



Tri-Pack Films Limited

A PAKISTAN - JAPAN JOINT VENTURE



Sec/99/TPFL

Karachi
01 April 2016

Mr. Muhammad Ghufraan
Deputy General Manager – Operations
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi-74000.

Dear Sir,

REQUEST FOR NO OBJECTION CERTIFICATE (NOC)

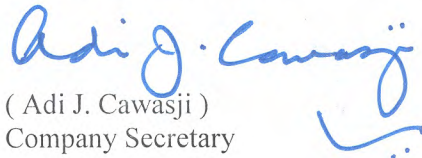
We append herewith certificate from A.F. Ferguson & Co., Chartered Accountants which confirms that the Company has received full amount of the right issue in cash.

Kindly issue NOC to MCB Bank Limited, the Bankers to the Rights Issue of Tri-Pack Films Limited, for release of subscription amount of Rs. 1.1 billion received by them:

C/o Mr. Muzammil Shahid Bhatti,
Assistant Vice President,
Manager - Project Finance and Advisory Services,
Investment Banking,
MCB Bank Limited,
MCB Tower, 20th Floor,
I. I. Chundrigar Road,
Karachi

Thanking you.

Yours sincerely,
For TRI-PACK FILMS LIMITED


(Adi J. Cawasji)
Company Secretary

Encl: As above.

cc: **FAX # (051) 9204915**
Commissioner (Securities Market Division)
Securities & Exchange Commission of Pakistan
NIC Building
63-Jinnah Avenue
Blue Area
Islamabad



A. F. FERGUSON & CO.

The Company Secretary
Tri-Pack Films Limited
4TH Floor, The Forum
Suite No. 416-422, G20
Block 9, Khayaban-e-Jami
Clifton
Karachi

31 March 2016

Our reference: ASR 1869

Dear Sir

TRI-PACK FILMS LIMITED

AUDITORS' CERTIFICATE FOR RECEIPT OF SUBSCRIPTION MONEY AGAINST ISSUE OF RIGHTS SHARES

As requested, we have checked the receipts of subscription money in respect of issue of right shares as approved in the meeting of Board of Directors held on 4 December 2015 from the books and records of Tri-Pack Films Limited (the Company) as under:

1. RECEIPT OF SUBSCRIPTION MONEY AGAINST ISSUE OF RIGHT SHARES IN THE DESIGNATED BANK ACCOUNTS

Amounts accumulating to Rs. 1,100,000,000 have been received from 2 February 2016 to 28 March 2016 in the following bank account held by the Company:

Bank Name	Title of account
MCB Bank Limited	Tri-Pack Films Limited – Right Shares Subscription Account

2. RECONCILIATION OF SUBSCRIPTION MONEY RECEIVED

	Number of Shares	Amount (In Rupees)
Rights shares offered	8,800,000	1,100,000,000
Rights shares subscribed	8,638,486	1,079,810,750
Unsubscribed rights shares as at 14 March 2016	161,514	20,189,250

3. RECEIPT OF SHARE SUBSCRIPTION MONEY FROM UNDERWRITERS AGAINST THE UNSUBSCRIBED RIGHT SHARES

Amount accumulating to Rs. 20,189,250 have been received in 'Tri-Pack Films Limited – Right Subscription Account' of the Company held with the MCB Bank Limited from the following underwriters to the issue till 28 March 2016:

	Number of Shares	Amount (In Rupees)
Allied Bank Limited	69,742	8,717,750
Faysal Bank Limited	22,030	2,753,750
MCB Bank Limited	69,742	8,717,750
	161,514	20,189,250



A. F. FERGUSON & CO.

3. PAID-UP CAPITAL OF THE COMPANY

3.1 Paid-up capital of the Company before taking into account the aforementioned subscription money.

	Number of Shares	Paid-up Capital (In Rupees)
Ordinary shares of Rs. 10 each	30,000,000	300,000,000

3.2 Paid-up capital of the Company after taking into account, when issued, the aforementioned subscription money:

	Number of Shares	Paid-up Capital (In Rupees)
Ordinary shares of Rs. 10 each	38,800,000	388,000,000

This letter is being issued by us being the statutory auditors of the Company on the specific request of the management for onward submission to Pakistan Stock Exchange Limited and Central Depository Company.

Yours truly



A. F. FERGUSON & CO.

The Company Secretary
Tri-Pack Films Limited
4th Floor, The Forum
Suite No. 416-422, G20
Block 9, Khayaban-e-Jami
Clifton
Karachi

31 March 2016

Our reference: ASR 1870

Dear Sir

TRI-PACK FILMS LIMITED

**AUDITORS' CERTIFICATE FOR ALLOTMENT OF SHARES IN THE NAME
OF CENTRAL DEPOSITORY COMPANY (CDC)**

As requested, further to our ASR 1869 dated 31 March 2016, we confirm that following requirements with regard to allotment of shares in the name of CDC have been fulfilled by the Company:

1. Resolution of Board of Directors in respect of rights shares.
2. Reconciliation of rights shares, to allot securities in the name of CDC.
3. Verification of book entry securities to be entered in the accounts with CDC.

Yours truly