



fauji foods

FFL/HO/CSI 2502

September 16, 2020

Mr. Wasim A. Sattar
Manager, Listing Department
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

Dear Sir,

DEBT TO EQUITY CONVERSION OF DISBURSED LOAN TO FFBL AMOUNTING TO RS.2.63
BILLION

Reference to you letter No. PSX/C-355-1580 dated June 25, 2020 on the subject.

We are pleased to enclose Auditors' Certificate confirming increase in the paid-up capital of the Company pursuant to issuance shares as otherwise than Right along with revised paid-up capital of the Company.

Tax deduction challan will follow in due course of time, please.


Lt Col Ishrat Ullah Khan Niazi (Retd)
Acting Company Secretary

Encl: As above

AT
P.



LA/4225/20
14 September 2020

Company Secretary
Fauji Foods Limited
42 CCA, EX Park View
DHA Phase - VIII
Lahore

Dear Sirs

CERTIFICATE ON PAID UP CAPITAL

We have been requested to provide you with a certificate on the increase in paid-up capital of the Company.

Scope of Certificate

This certificate is issued as required by Pakistan Stock Exchange in its letter referenced PSX / C-335-130 dated June 25, 2020.

Management Responsibility

It is the management's responsibility to ensure compliance with the legal requirements in respect of increase in paid up capital. The management's responsibilities include causing the maintenance of adequate accounting records and internal controls, compliance with laws and regulations and prevention and detection of frauds and irregularities. This certification does not relieve the management of its responsibilities.

Auditors' Responsibility

Our responsibility is to confirm the increase in paid up capital of the Company after allotment of shares to its Parent Company on conversion of loan 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 the following procedures:

1. Obtaining the schedule of paid-up capital of the Company before and after the conversion of loan from the Parent Company.
2. Matching the amount of increased paid-up capital with the Company's books of accounts.
3. Reviewing form 3 "Return of Allotment of Shares" filed with the Securities and Exchange Commission of Pakistan to confirm the increase in paid-up capital.

Certificate

Based on the procedures mentioned above, we certify that the Company's paid up capital after the allotment of shares to its Parent Company on conversion of loan provided to it amounts to Rs. 8,032,935,630 (803,293,563 shares of Rs. 10 each).

Restriction on use and distribution

This certificate is being issued as required by Pakistan Stock Exchange in its letter referenced PSX / C-335-1302 and on the specific request of the management of the Company and is not to be used for any other purpose. This certificate may be submitted to Securities and Exchange Commission of Pakistan and Pakistan Stock Exchange only. Accordingly, this should not be distributed to any other party without prior written consent from us. This certificate is restricted to the facts stated herein.

Yours faithfully





fauji foods

STATEMENT OF INCREASE IN PAID UP CAPITAL

Following is the change in paid up capital pursuant to the conversion of debt into equity:

Description	Number of Share	Amount (Rupees)
Existing paid up capital	528,407,192	5,284,071,920
Conversion of debt to equity		
Loan		2,630,000,000
Mark Up		118,863,714
Increase in paid up capital	274,886,371	2,748,863,714
Revised paid up capital	803,293,563	8,032,935,634


Chief Financial Officer




Company Secretary

