



September 29, 2025

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

SUBJECT: DECLARATION OF RIGHT ISSUE 786 INVESTMENTS LIMITED

Dear Sir,

We write to inform you that the Board of Directors of 786 Investments Limited (the "Company"), in its meeting held on September 29, 2025 at registered office Karachi, resolved to increase the paid-up share capital of the Company by issue of 4,990,751 (Four Million Nine Hundred Ninety Thousand Seven Hundred Fifty-One) shares, having a face value of PKR 10/- (Pak Rupees Ten) each, as Right Shares, to be offered to the members of the Company in proportion of 1 Right Shares for every 3 ordinary shares held i.e. approximately 33.33 % at a price of PKR 10/- (Pak Rupees Ten) per Right Share.

The dates for closure of the share transfer books of the Company, for the purpose of determining the entitlement of each member for the purpose of Right Issue, shall be communicated in due course, upon finalization of the offering document in accordance with the provisions of the Companies (Further Issue of Shares) Regulations, 2020. For your reference, please find enclosed with this notice the following documents:

Note: The separate dates of closure of the Share Transfer Books of the Company, to determine the entitlement of the Right Shares will be communicated in due course after finalization of the offer letter/document in accordance with the provisions of the Companies (Further Issue of Shares) Regulations, 2020.

- 1) **ANNEXURE-A:** Statement with respect to the details of the Right Issue, including the quantum of issue, issue size, issue price, purpose of issue, utilization of proceeds, benefits of the issue to the company and the shareholders, risk factors, under Regulation 3 of the Companies (Further Issue of Shares) Regulation, 2020.
- 2) **ANNEXURE-B:** Certified true copy of the extract of the resolutions passed by the Board of Directors in their meeting held on September 29, 2025.

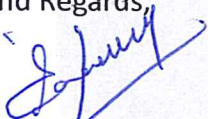
786 Investments Limited

G-3, BRR Tower, Hassan Ali Street, Off I.I. Chundrigar, Road, Karachi 74000 Pakistan
Tel: +922132603751-54 www.786investments.com

- 3) **ANNEXURE-C:** Draft copy of the notice of right issue to the members of the Company, prior to its publication in the newspapers.

This information may be disseminated to all concerned accordingly including but not limited to the TRE Certificate holders of the PSX.

Kind Regards



Noman Shakir
Company Secretary
September 29, 2025

CC:

The Executive Director/HOD
Surveillance, Supervision and Enforcement Department,
Securities and Exchange Commission of Pakistan,
NIC Building, 63 Jinnah Avenue, Blue Area,
Islamabad

ANNEXURE-A

Statement pertaining to Quantum of Issue, Issue Size, Issue Price, Purpose of Issue, Utilization of Proceeds, Benefits of the Issue to the Company and the Shareholders, Risk Factors, under Regulation 3 of the Companies (Further Issue of Shares) Regulation, 2020.

a) QUANTUM OF THE ISSUE, ISSUE SIZE AND ISSUE PRICE

The quantum of the Right Issue is approximately 33.33% of the existing paid-up capital of the Company i.e. 1 Right Shares for every 3 ordinary shares held by the shareholders of the Company immediately prior to the close of the share transfer books of the Company.

b) RIGHT ISSUE SIZE

The Company shall issue 4,990,751 (Four Million Nine Hundred Ninety Thousand Seven Hundred Fifty-One) ordinary shares, at a price of PKR 10/- (Pak Rupees Ten) per share, aggregating to PKR 49,907,509/- (Pak Rupees Forty-Nine Million Nine Hundred Seven Thousand Five Hundred Nine Only).

c) ISSUE PRICE PER SHARE

PKR 10/- (Pak Rupees Ten) per share.

d) PURPOSE & UTILIZATION OF THE PROCEEDS OF THE RIGHT ISSUE

The proceeds from the rights issue will be utilized to repay Subordinated loan principal with financial charges and upgradation of the technology both of which are vital for sustaining business growth. This aligns with the Company's broader strategy to strengthen its financial position, enhance profitability, and ultimately deliver greater returns to shareholders.

e) BENEFITS TO THE COMPANY AND SHAREHOLDERS

The Rights Issue is anticipated to strengthen long-term sustainability, viability, and profitability, thereby enhancing shareholder value and expected returns.

f) RISK FACTORS ASSOCIATED WITH THE RIGHT ISSUE

The Right Issue of the Company is being carried out at a price which is less than the current share price in the market and hence there is no major investment risk associated with the Right Issue. The substantial shareholders and directors of the Company have confirmed that they shall subscribe to (or arrange the subscription of) their respective right



entitlements, while the balance portion of the Right Issue has been fully underwritten as per requirements under.

**g) JUSTIFICATION FOR ISSUE OF SHARES AT, PREMIUM OR AT DISCOUNT TO FACE VALUE
(IF APPLICABLE)**

Not Applicable

h) MINIMUM SUBSCRIPTION AMOUNT

Not Applicable



Noman Shakir
Company Secretary
September 29, 2025

Extract of the Resolutions passed by the Board of Directors of the Company

“RESOLVED THAT the ordinary issued paid up share capital of the Company be increased from PKR 149,737,500/- (Pak Rupees One Hundred Forty-Nine Million Seven Hundred Thirty-Seven Thousand Five Hundred only) to PKR 199,645,009/- (Pak Rupees One Hundred Ninety-Nine Million Six Hundred Forty-Five Thousand Nine Only) by issue of a further 4,990,751 (Four Million Nine Hundred Ninety Thousand Seven Hundred Fifty-One) ordinary shares, at a price of PKR 10/- (Pak Rupees Ten) each, as Right Shares, to be offered to the members of the Company in proportion of 1 Right Shares for every 3 ordinary shares held, i.e. approximately 33.33% of the existing paid-up capital of the Company. The right shares will be offered in proportion to the number of shares held by each shareholder immediately prior to the close of the share transfer books of the Company, in accordance with the provisions of Section 83 of the Companies Act, 2017, and subject to applicable laws and regulatory compliances, against payment to the Company of the price for the shares subscribed, which shares shall rank pari passu in all respects with the existing shares of the Company (the “Right Issue”).

FURTHER RESOLVED THAT the following are the quantum, size, price and purpose of the Right Issue, along with the utilization of proceeds, benefits of the same to the Company and the Shareholders of the Company and risk factors associated with the Right issue and the justification for the issue of shares in accordance with the Regulations 3(1)(iii) of the Companies (Further Issue of Shares) Regulations, 2020.

a) QUANTUM OF THE ISSUE, ISSUE SIZE AND ISSUE PRICE

The quantum of the Right Issue is approximately 33.33% of the existing paid-up capital of the Company i.e. 1 Right Shares for every 3 ordinary shares held by the shareholders of the Company immediately prior to the close of the share transfer books of the Company.

b) RIGHT ISSUE SIZE

The Company shall issue 4,990,751 (Four Million Nine Hundred Ninety Thousand Seven Hundred Fifty-One) ordinary shares, at a price of PKR 10/- (Pak Rupees Ten) per share, aggregating to PKR 49,907,509/- (Pak Rupees Forty-Nine Million Nine Hundred Seven Thousand Five Hundred Nine Only).

c) ISSUE PRICE PER SHARE

PKR 10/- (Pak Rupees Ten) per share.



d) PURPOSE & UTILIZATION OF THE PROCEEDS OF THE RIGHT ISSUE

The proceeds from the rights issue will be utilized to repay Subordinated loan with financial Charges and upgradation of the technology both of which are vital for sustaining business growth. This aligns with the Company's broader strategy to strengthen its financial position, enhance profitability, and ultimately deliver greater returns to shareholders.

e) BENEFITS TO THE COMPANY AND SHAREHOLDERS

The Rights Issue is anticipated to strengthen long-term sustainability, viability, and profitability, thereby enhancing shareholder value and expected returns.

f) RISK FACTORS ASSOCIATED WITH THE RIGHT ISSUE

The Right Issue of the Company is being carried out at a price which is less than the current share price in the market and hence there is no major investment risk associated with the Right Issue. The substantial shareholders and directors of the Company have confirmed that they shall subscribe to (or arrange the subscription of) their respective right entitlements, while the balance portion of the Right Issue has been fully underwritten as per requirements under applicable regulations. Normal risk associated with the business will remain; however, the Company is well placed in the market, which will help to mitigate such risk factors.

g) JUSTIFICATION FOR ISSUE OF SHARES AT, PREMIUM OR AT DISCOUNT TO FACE VALUE (IF APPLICABLE)

Considering the current market price of the Company's shares, Right Issue at par/face value is justified and is also in line with the prevailing market practice.

h) MINIMUM SUBSCRIPTION AMOUNT

Not Applicable

FURTHER RESOLVED THAT the letter of offer, as prescribed under Section 83(2) of the Companies Act, 2017 shall be issued/signed jointly by any two (2) directors of the Company in compliance with the applicable laws.

FURTHER RESOLVED THAT all fractional entitlements, if any, will be consolidated in the name of the Company Secretary (under trust), and unpaid letters of right in respect thereof shall be sold on the Pakistan Stock Exchange Limited, the net proceeds from which sale, once realized, shall be distributed/paid to the registered charity.

Signature

FURTHER RESOLVED THAT that any unsubscribed shares may be offered and allotted to such persons and in manner as the directors may deem fit in accordance with the Section 83(1)(a)(iv) of the Companies Act, 2017, including the sponsors, directors, or associated undertaking of the company or any third party before calling upon the underwriters to subscribe to any unsubscribed shares.

FURTHER RESOLVED THAT the Chief Executive and/or the Company Secretary and/or the Chief Financial Officer and/or VP Fund Manager, be and are hereby severally authorized to prepare and finalize the draft offer document/letter and share it with the Securities and Exchange Commission of Pakistan ("SECP") and Pakistan Stock Exchange Limited ("PSX"), and revise the same based on the observations and changes of the SECP and PSX as may be deemed fit by them, in the manner prescribed under the Companies (Further Issue of Shares) Regulations, 2020, along with preparing and submitting other necessary documents in this respect. While the draft offer letter shall be placed on the PSX, public comments on the same shall not be required to be solicited.

FURTHER RESOLVED THAT the [Chief Executive Officer, Company Secretary, Chief Financial Officer and VP Fund Manager] be and are hereby singly authorized to do the following acts on behalf of the Company:

- I. To appoint/negotiate with consultants/advisors/auditors and underwriters to the Right Issue, to finalize terms and conditions and sign underwriting agreements, other documents and settle/finalize fees, underwriting commission, take-up commission and third-party expenses and/or any other expenses relating to the Right Issue;
- II. To prepare the schedule for the issue of right share (i.e., the Schedule I under the Companies (Further Issue of Shares) Regulations, 2020 for Right Share - Offer Document) including date of payment, and to make any amendments in the said schedule, appointment of banker(s) to the issue, announce the book closure dates, and to take all necessary actions, in respect of the Right issue and ancillary matters thereto, and as required by the Securities and Exchange Commission of Pakistan, Pakistan Stock Exchange Limited, Central Depository Company of Pakistan Limited (CDC), including but not limited to induction of the offer for right shares in the Central Depository System of the CDC or any other authority;
- III. To open, maintain, operate and close bank accounts for the purpose of amounts received from subscription of Right Shares. To make necessary corrections, amendments and file necessary documents in case of any mistake or omission is pointed out by any regulatory authorities. To allot/credit right shares and file return as required by the Securities and

Exchange Commission of Pakistan, Pakistan Stock Exchange Limited, Central Depository Company of Pakistan Limited (CDC) along with the auditors' certificates; and

- IV. To take all other necessary steps, and do all other acts, deeds and things, to prepare the offer letter, circular and schedule for right issue and any other documents and to make any amendments in the aforementioned documents and schedule and to take all necessary actions as may be required in this regard including execution of any documents and agreements or any ancillary or incidental actions to give effect to the above resolutions."

Certified that the above mentioned is a true and valid extract from the meeting of the Board of Directors of 786 Investments Limited held at Karachi on September 29, 2025.



Noman Shakir
Company Secretary
September 29, 2025

Notice of Right Issue

Members are hereby notified that the Board of Directors of **786 Investments Limited (the "Company")** in their meeting held on September 29, 2025 has decided to issue further capital by offering 4,990,751 (Four Million Nine Hundred Ninety Thousand Seven Hundred Fifty-One) ordinary shares, at a price of PKR 10/- (Pak Rupees Ten) per share, in the ratio of 1 Right Shares for every 3 ordinary shares of PKR 10/- (Pak Rupees Ten only) each held (i.e. approximately 33.33%), against payment to the Company of the price of the shares subscribed, which shares shall rank pari passu in all respects with the existing ordinary shares of the Company.

The separate dates of closure of the Share Transfer Books of the Company, to determine the entitlement of the Right Shares will be communicated in due course after finalization of the offer letter/document in accordance with the provisions of the Companies (Further Issue of Shares) Regulations, 2020.

