



DTM/152/RS-2/PK-05/2020  
March 09, 2020

Through: **PUCARS/By Hand.**

The Deputy General Manager  
Pakistan Stock Exchange Limited,  
Stock Exchange Building,  
Stock Exchange Road,  
KARACHI.

Sub: **RELEASE OF RIGHT SHARES SUBSCRIPTION AMOUNT.**

Dear Sir,

In compliance with your letter No. PSX-C-707-6044 dated December 19, 2019 under clause 7 of the Annexure-II "Procedure to be complied with for issue of Right Shares", we are pleased to inform you that **23,318,555** Right Shares (@80%) offered by Din Textile Mills Ltd., (the "Company") have been fully subscribed as under:-

Description	No. of Shares subscribed	Amount (Rupees) @Rs.42/- per shares (inclusive of premium of Rs.32/- per share)
Directors & Sponsors	18,341,502	770,343,084
General Public & Others	646,491	27,152,622
Allotment of Un-subscribed Shares	4,330,562	181,883,604
<b>Total:-</b>	<b>23,318,555</b>	<b>979,379,310</b>

In this connection, we enclose herewith certificate (in original) issued by our external auditors M/s. **Naveed Zafar Ashfaq Jaffery & Co.**, Chartered Accountants, confirming the receipt of full amount of **Rs.979,379,310** by Habib Metropolitan Bank Limited., under Account No. 6-99-64-20353-714-328804 up to March 04, 2020.

In view of the above, you are requested to please issue us No Objection Certificate "NOC" in the name of Habib Metropolitan Bank Limited for transfer of right shares subscription amount from Banker to the Right Issue to the Company.

Thanking you.

Yours faithfully,  
For Din Textile Mills Ltd.

(ISLAM AHMED)  
COMPANY SECRETARY

Encls: As above.

### **Din Textile Mills Ltd.**

Din House, 35-A/1, Lalazar Area, Opp. Beach Luxury Hotel, P.O. Box No. 4696 Karachi-74000, Pakistan.  
Tel: +92-21 3561 0001-3, Fax: +92-21 3561 0009 & 3561 0455, E-mail: dingroup@dingroup.com, Website: www.dingroup.com

March 09, 2020  
NZAJ-KHI/128/DTM/03/20

**The Chief Executive Officer**  
Din Textile Mills Limited  
Karachi.

Dear Sir,

**AUDITOR'S CERTIFICATE IN RESPECT OF CONSIDERATION RECEIVED AND SHARES ALLOTTED**

We have been requested to provide you with a certificate on receipt of full amount against issue of right shares as required under clause 7 (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:

- Obtained and checked certified true copy of the resolution of Board of Directors of the Company approving issue of 23,318,555 ordinary shares of Rs.10/- each offered to the shareholders of the Company in proportion of 80 shares for every 100 shares held by each shareholders i.e. right issue at a price of Rs.42/- inclusive of premium of Rs.32/- per share having face value of Rs.10/- each in accordance with Section 83 of the 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 statement provided by the bank, certifying the receipt of subscription money into the following designated bank accounts:
  - Habib Metropolitan Bank Limited: 06-99-64-20353-714-328804
- Obtained management's representation that all requirements concerning allotment of shares in the name of CDC have been fulfilled; and
- Checked compliance with CDC guidelines in respect of shares issued to CDC.

NZAJ

### Certificate

Based on the procedures mentioned above, we certify that an amount of Rs. 979,379,310/- has been received against subscription of 23,318,555 right shares of Rs. 42 each (inclusive of premium of Rs.32/- per share having face value of Rs.10/- each). Details of right shares and subscription money received are as under:

	Shares	Amount Rupees
Directors and sponsors	22,672,064	952,226,688
General public and an institutional investor	646,491	27,152,622
Total	<u>23,318,555</u>	<u>979,379,310</u>
	=====	=====

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	402,386	28,745,808	29,148,194
Right shares issued	15,958	23,302,597	23,318,555
No. of shares after right issue	418,344	52,048,405	52,466,749

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,

  
Chartered Accountants



M/s. Naveed Zafar Ashfaq Jaffery & Co.,  
Chartered Accountants,  
1<sup>st</sup> Floor, Modern Motors House,  
Beaumont Road,  
KARACHI

Sub: RECEIPT OF FULL SUBSCRIPTION AGAINST ISSUE OF RIGHT SHARES OF THE COMPANY.

Dear Sir,

We hereby confirm that the Company has received full subscription money of Rs.979,379,310/- till 4<sup>th</sup> March, 2020 against subscription of 23,318,555 Ordinary shares of Rs.42/- each in the bank statement of Habib Metropolitan Bank Ltd., subscription Account No.6-99-64-20353-714-328804.

Thanking you.

Yours faithfully,  
For Din Textile Mills Ltd.

  
(ISLAM AHMED)  
COMPANY SECRETARY  
March 06, 2020

  
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RECEIVED  
Date 07-03-2020  
Content not checked

### Din Textile Mills Ltd.

Din House, 35-A/1, Lalazar Area, Opp. Beach Luxury Hotel, P.O. Box No. 4696 Karachi-74000, Pakistan.  
Tel: +92-21 3561 0001-3, Fax: +92-21 3561 0009 & 3561 0455, E-mail: dingroup@dingroup.com, Website: www.dingroup.com