



**fauji foods**

Formerly Noon Pakistan Limited

FFL/HO/CS

November 22, 2017

**Mr. Muhammad Ghufan**

Deputy General Manager – Operations  
Pakistan Stock Exchange Limited  
Stock Exchange Building, Stock Exchange Road  
Karachi

Subject: **Receipt of Full Subscription against Rights Issue of Fauji Foods Limited**

Dear Sir,

Reference to the captioned and point no. 8 of Annexure II of PSX letter no. PSX/C-355-5017 dated July 26, 2017, it is hereby informed that full subscription of **PKR 3,963,053,940** has been received by the bankers to the issue against 396,305,394 ordinary / non-voting ordinary right shares at PKR 10/- per share. Breakup of subscription is as follows:

	<b>Amount (PKR)</b>	<b>%</b>
Subscription received till last payment date (i.e. 3/11/2017)	3,946,251,360	99.58%
Subscription received against allotment of unsubscribed portion	16,802,580	0.42%
<b>Total Subscription</b>	<b>3,963,053,940</b>	<b>100%</b>

The Auditor's Certificate dated November 22, 2017, confirming the receipt of full subscription amount is also attached for your information.

We, therefore request you to kindly issue four No Objection Certificates (NOCs) for release of subscription amount received by the bankers to the issue.

Regards,

Brig Rizwan Rafi (Retd)  
Company Secretary

*Encl: As above*



**KPMG Taseer Hadi & Co.**  
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The Company Secretary  
Fauji Foods Limited  
FFBL Complex, 103 A/B  
Shahrah-e-Quaid-e-Azam, Lahore

Our ref LA-IA-531-17

Contact Rehan Chughtai

Dear Sir

22 November 2017

**Fauji Foods Limited ("the Company")**  
**Certificate on receipt of subscription money in cash against issue of right shares**

We have been requested to provide you with a certificate of receipt of subscription money against issue of right shares of the Company as disclosed in the attached statement (the "Statement").

**Scope of certificate**

As per clause 8 of Annexure-II of the letter PSX/C-355-5017 (the "Letter"), dated 26 July 2017 issued by Pakistan Stock Exchange (PSX) to the Company, we are required to certify the receipt of full amount of subscription money received in bank accounts of the Company against issue of right shares for onward submission to PSX.

**Management responsibility**

It is the management's responsibility to ensure compliance with all legal and regulatory requirements with respect to the issuance of right shares by the Company. The management's responsibility also includes maintenance of accounting records and internal control in relation to right issue and the subscription money received in relation thereto as mentioned in the Statement.

**Auditors' responsibility**

Our responsibility is to issue a certificate to confirm receipt of subscription money in cash as required under clause 8 of Annexure-II of the Letter in accordance with the 'Guidelines for issue of Certificate for Special Purposes by Practicing Chartered Accountants Firms' issued by the Institute of Chartered Accountants of Pakistan. Our verification was limited to the procedure as mentioned below:

- Traced an aggregate amount of Rs. 3,963,053,940 as mentioned in the Statement, received by the Company till 21 November 2017, in the bank statements of respective bank accounts of Askari Bank Limited (subscription account number 2890100000257 and 2890100000246); MCB Bank Limited (subscription account number 0077731961010733 and 0077731961010732); Soneri Bank Limited (subscription account number 02040014918 and 02040014926) and Habib Bank Limited (subscription account number 0047-79484194-03 and 0047-79484197-03).

*Waseem*



KPMG Taseer Hadl & Co.

*Fauji Foods Limited  
Certificate on receipt of full amount  
of subscription money in cash  
against issue of right shares*

**Certificate**

Based on the procedure mentioned above, we certify that the Company has received an aggregate amount of Rs. 3,963,053,940 as mentioned in the Statement, till 21 November 2017, in the bank statements of respective bank accounts of Askari Bank Limited (subscription account number 2890100000257 and 2890100000246); MCB Bank Limited (subscription account number 0077731961010733 and 0077731961010732); Soneri Bank Limited (subscription account number 02040014918 and 02040014926) and Habib Bank Limited (subscription account number 0047-79484194-03 and 0047-79484197-03).

**Restriction on use and distribution**

This certificate is being issued in capacity of statutory auditors of the Company on specific request of the Company's management for onward submission to PSX as required under clause 8 of Annexure-II of the Letter and is not to be used or distributed for any other purpose. This certificate is restricted to the facts stated herein.

Yours faithfully