

OFFER LETTER IN CASE OF PURCHASE THROUGH TENDER OFFER

In accordance with the Schedule I / Regulation 4(4)(a) of the Listed Companies (Buy-Back of Shares) Regulations, 2019

To

Subject: **OFFER FOR BUY-BACK OF SHARES BY JS GLOBAL CAPITAL LIMITED ('THE COMPANY')**

Dear Shareholder,

1. Pursuant to the Public Announcement dated April 29th, 2021 (copy of which is enclosed) by JS Global Capital Limited (hereinafter referred to as the "Company") published in the daily 'The News' in English language and in daily 'Jang' in Urdu language newspapers on April 30th, 2021, this is to inform you that the Company intends to buy-back its own 3,991,525 issued and subscribed ordinary shares.
2. Therefore, the Company hereby makes you an offer to buy-back shares held by you at a purchase price of PKR 80/- per share. Please note that this offer for purchase is valid till closing of the Purchase Period, i.e., June 02, 2021.
3. In case you are willing to sell the shares or part thereof held by you in the purchasing Company, you may tender the same through the Share Tender Form supporting by the free-delivery note evidencing credit of shares in the designated CDC account having title "JS Global Capital Limited – Buy Back of Shares" bearing IAS Account Number '03277-111948' to Mr. Fahad Muslim - the authorized officer. The Share Tender Form shall contain details of shares to be tendered, CDS account number, full name of the shareholder, father's name/husband's name, CNIC number, folio number, signature, phone number and postal & email addresses.
4. The authorized officer shall acknowledge receipt of the shares.
5. Purchase shall be made in accordance with the provisions of section 88 of the Companies Act, 2019 and the Listed Companies (Buy-back of Shares) Regulations, 2019.
6. In case of any query regarding this offer for buy-back of shares, you may contact the Company at the following addresses:

	Authorized officer appointed by purchasing company	Contact person to handle queries and complaints regarding the Purchase
Name	Mr. Fahad Muslim	Syed Sufyan Ahmed
Phone Number	+92 21 111 574 111 (Ext: 3184)	+92 21 111 574 111 (Ext: 3117)
Postal Address	17 th / 18 th Floor, The Center, Plot No. 28 S.B.5, Abdullah Haroon Road, Saddar, Karachi – 74400, Pakistan	17 th / 18 th Floor, The Center, Plot No. 28 S.B.5, Abdullah Haroon Road, Saddar, Karachi – 74400, Pakistan
Email Address	Fahad.muslim@js.com	Sufyan.ahmad@js.com
Fax Number	+92 21 3563 2578	+92 21 3563 2578

7. The directors of the purchasing company accept full responsibility for the correctness of information contained in this Offer Letter.

Yours truly,

May 04th, 2021
Karachi

Syed Sufyan Ahmed
Company Secretary

+92 21 111 574 111 (Ext: 3117)
17th / 18th Floor, The Center, Plot No. 28 S.B.5,
Abdullah Haroon Road, Saddar, Karachi – 74400,
Pakistan

SHARES TENDER FORM

In accordance with the Schedule III / Regulation 4(4)(c) & Regulation 5(f) of the Listed Companies (Buy-Back of Shares) Regulations, 2019

To
 Mr. Muhammad Kamran Nasir - The Chief Executive Officer
 Through Mr. Fahad - Muslim **Authorized officer**
 JS Global Capital Limited
 17th / 18th Floor, The Center, Plot No. 28
 S.B.5, Abdullah Haroon Road, Saddar,
 Karachi – 74400, Pakistan

Subject: **TENDERING OF SHARES FOR SALE TO JS GLOBAL CAPITAL LIMITED ('THE COMPANY')**

Pursuant to Offer Letter dated May 04th, 2021 and the Public Announcement dated April 29th, 2021 published in the newspapers, I hereby tender _____ (No. of shares) held by me in JS Global Capital Limited for sale to JS Global Capital Limited (Purchasing Company) through you being their authorized officer.

Free-delivery note evidencing credit of shares in the designated CDC account having title “JS Global Capital Limited – Buy Back of Shares” bearing IAS Account Number ‘03277-111948’ is attached herewith in original.

Detail of the transfer is as under:

CDC Transaction ID	CDC sub-account		CDC Investor account No.	No. of shares
	Participant ID	Sub-account No		

UIN #: 0041425
 Reason code: A022 – Intra Account
 P016 – Inter Account

I hereby undertake and affirm that I have read the contents of the Offer Letter and the Public Announcement.

Yours truly,

Shareholder’s Information:

Signature: _____ Date: _____
 Full Name: _____ CNIC #: _____
 Father’s / Husband Name: _____ Folio #: _____
 Phone #: _____ Email Address: _____
 Postal Address: _____

Notes:

1. This shares tender form is to be sent to JS Global Capital Limited (purchasing company) by all those shareholders of the purchasing company who accept the offer for the Purchase and intend to sell shares in full or part thereof held by them in the purchasing company.
2. This shares tender form must be received by the Authorized Officer of JS Global Capital Limited (purchasing company) before the closing of the purchase period i.e. June 02, 2021.

PUBLIC ANNOUNCEMENT FOR BUY-BACK OF SHARES BY JS GLOBAL CAPITAL LIMITED

In accordance with the Schedule II / Regulation 4(4)(b) and 10(b) of the Listed Companies (Buy-Back of Shares) Regulations, 2019

Information	Description
Name and address of the registered office of the purchasing Company	JS Global Capital Limited ('The Company') (17 th / 18 th Floor, The Center, Plot No. 28 S.B.5, Abdullah Haroon Road, Saddar, Karachi – 74400, Pakistan)
Purpose of the purchase	Recapitalize and restructure the balance sheet through cancellation of shares
Mode of purchase	The purchase shall be made through tender offer mechanism
Indicative (maximum) number of shares to be purchased (buy-back)	3,991,525 issued ordinary shares of the Company having paid-up / face value of PKR 10/- (Pak Rupees Ten Only) each
Indicative (maximum) percentage of shares to be purchased (buy-back)	The Company will Purchase 13.06% of the total outstanding shares of the Company
Date of commencement of the purchase i.e. effective date of the purchase	May 04, 2021
Duration of the purchase period	Thirty (30) days starting from May 04, 2021 and ending on June 02, 2021 (both days inclusive)
Name of the Securities Exchange	The purchase is being made through tender offer and not through securities exchange. The Company is listed on Pakistan Stock Exchange Limited.
Purchase price	PKR 80/- per share
Detail designated CDC account of purchasing company in which willing shareholders may tender / credit their shares	“JS Global Capital Limited – Buy Back of Shares” IAS Account Number ‘03277-111948’

	Authorized officer appointed by purchasing company	Contact person to handle queries and complaints regarding the purchase
Name	Mr. Fahad Muslim	Syed Sufyan Ahmed
Phone Number	+92 21 111 574 111 (Ext: 3184)	+92 21 111 574 111 (Ext: 3117)
Postal Address	17 th / 18 th Floor, The Center, Plot No. 28 S.B.5, Abdullah Haroon Road, Saddar, Karachi – 74400, Pakistan	17 th / 18 th Floor, The Center, Plot No. 28 S.B.5, Abdullah Haroon Road, Saddar, Karachi – 74400, Pakistan
Email Address	Fahad.muslim@js.com	Sufyan.ahmad@js.com

It is clarified that all those persons who validly hold shares of the purchasing company are eligible to participate in the purchase even if their names do not appear on Members' register of the purchasing company.

April 29th, 2021
Karachi

Syed Sufyan Ahmed
Company Secretary

17th / 18th Floor, The Center, Plot No. 28
S.B.5, Abdullah Haroon Road, Saddar,
Karachi – 74400, Pakistan

جے ایس گلوبل کیپیٹل لمیٹڈ کا عوامی اعلان برائے واپس خریداری حصص

بطابق شیڈول II / ریگولیشن (b)(4) اور 10(b) آف لسٹڈ کمپنیز (بائی بیک آف شیئرز) ریگولیشن 2019

معلومات	تفصیلات
خریدار کمپنی کا نام اور رجسٹرڈ آفس کا پتہ	جے ایس گلوبل کیپیٹل لمیٹڈ (کمپنی) 17 ویں / 18 ویں منزل، دی سینٹر پلاٹ نمبر 28 ایس بی 5 عبداللہ ہارون روڈ، کراچی
خریداری کا مقصد	حصص کی تفتیح کے ذریعے سیلنس شیٹ کی نو سرمایہ کاری اور تنظیم نو
خریداری کا طریقہ کار	بذریعہ ٹینڈر آفر
متوقع (زیادہ سے زیادہ) حصص کی تعداد جو کہ خریدی جائے گی (واپس خریداری)	کمپنی کے جاری کردہ 3,991,525 عمومی حصص، جن کی ادا شدہ / عرفی قدر -/10 روپے (دس روپے پاکستانی) فی حصص ہے
متوقع (زیادہ سے زیادہ) حصص کی شرح فیصد جو کہ خریدی جائے گی (واپس خریداری)	کمپنی کے کل ادا شدہ حصص کا 13.06 فیصد
خریداری کی تاریخ کا آغاز یعنی خریداری کے آغاز کی موثر تاریخ	04 مئی 2021
خریداری کی مدت کا عرصہ	30 دن، جس کا آغاز 04 مئی، 2021 سے ہوگا اور اختتام 02 جون، 2021 کو ہوگا (دونوں دن شامل ہونگے)
سیکیورٹیز ایکچینج کا نام	خریداری کا طریقہ کار ٹینڈر آفری لہذا واپس خریداری سیکیورٹیز ایکچینج کے ذریعے نہیں کی جائے گی۔ جے ایس گلوبل کیپیٹل لمیٹڈ پاکستان اسٹاک ایکچینج میں لسٹڈ ہے۔
واپس خریداری کی قیمت	80 روپے فی حصص
خریدار کمپنی کا نام CDC اکاونٹ جس میں خواہشمند حصص یافتگان اپنے حصص ٹینڈر کر پڈ کر سکتے ہیں	جے ایس گلوبل کیپیٹل لمیٹڈ - بائی بیک آف شیئرز IAS کا ونٹ نمبر '03277-111948'
نام	خریدار کمپنی کا تقرر کردہ مجاز آفیسر
فون نمبر	معلومات / شکایت کے لیے کمپنی کا رابطہ فرد
ڈاک کا پتہ	جناب فہد مسلم
ای میل ایڈریس	سید سفیان احمد
	92-21-111-574-111 EXT: 3117
	92-21-111-574-111 EXT: 3184
	جے ایس گلوبل کیپیٹل لمیٹڈ کمپنی 17 ویں / 18 ویں منزل، دی سینٹر پلاٹ نمبر 28 ایس بی 5 عبداللہ ہارون روڈ، کراچی
	جے ایس گلوبل کیپیٹل لمیٹڈ کمپنی 17 ویں / 18 ویں منزل، دی سینٹر پلاٹ نمبر 28 ایس بی 5 عبداللہ ہارون روڈ، کراچی
	sufyan.ahmad@js.com
	Fahad.muslim@js.com

یہ بات واضح کی جاتی ہے کہ جو افراد بھی خریدار کمپنی کے توثیق شدہ (درست) حصص رکھتے ہوں وہ اس خریداری میں شرکت کے اہل ہونگے اگرچہ کہ ان کا نام خریدار کمپنی کے ممبران کے رجسٹر میں نہ ہو۔

29 اپریل، 2021

سید سفیان احمد

کمپنی سیکریٹری

17 ویں / 18 ویں منزل، دی سینٹر،

پلاٹ نمبر 28 ایس بی 5 عبداللہ ہارون روڈ،

کراچی۔