

J.K. Spinning Mills Ltd.



Ref: JKSM/T017/17

Dated: 31-01-2017 Associated Companies:

J. K. Power Ltd.
J. K. Agriculture Farms (Pvt) Ltd.
J. K. Tech (Pvt.) Ltd.
Fine Fabrics (Pvt) Ltd.

Mr. Muhammad Ghuffran,
DGM- Company Affairs,
Pakistan Stock Exchange Limited,
Stock Exchange Building/Road,
Karachi

Subject: Request for Issuance of NOC

Dear Sir,

This is with reference to our discussion regarding allotment of unsubscribed portion of Right Share to Directors.

The Board of Directors have authorized the Chief Executive Officer (C.E.O) to allot unsubscribed portion (i.e. 35,670 Shares for an amount of RS.535,000/=) to all or any one of Directors of the Company. (Copy of Resolution attached).

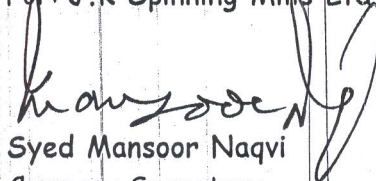
The CEO has allotted the unsubscribed shares to Mr. Faiq Jawed, Director of the company and subscription amount has been deposited in the Bank Account. The Auditors have confirmed that full subscription money is received.

We hope this will serve the purpose, you are requested to issue the desired NOC.

Thanking you

Yours faithfully,

For: J.K Spinning Mills Ltd.


Syed Mansoor Naqvi
Company Secretary

Head Office: 29-KM, Sheikhpura Road, Khurrianwala, Fasilabad, Pakistan. UAN Tel: (92-41) 111151515 UAN Fax: (92-41) 111-161616

Ph: (92-41) 2401011-16 Fax: (92-41) 2401017-18

Mills: Ph: 041-2401100-03 Fax: 041-2401104

Email: jkgroup@jkgroup.net URL: <http://www.jkgroup.net>

J.K. Spinning Mills Ltd.



Associated Companies:

J.K. Power Ltd.

J.K. Agriculture Farms (Pvt) Ltd.

J.K. Tech (Pvt) Ltd.

Fine Fabrics (Pvt) Ltd.

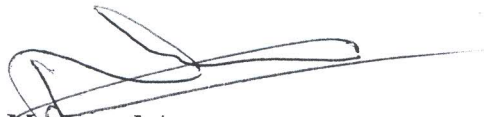
RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY THROUGH CIRCULATION ON 30-01-2017

(BOD #17)

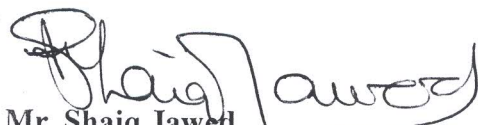
Resolved that BOD approval be and is hereby accorded regarding allotment of unsubscribed portion of 35,670 Right Shares @ RS: 15/= per share to Directors.

Further resolved that Mian Faiq Jawed, Chief Executive Officer is fully authorized to allot the shares to all Directors on proportion to their subscription, or to any one of Directors.

Resolved further that the CEO is also authorized to ensure deposit of required amount in the Company's account forth with:



Mr. Jawed Anwar


Mr. Faiq Jawed


Mr. Shaiq Jawed


Mrs. Sadaf Aamir

Attested to be
true copy


02/02/17
For J.K. Spinning Mills Ltd
Company Secretary

Head Office: 29-K.M, Sheikhpura Road, Khurrianwala, Faisalabad, Pakistan. UAN Tel: (92-41) 111-151515 UAN Fax: (92-41) 111-161616

Ph: (92-41) 2401011-16 Fax: (92-41) 2401017-18

Telex: Ph: 041-2401100-03 Fax: 041-2401104

-mail: jkgroup@jkgroup.net URL: http://www.jkgroup.net

J.K. Spinning Mills Ltd.



JKSM/T-019/2017

February 2, 2017

Associated Companies:

J. K. Power Ltd.
J. K. Agriculture Farms (Pvt) Ltd.
J. K. Tech (Pvt.) Ltd.
Fine Fabrics (Pvt) Ltd.

The General Manger
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

Subject: **RELEASE OF RIGHT SHARES SUBSCRIPTION AMOUNT**

Dear Sir

We are pleased to inform that Right Shares offered by the Company have fully subscribed and subscription amounts have been received as per the following detail:

<u>Subscriber</u>	<u>Number of Subscribed Right Shares</u>	<u>Amount Rupees</u>
Directors and Sponsors	11,937,395	179,060,925
General Public	243,260	3,648,900
Total	<u>12,180,655</u>	<u>182,709,825</u>

Auditor's certificate confirming receipt of full amount of Right Shares is attached herewith.

You are requested to please issue NOC in the name of Meezan Bank Limited, (The bankers to the issue) to release the subscription amount to the Company, received by them against right issue of the Company.

Thanking you

Yours faithfully,
For J.K Spinning Mills Limited


Syed Mansoor Naqvi
Company Secretary

Head Office: 29-KM, Sheikhpura Road, Khurrianwala, Fasilabad, Pakistan. UAN Tel: (92-41) 11151515 UAN Fax: (92-41) 111-161616

Ph: (92-41) 2401011-16 Fax: (92-41) 2401017-18

Mills: Ph: 041-2401100-03 Fax: 041-2401104

Email: jkgroup@jkgroup.net **URL:** <http://www.jkgroup.net>

Riaz Ahmad & Company

Chartered Accountants

560-F, Raja Road, Gulistan Colony
Faisalabad 38000, Pakistan

T: +92 (41) 886 10 42, 886 36 44

F: +92 (41) 886 36 11

racofsd@racopk.com

www.racopk.com

Company Secretary
J.K. Spinning Mills Limited
29-Kilometers, Sheikhpura Road
FAISALABAD

02 February 2017
Our Ref: RAF-804/11016

Dear Sir

AUDITOR'S CERTIFICATE FOR FURTHER ISSUANCE OF SHARE CAPITAL AT PREMIUM OF J.K. SPINNING MILLS LIMITED

We have been requested to provide you a certificate regarding confirmation of receipt of subscription money of right shares in the bank account of J.K. Spinning Mills Limited ("the Company").

Scope of Certificate

We have undertaken the engagement in accordance with the applicable International Standard on Related Services 4400, "Engagement to Perform Agreed Upon Procedures regarding certification of receipt of subscription money of right shares from the shareholders of the Company.

Management Responsibility

It is the responsibility of the management to comply with requirements of Central Depository Company (CDC) Regulations regarding receipt of full subscription money against right shares, within 14 business days of the last date for payment of the subscription.

Auditors' Responsibility

Our responsibility is to certify the compliance of the procedures regarding subscription of right shares as defined in CDC Regulations 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 review of related bank statement and other evidences to verify the receipt of subscription money from the shareholders of the Company.

Certificate

Based on our procedures performed, we, the statutory auditors of the Company, certify that the Company has received subscription amount of Rupees 182,709,825 against issuance of 12 180 655 ordinary shares of Rupees 10 each issued at premium of Rupees 5

Riaz Ahmad & Company

Chartered Accountants

per share. After the said issuance of the shares, the paid-up share capital of the Company is Rupees 730,839,300, and

All requirements with regards to allotment of shares in the name of CDC have been fulfilled by the Company.

Restriction on use and distribution

The certificate is issued in relation to the verification of subscription money against right shares from the shareholders of the Company, on your specific request for onward submission to CDC and is not to be used or distributed for any other purpose. This certificate is restricted to the facts stated above.

Very truly yours

Riaz Ahmad & Co.
RIAZ AHMAD AND COMPANY
Chartered Accountants

Faisalabad