



YOUSAF WEAVING MILLS LIMITED

A Project of Chakwal Group

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Gulberg III, Lahore, Pakistan
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October 18, 2023

Mr. Wasim A. Sattar
Senior Manager
Listing Department
Pakistan Stock Exchange Limited
Karachi.

Sub: Increase in Paid-up Capital of Yousaf Weaving Mills Limited

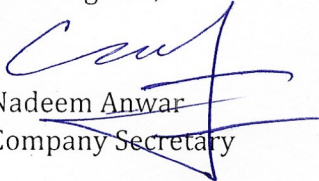
Dear Sir,

With reference to your e-mail dated September 27, 2023, on the subject cited above, we would like to submit the following documents:

1. A certified true copy of form-3 filed with the registrar
2. Auditor's Certificate confirming the increase in the paid-up capital of the Company along with the revised paid-up capital subsequent to the issuance of additional shares

Whereas payment proof of PSX and SECP fee along with tax challan will be provided upon payment shortly. You are requested to please acknowledge the receipt of the above-mentioned documents, we shall be very thankful to you and hopeful for your kind cooperation in this respect.

Best Regards,


Nadeem Anwar
Company Secretary

Aslam Malik & Co.
Chartered Accountants

The Board of Directors
Yousaf Weaving Mills Limited
7/1, E-3 Main Boulevard, Gulberg III, Lahore.

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Central Plaza, Civic Centre,
New Garden Town, Lahore-Pakistan.

AUDITORS' CERTIFICATE

We have been requested to provide you with a certificate on issuance of shares other than right, against director's outstanding long-term loan as required by Annexure B of Central Depository System (CDC) Standard Operating Procedures (SOPs).

Scope of Certificate

The Certificate is issued by us, the statutory auditors of the Company, for submission to Central Depository Company (CDC) and PSX.

Management Responsibility

It is the responsibility of the Company's management to ensure that 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.

- Obtained and checked certified true copy of the resolution of Board of Directors of the Company approving issue of 46,000,000 ordinary shares of Rs.10/- each offered to the Mr. Khawaja Mohammad Nadeem as shareholder of the Company against his outstanding long-term loan towards the Company in accordance with Section 83 of the Companies Act, 2017 read with regulation 5 of the Companies (Further Issue of Shares) Regulation, 2020.
- Checked special resolutions passed for increase in authorized and paid-up shares capital of the Company and subsequent submission of statutory forms to SECP.
- Obtained copy of bank statements of the Company, certifying the receipt of long-term loan from the directors amounting to Rs.460,000,000/- into the Company's bank accounts.
- Obtained and checked copy of approval letter of SECP for issuance of shares by way of other than right offer under Section 83 of the Companies Act, 2017.

Other Offices at:

Islamabad: House # 726, Street 34, Margalla Town, off Murree Road, Islamabad.
Phone : +92-51-2374282-3 Fax: +92-51-2374281

Karachi: 1001-1003 10th Floor, Chapal Plaza, Hasrat Mohani Road, Off I.I Chundrigar Road, Karachi
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Quetta 1st Floor, Haji Fateh Khan Center, Adalat Road, Quetta
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- Obtained management's representation that all requirements concerning allotment of shares in the name of CDC have been fulfilled.

Certificate

Based on procedures mentioned above, we certify that:

- Long-term loan of Rs.460 million has been adjusted against the share capital of Rs. 460 million by issuance of 46 million shares having face value of Rs.10 each by way of other than right issue.
- Revised paid-up capital of the Company is amounting to Rs. 1,360 million.
- All requirements with regards to allotment of shares in the name of CDC have been fulfilled by the Company.
- Condition imposed by the regulatory body have been fulfilled by the Company in every respect.

Detail of shares and subscription adjusted against long term loan payable to the director is as under:

	Shares	Amount (Rupees)
Mr. Khawaja Mohammad Nadeem	46,000,000	460,000,000

The movement of shares held physically and through CDC, taking into account the share issuance other than right is as follows:

Number	Shares held Physically	Shares held through CDC	Total Shares
No. of shares before issue	11,500,000	692,200	12,192,200
Shares issued other than right	-	46,000,000	46,000,000
No. of shares after issue of share	11,500,000	46,692,200	58,192,200

We have been informed that these shares will be issued subject to the condition that Mr. Khawaja Mohammad Nadeem shall retain his shareholding arising as a result of subject issuance for at least twelve months; and at least twenty five percent of his shareholding for the next two years. (The said condition solely applies to the new shares issued).

Restriction on Use and Distribution

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

Yours faithfully



Chartered Accountants

15 SEP 2023

