

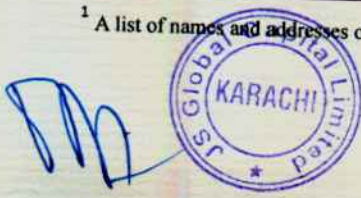
## Tender Notice for Purchase of Shares of JS Global Capital Limited

In pursuance of the special resolution passed by JS Global Capital Limited (the "Company") at the Annual General Meeting of the Company held on March 22, 2016 authorizing the Company to buy-back, under Section 95A of the Companies Ordinance, 1984 read with the Companies (Buy-Back of Shares) Rules, 1999, up to a maximum of 12 million issued ordinary shares of the Company of the nominal / face value of Rs. 10/- (Rupees Ten) each at a price of Rs. 46 (Rupees forty six) per share, the Company is issuing this Tender Notice inviting offers from the members of the Company for the said buy-back of 12 million issued ordinary shares of the Company at a price of Rs. 46 (Rupees forty six) per share.

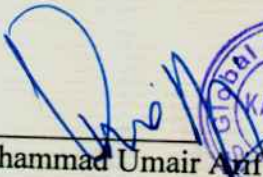
The following procedure shall be followed by the members interested to sell their shares to the Company in response to this Tender Notice:

1. A member interested to sell all or part of the ordinary shares owned and held by him/her/it, shall make the offer in writing ("**Offer**") to the Company through any of the branches of JS Bank Limited<sup>1</sup>, on the Offer Form (a copy of the offer letter along with Tender Notice and Offer Form shall be dispatched to the members by courier service). Offer Forms are also available with all the branches of JS Bank Limited, Independent Share Registrar of the Company, M/s Technology Trade (Pvt) Limited, Karachi, Registered office of the Company, 6<sup>th</sup> Floor, Faysal House, Shahra-e-Faisal, Karachi and at the website of the Company, <http://www.jsgcl.com>. A photocopy of the said Offer Form will also be acceptable. Only one Offer Form for one Folio/CDC Account/Sub-Account shall be entertained. The Offer Form shall be accompanied by the following documents:
  - i) A legible and valid certified copy of CNIC/ POC/Passport;
  - ii) In the case of institutions / corporate entities, a certified copy of their Board of Directors' Resolution/Power of Attorney, specimen signatures and certified copies of CNIC of authorized signatory, certified copies of Memorandum and Articles of Association/ Constitutive Documents, certificate of incorporation and certificate of commencement of business (if applicable).
2. Offer Forms must be submitted at any branch of JS Bank Limited in Pakistan during banking hours, not later than March 30, 2016. No Offer Form will be accepted by the Company after this date.

<sup>1</sup> A list of names and addresses of the branches has been dispatched to members along with Tender Notice.



3. The Company will take a decision on acceptance or otherwise of the Offers received from the members on April 01, 2016 and shall communicate the same to the members by April 04, 2015.
4. If the Offers received exceeds the maximum number of shares to be purchased by the Company, then acceptances thereof shall be on pro rata basis in lots of 500 shares.
5. The members, whose Offers have been accepted shall submit the following documents to the relevant branches of JS Bank Limited where their Offers were submitted:
  - i) Offer Form acknowledgement by JS Bank Limited;
  - ii) Original acceptance letter by the Company;
  - iii) In case of physical share, relevant share certificates together with transfer deeds duly signed, verified and witnessed and authorization to the Company to split the shares, if required;
  - iv) In case the shares are held in the Central Depository System (CDS), an "Inter-Participant Free Delivery Report" duly authenticated by the relevant participant confirming transfer of shares to "JS Global Capital Limited – Buy-Back of Shares" Investor Account No. 03277-92786 in the CDS opened by the Company specifically for the purpose of purchase of its shares.
6. If the above documents are not submitted by April 12, 2016, the acceptance of the Offer shall be deemed to have been revoked in terms of Rule 5(10) of the Companies (Buy-Back of Shares) Rules, 1999 and the Company will not purchase the shares offered by the concerned member.
7. Subject to the submission of above mentioned valid documents, the Company will pay the price for the shares purchased by the Company through a bank draft/pay order in favor of the said members within seven (7) days of the receipt of above mentioned valid documents.

  
Muhammad Umair Arif  
Company Secretary



Karachi: March 23, 2016

**Offer Form - Buy-Back of Shares by JS Global Capital Limited**

**JS Global Capital Limited**  
6th Floor, Faysal House  
Shahra-e-Faisal  
Karachi, Pakistan  
www.jsycl.com

**Phone:** +92 21 111 574 111  
**Fax:** +92 21 3280 0167

**JS Bank Limited** TNN: 1558280-9  
\_\_\_\_\_ Branch  
\_\_\_\_\_ City

Date: \_\_\_\_\_

**The Company Secretary,**  
JS Global Capital Limited,  
6<sup>th</sup> Floor, Faysal House,  
Shahra-e-Faisal  
**Karachi.**

Subject: **Offer for Sale of Shares to JS Global Capital Limited**

Dear Sir/Madam,

We refer to the Tender Notice dated March 23, 2016 regarding buy-back by JS Global Capital Limited (the "Company") of its issued ordinary shares up to a maximum of 12 million ordinary shares of nominal / face value Rs. 10/- (Rupees Ten) each at a purchase price of Rs. 46 (Rupees forty six) per share.

In this connection, I/we, the undersigned, being member(s) of the Company offer \_\_\_\_\_ ordinary shares for sale to the Company at purchase price of Rs. 46 (Rupees forty six) per share. The requisite information is given here below. The requisite document(s) are also attached herewith.

1. Name of the member(s) \_\_\_\_\_
2. Father's/Husband's Name \_\_\_\_\_
3. CNIC/Passport No. \_\_\_\_\_
4. Address registered with Company \_\_\_\_\_
5. Telephone / Mobile No. (if any) \_\_\_\_\_
6. Fax No./Email Address (if any) \_\_\_\_\_
7. Number of shares offered \_\_\_\_\_
8. Distinctive No(s). \_\_\_\_\_
9. Folio No(s). \_\_\_\_\_
10. CDS Investor A/cNo./ID/  
Participant ID & Sub A/s No. \_\_\_\_\_

Signature of member(s)<sup>1</sup>

Acknowledgement of Offer for sale of \_\_\_\_\_ ordinary shares of JS Global Capital Limited in terms of Tender Notice dated March 23, 2016.

Offer Letter received from \_\_\_\_\_, Folio No./CDC Account No. \_\_\_\_\_

Authorized Bank	Branch Code	Serial No.	Date of Receipt
JS Bank Limited			

Signature & Stamp of Bank

<sup>1</sup> Signature as registered with the Company in case of physical shares and as per CNIC in case of shares in CDS. In case of institutions/ corporate entities, Offer Letter must be signed by the authorized signatories and stamped)

