistan Chemical Manufacturers Associations and other welfare societies including Green Crescent trust (member, board of trustees), AFAQ Association for Academic Quality (member, Board of Directors), Institute of Policy studies (member, board of Directors).

Mrs. Shahida Tanweer
Non-Executive Director

Mrs. Shahida Tanweer belongs from a well-known and respected family among business community and other segments of Pakistani society. She is the wife of the Chairman, Mian Tanweer Ahmed Magoon and Mother of Mr. Abrar Ahmed, Director. Her husband is a businessman, educationist and philanthropist and is the founder of Shafi Group of Companies.

Habib Ahmed Navaid
Independent Director

Habib Navaid serves as an Independent Director on the board of Paramount Investment Limited. He is also the Chief Operating Officer of Green Crescent Trust, a philanthropic organization that manages 173 schools, supports the education of 35,000 children, runs 1,800 water projects in Tharparkar, Sindh. Born and raised in Karachi, Habib obtained his B. Pharm from the University of Karachi in 1983, and an MBA in Marketing and Strategic Planning from the University of Baltimore in 1988. He has over 37 years of corporate experience, having worked for pharmaceutical companies such as Sterling Health, Sterling Winthrop, Pharmatec, and Otsuka Pakistan. His corporate journey spans marketing, sales, distribution, and employee training. And he has led various high-stakes projects from nation-wide product launches and feasibility studies to people audits. Habib was the Group Product Manager for the Panadol range of products at Sterling Health, which is the household name today. At Otsuka, he headed the marketing department of the leading IV solution in the market, and the company reached the 1.8 Bn mark under his watch. He has also lectured at multiple educational institutions, including IBA and the University of Karachi.

Mr. Atba Waheed Farooqui
Independent Director

Mr. Atba Waheed Farooqui is an accomplished business leader with over three decades of diversified experience in the chemical industry. He brings deep expertise in strategic leadership, business development, sales management, and corporate governance, acquired through senior leadership roles within leading multinational organisations. He holds a Master of Science (MS) in Applied Chemistry from the University of Karachi, providing a strong technical foundation that complements his extensive commercial and managerial experience. Currently, Mr. Farooqui serves as a Director at Atzaa Dispersion, where he oversees overall business operations, strategic direction, client engagement, and product development in the dispersion and colour solutions segment. Previously, he served in senior country-level leadership roles within multinational organisations, leading national operations and business development initiatives and driving growth across key industrial accounts. Over the course of his career, he has held progressively responsible positions, including Country Head, Head of Business, Board Member, Sales Manager, and Country Sales Manager, with responsibilities encompassing profitability management, market expansion, strategic planning, nationwide sales operations, and board-level decision-making. Mr. Farooqui’s extensive industry exposure, strategic insight, and leadership experience enable him to contribute effectively at the board level, supporting sound governance, sustainable growth, and long-term value creation.

3.3. DIRECTORS DIRECTORSHIP IN OTHER COMPANIES

Name	Designation in Other Companies	Directorship in Other Companies
Mr. Tanweer Ahmed Magoon	Director	Siddiq Leather Works (Private) Limited
	Director	Shafi (Private) Limited
	Director	Urbansole (Private) Limited
	Director	Siddiq farms
	Director	Siddiq Renewable Energy
Mr. Syed Wajih Hassan	Director & CEO	Paramount Compliance (Private) Limited
	Director & CEO	Complytech Global Limited
Mr. Nadeem Iqbal	Director	Paramount Compliance (Private) Limited
	Director	Complytech Global Limited
Mr. Abrar Ahmed	Director	SRC (Private) Limited
Mrs. Shahida Tanweer	-	-
Mr. Habib Ahmed Navaid	Director	Dolitso Pakistan (Private) Limited
	Director	Paramount Compliance (Private) Limited
Mr. Atba Waheed Farooqui	Director	Atzaa Dispersion

4. DETAILS OF THE ISSUER

4.1. FINANCIAL HIGHLIGHTS OF THE ISSUER FOR THE LAST THREE YEARS

	FY 2025	FY 2024	FY 2023
	<i>Amount in PKR</i>		
Name of the Statutory Auditor	Crowe Hussain Chaudhury & Co. Chartered Accountants	Riaz Ahmad & Co. Chartered Accountants	
Gross Revenue / Sale	595,930,771	569,119,121	322,412,732
Gross Profit	97,313,864	105,151,647	78,665,340
Profit before interest & tax	54,125,411	62,216,497	30,180,236
Profit after tax	23,898,201	28,542,477	6,540,125
Accumulated Profit / (Loss)	139,008,856	112,110,655	83,568,177
Total Assets	509,281,272	473,814,367	449,668,431
Total Liabilities	235,388,223	223,819,519	228,216,060
Net Equity	273,893,049	249,994,848	221,452,371
Break-up value per Share	19.86	18.13	16.06
Earning per Certificate	1.73	2.07	0.47
Dividend Announced	Nil	Nil	Nil
Bonus Issue	Nil	Nil	Nil

4.2. FINANCIAL HIGHLIGHTS OF PRECEDING ONE YEAR OF CONSOLIDATED FINANCIAL STATEMENTS

	FY 2025
Name of the Statutory Auditor	Crowe Hussain Chaudhury & Co. Chartered Accountants
Gross Revenue/Sale	595,930,771
Gross Profit	97,313,864
Profit before interest & tax	53,772,566
Profit after tax	23,545,011
Accumulated Profit/Loss	135,487,668
Total Assets	510,671,274
Total Liabilities	237,299,413
Net Equity	273,371,861
Break-up value Per Share	19.83
Earning per Certificate	1.71
Dividend Announced	Nil
Bonus Issue	Nil

4.3. DETAILS OF ISSUE OF CAPITAL IN PREVIOUS FIVE YEARS

Not Applicable

4.4. AVERAGE MARKET PRICE OF THE CERTIFICATE OF THE ISSUER DURING THE LAST SIX MONTHS

Average market price of the certificate of First Paramount Modaraba (From Jan 2026 to Jun 2026) is PKR 12.78 per certificate.

Offer Document of Right Issue of First Paramount Modaraba



4.5. CERTIFICATE CAPITAL AND RELATED MATTERS

ReportID : SH0930MRG(10D09)
UserID : yousuf

FIRST PARAMOUNT MODARABA
Pattern of Shareholding
As On 01/06/2026

Page : 1
Date : 02/07/2026

<--- HAVING SHARES --->				
NO. OF SHAREHOLDERS	From	To	SHARES HELD	PERCENTAGE
262	1	100	6164	0.0447
142	101	500	34264	0.2485
206	501	1000	150730	1.0932
428	1001	5000	912923	6.6209
69	5001	10000	482537	3.4996
50	10001	15000	627878	4.5537
21	15001	20000	357406	2.5921
10	20001	25000	227855	1.6525
16	25001	30000	445073	3.2279
9	30001	35000	301974	2.1901
7	35001	40000	265038	1.9222
2	40001	45000	84325	0.6116
6	45001	50000	286954	2.0811
3	50001	55000	154901	1.1234
5	55001	60000	291896	2.1170
1	60001	65000	64666	0.4690
6	65001	70000	406983	2.9516
1	70001	75000	73975	0.5365
2	75001	80000	155421	1.1272
5	80001	85000	413629	2.9998
2	85001	90000	180000	1.3054
4	95001	100000	394909	2.8641
1	100001	105000	101132	0.7335
3	110001	115000	341792	2.4788
1	115001	120000	119723	0.8683
2	125001	130000	255970	1.8564
1	140001	145000	142500	1.0335
2	150001	155000	303438	2.2007
2	160001	165000	322815	2.3412
2	225001	230000	458500	3.3253
1	280001	285000	283575	2.0566
1	415001	420000	415549	3.0138
1	425001	430000	429184	3.1126

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UserID : yousuf

FIRST PARAMOUNT MODARABA
Pattern of Shareholding
As On 01/06/2026

Page : 2
Date : 02/07/2026

<--- HAVING SHARES --->				
NO. OF SHAREHOLDERS	From	To	SHARES HELD	PERCENTAGE
1	480001	485000	483815	3.5089
1	500001	505000	501973	3.6405
1	1495001	1500000	1500000	10.8787
1	1805001	1810000	1808949	13.1193
1278		Company Total	13788416	100.0000

Offer Document of Right Issue of First Paramount Modaraba



ReportID : SH0935MRG (10D09)
UserID : yousuf

FIRST PARAMOUNT MODARABA
Category of Shareholders
As On 01/06/2026

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Particulars	No of Folio	Balance Share	Percentage
DIRECTORS AND THEIR SPOUSE(S) AND MINOR CHILDREN	4	459396	3.3318
ASSOCIATED COMPANIES, UNDERTAKING AND RELATED PARTIES	4	1965768	14.2567
BANKS, DFI & NBF	1	28	0.0002
GENERAL PUBLIC (LOCAL)	1225	7602903	55.1398
GENERAL PUBLIC (FORIEGN)	32	992400	7.1973
OTHERS	9	482373	3.4984
MODARABAS	1	501973	3.6405
SHAREHOLDERS HOLDING 5% OR MORE	2	1783575	12.9353
Company Total	1278	13788416	100.0000

ReportID : SH0935MRG (10D09)
UserID : yousuf

FIRST PARAMOUNT MODARABA
Category of Shareholders
As On 01/06/2026

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Folio No	Name	Code	Balance Held	Percentage
00000001121	MR. NADIM IQBAL	001	1160	0.0084
00000001706	MR. TANWEER AHMED MAGOON	001	99487	0.7215
00000001707	SHAHIDA TANVEER	001	128749	0.9337
003525098277	ABRAR AHMAD	001	230000	1.6681
00000000001	PARAMOUNT INVESTMENTS LIMITED	002	8371	0.0607
00000001963	PARAMOUNT INVESTMENT LIMITED	002	113292	0.8216
000000008004	PARAMOUNT INVESTMENTS LIMITED	002	35156	0.2550
003277071155	PARAMOUNT INVESTMENTS LIMITED	002	1808949	13.1193
003889000028	NATIONAL BANK OF PAKISTAN	004	28	0.0002
00000001344	SUBLIME SPORTS (PVT) LTD.	010	151375	1.0978
000000008403	M/S. EASTERN COMMERCIAL CORPORATION (PVT.) LTD.	010	1321	0.0096
000009900008	FEDERAL BOARD OF REVENUE	010	27233	0.1975
003277078335	TRUSTEE NATIONAL BANK OF PAKISTAN EMPLOYEES PENSION FUND	010	4821	0.0350
003277082127	TRUSTEE NATIONAL BANK OF PAKISTAN EMP BENEVOLENT FUND TRUST	010	167	0.0012
003525087235	MAPLE LEAF CAPITAL LIMITED	010	1	0.0000
004705087224	FEDERAL BOARD OF REVENUE	010	73975	0.5365
005736000015	NCC - PRE SETTLEMENT DELIVERY ACCOUNT	010	80980	0.5873
006684518228	SALIM SOZER SECURITIES (PRIVATE) LIMITED	010	142500	1.0335
000009900005	FIRST NATIONAL MODARABA	011	501973	3.6405
003277041842	ASIF NATHANI	014	1500000	10.8787
004085135929	ASIF NATHANI	014	283575	2.0566

5. RISK FACTORS

This section sets out certain material risks associated with the Rights Issue and the business, operations, financial position, and regulatory environment of First Paramount Modaraba. The risks described below are not exhaustive and may not include all risks to which the Modaraba may be exposed. Additional risks and uncertainties, whether presently known or unknown, or considered immaterial at this stage, may also adversely affect the Modaraba's business, financial condition, results of operations, and future prospects. Prospective investors should carefully evaluate these risk factors along with the information contained in this Offer Document and exercise their own independent judgment before making any investment decision.

5.1. RISK ASSOCIATED WITH THE RIGHT ISSUE

a. Risk of Undersubscription

There is a risk that the Right Issue may be undersubscribed due to a lack of participation or interest from the existing Certificate Holders. Although the Right Issue is being offered at par value, the issue price is significantly lower than the prevailing market price of the Modaraba's Certificates, which may generally support investor participation. However, no assurance can be given regarding the level of subscription by entitled Certificate Holders.

The Modaraba Management Company shall ensure subscription in accordance with its obligations under applicable law. The remaining portion of the Right Issue shall be fully underwritten in accordance with applicable legal and regulatory requirements. Accordingly, subject to completion of the underwriting arrangements in accordance with law, the Modaraba expects to receive the full subscription proceeds of the Right Issue.

5.2. RISK ASSOCIATED WITH THE ISSUER

5.2.1. Internal Risk Factors

a. Credit Risk

Credit risk arises from the possibility that counterparties may fail to meet their contractual obligations in respect of financing facilities, trade transactions, and service receivables. Delays in recoveries, deterioration in the financial condition of counterparties, or defaults may adversely affect the Modaraba's profitability, cash flows, and equity.

The Modaraba mitigates credit risk through prudent credit evaluation, approval procedures, exposure limits, collateral arrangements where appropriate, and continuous monitoring of counterparties and recoveries.

The proceeds of the Right Issue will strengthen the Modaraba's capital base and enhance its capacity to absorb potential credit losses while supporting the growth of its financing and business activities.

b. Liquidity Risk

Liquidity risk is the risk that the Modaraba may be unable to meet its financial obligations as they fall due. This risk may arise from timing differences between cash inflows from financing

recoveries and business receivables and cash outflows relating to operational and business requirements.

The Modaraba manages liquidity risk through cash flow monitoring, prudent working capital management, and maintaining adequate liquidity levels.

The proceeds of the Right Issue will improve the Modaraba's liquidity position, strengthen working capital, and support the execution of its business growth strategy.

c. Operational Risk

Operational risk refers to the risk of loss resulting from inadequate or failed internal processes, human error, or system failures. Such events may adversely affect the Modaraba's operations and financial performance.

The Modaraba mitigates operational risk through internal controls, segregation of duties, documented procedures, staff training, and periodic internal and external audits.

d. Technology and Cybersecurity Risk

The Modaraba's technology-based operations may be exposed to risks arising from system failures, cybersecurity incidents, data breaches, technological obsolescence, or disruption of information systems. Such events may adversely affect service delivery, operational efficiency, customer relationships, and reputation.

The Modaraba mitigates these risks through appropriate information technology controls, data protection measures, system monitoring, and periodic review and enhancement of its technology infrastructure.

5.2.2. External Risk Factors

a. Business Risk

The Modaraba operates in a competitive business environment and its performance is influenced by economic conditions, market demand, regulatory developments, technological changes, and the overall business environment in Pakistan. Adverse economic conditions, reduced business activity, or changes in customer preferences may negatively affect revenue generation and profitability.

The Right Issue is intended to strengthen the Modaraba's capital base and enhance its capacity to undertake and expand its Shariah-compliant financing activities, investments, and business ventures in accordance with its strategic objectives.

b. Interest Rate Risk

Changes in benchmark interest rates and prevailing market rates may affect the demand for financing products, the investment environment, and the overall profitability of the financial services sector. Although the Modaraba undertakes Shariah-compliant financing activities, fluctuations in market rates may indirectly affect pricing, customer behaviour, and returns on investments.

The Modaraba seeks to mitigate this risk through prudent pricing policies, diversified business activities, and periodic review of its financing and investment portfolio.

The strengthening of the capital base through the Right Issue is expected to enhance the Modaraba's financial flexibility and ability to respond to changing market conditions.

c. Foreign Currency risk

The Modaraba is exposed to foreign currency risk arising from its international business activities and transactions denominated in foreign currencies. Fluctuations in exchange rates may affect revenues, expenses, asset values, and cash flows, which could adversely impact the Modaraba's financial performance and profitability.

The Modaraba mitigates this risk through prudent management of foreign currency exposures, regular monitoring of exchange rate movements, and appropriate management of foreign currency transactions. The diversification of revenue streams across domestic and international operations also supports the management of foreign currency risk.

d. Inflation Risk

Inflationary pressures may increase operating costs, administrative expenses, technology costs, and the cost of conducting business. Persistent inflation may also reduce purchasing power and adversely affect economic activity and customer demand.

The Modaraba manages inflation risk through periodic review of pricing strategies, cost controls, and efficient management of operating expenses.

The additional capital raised through the Right Issue is expected to provide greater financial flexibility to manage the impact of inflationary pressures.

e. Sector Concentration Risk

The Modaraba is exposed to risks arising from concentration in certain business sectors and counterparties. Adverse developments affecting these sectors or significant customers may negatively impact business volumes, recoveries, and profitability.

The Modaraba seeks to mitigate this risk by expanding its financing and business activities within its permitted areas of operation and pursuing growth opportunities consistent with its strategic objectives.

The proceeds of the Right Issue will enhance the Modaraba's capacity to undertake additional financing and business opportunities, thereby supporting the growth of its overall business portfolio.

5.2.3. Regulatory and Shariah Compliance Risk

a. Risk of non-compliance with Regulations of SECP and PSX

The Modaraba operates within a regulatory framework governed by the Modaraba Companies and Modaraba (Floatation and Control) Ordinance, 1980, Modaraba Companies and Modaraba

Rules, 1981, Modaraba Regulations, 2021, the Companies Act, 2017, PSX Regulations, and applicable directives, circulars, and instructions issued by the SECP from time to time.

Non-compliance with applicable regulatory requirements may result in penalties, restrictions on business operations, reputational impact, or other regulatory actions which may adversely affect the Modaraba's operations and financial performance.

The Modaraba mitigates regulatory compliance risk through a structured governance framework, implementation of internal controls, and periodic internal and external audits, supported by continuous monitoring of applicable regulatory requirements.

As per revised Modaraba Regulations issued on 15 August 2022 by SECP, all deposit-taking Modarabas are required to maintain a minimum equity of PKR 500 million and a minimum credit rating of "A-" in a period of 3 years. The Modaraba currently has an equity of PKR 439 million and a credit rating of BBB+. The compliance timeline has been extended by the SECP up to 14 August 2026. Further, restrictions on dividend distribution apply until such requirements are met.

Upon completion of the proposed Right Issue, the Modaraba's equity is expected to increase to PKR 508,138,396, thereby supporting compliance with the minimum equity requirement and strengthening its regulatory capital position.

The proceeds of the Right Issue will therefore enhance the Modaraba's capital base, strengthen regulatory compliance capacity, and support continued operational and financial stability in line with applicable regulatory requirements.

b. Shariah Compliance Risk

As a Modaraba, all financing, investment, and business activities of the Modaraba are required to comply with the principles of Shariah and the applicable regulatory framework governing Modarabas. Any non-compliance with Shariah requirements may result in reputational risk, regulatory concerns, and could adversely affect the Modaraba's operations and business activities.

The Modaraba mitigates this risk through the oversight of its Shariah Advisor, who reviews and approves all financing, investment, and business activities prior to implementation and periodically reviews the operations of the Modaraba to ensure continued compliance with Shariah principles. In addition, internal and external Shariah audits are conducted periodically to assess compliance with applicable Shariah requirements and strengthen the overall Shariah governance framework.

Note: It is stated that to the best of our knowledge and belief, all material risk factors have been disclosed and that nothing has been concealed in this respect.

6. LEGAL PROCEEDINGS

6.1. Any outstanding legal proceeding involving the issuer that could have material impact:

The Modaraba is involved in certain legal and tax related proceedings arising in the ordinary course of its business. Based on current assessment and legal advice, none of these matters is expected to have a material adverse effect on its financial position. Details of such proceedings are set out below. Further information is disclosed in Note 26 (Contingencies) to the audited financial statements for the year ended 30 June 2025.

S. No.	Name of the court, agency or authority	Description of the proceedings and relief sought	Principal Parties	Date instituted
1	Commissioner Appeals (SRB)	The SRB has raised an aggregate demand of Rs. 7.06 million through various orders issued in July 2019, treating the Modaraba's services as taxable under certain tariff headings of the Second Schedule to the Sindh Sales Tax on Services Act, 2011. Subsequently, further proceedings resulted in an additional demand of Rs. 14.81 million along with penalty of Rs. 0.63 million for tax periods from July 2011 to June 2017. The Modaraba has filed an appeal before the Commissioner Appeals (SRB). Based on legal advice, management expects a favourable outcome and accordingly no provision has been recognised.	Sindh Revenue Board and Modaraba	July 19, 2019
2	Commissioner Appeals III, CTO, FBR	The Modaraba received a show cause notice under Section 11(E) of the Sales Tax Act, 1990 in respect of input tax adjustments claimed for the period July 2021 to March 2025. Following adjudication, an order was issued demanding Rs. 18.62 million of tax along with an equal amount of penalty, in addition to default surcharge as applicable. The Modaraba has filed an appeal before the Commissioner Appeals under Section 45B of the Sales Tax Act, 1990. Based on legal advice, management considers the matter to be defensible and no provision has been recorded.	Federal Board of Revenue and Modaraba	April 28, 2025
3	Commissioner Inland Revenue, CTO, FBR	An amount of Rs. 1.2 million was recovered by the tax authorities from the Modaraba's bank account in respect of alleged non-deduction of withholding tax. The matter was subsequently remanded by the appellate authority for reconsideration after providing due hearing. Management is of the view that the amount is recoverable and expects refund; accordingly, no expense has been recognised.	Sindh Revenue Board and Modaraba	December 15, 2016

6.2. Any outstanding legal proceeding other than the normal course of business involving the issuer, its sponsors, substantial shareholders, directors and associated companies, over which the Issuer has control, that could have material impact on the issuer.

Nil

6.3. Action taken by the Securities Exchange against the issuer or associated listed companies of the issuer during the last three years due to non-compliance of the its regulations.

Nil

7. SIGNATORIES TO THE OFFER DOCUMENT

Syed Wajih Hassan
Chief Executive Officer
Dated: _____