

FORM-3

Return of allotments of shares & change ⁹⁸[...] in shareholding or membership or voting rights

[Pursuant to Sections 70 & 465(4) of the Companies Act, 2017 read with Regulations 30, 39 & 41 of the Companies Regulations, 2024]



PART-I

(Please complete in typescript or in bold block capitals.)

1.1 CUIN (*Corporate Unique Identification Number*)

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1.2 Name of the Company

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1.3 Fee Payment Details

1.3.1 Challan No

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1.3.2

Challan Amount

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PART-II

(Applicable in case of allotment of shares)

2. Share Capital

	Number of Shares	Amount (Rs)		
2.1 Authorized capital	<table border="1"><tr><td></td></tr></table>		<table border="1"><tr><td></td></tr></table>	
2.2 Paid up capital (Inclusive of present allotment)	<table border="1"><tr><td></td></tr></table>		<table border="1"><tr><td></td></tr></table>	
2.3 Kind of shares (Check relevant checkbox)	☐ Ordinary	☐ Preference		
2.4 Class of shares ⁹⁹ (if applicable) (Check relevant checkbox)	☐ Class A	☐ Class B		

⁹⁸ Omitted words "OF MORE THAN TWENTY FIVE PERCENT" vide S.R.O. 1355(I)/2025 dated 25th July, 2025.

⁹⁹ Inserted vide S.R.O. 459/2025 dated 26th March, 2025.

- ☐ Preferred: Participatory: Redeemable at company's option
- ☐ Preferred: Participatory: Redeemable at Shareholder's option
- ☐ Preferred: Non Participatory: Non-Redeemable
- ☐ Preferred: Non Participatory: Redeemable at company's option
- ☐ Preferred: Non Participatory: Redeemable at Shareholder's option
- ☐ Any other Class, (please specify)_____

2.5 Date of allotment*

Day		
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Month		
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Year			
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(*If shares were allotted on different dates, then date of first allotment shall be mentioned)

2.6 Date of Passing of Special Resolution**

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(**Where allotment of share is subject to passing of special resolution¹⁰⁰)

2.7 SECTION A - SHARES ALLOTTED AGAINST CASH CONSIDERATION

	No of shares	indicating class, if any
2.7.1		
	Per share (Rs)	Total Amount (Rs)
2.7.2 Nominal amount		
2.7.3 Premium		
2.7.4 Discount	()	()
2.7.5 Total (Amount paid on each share 2.7.2 to 2.7.4)		
	Specify currency	Total Amount of foreign currency
2.7.6 Consideration received against allotment in foreign currency (equivalent amount in PKR included in total amount mentioned at 2.7.5)		

2.8 SECTION B - SHARES ALLOTTED FOR CONSIDERATION OTHERWISE THAN IN CASH

	No of shares	indicating class, if any
2.8.1		

¹⁰⁰ Substituted the bracket "In case of allotment of shares other than right, date of passing of special resolution shall be mentioned." Vide S.R.O. 459/2025 dated 26th March, 2025.

	Per share (Rs)	Total Amount (Rs)
2.8.2 Nominal amount		
2.8.3 Premium		
2.8.4 Discount	()	()
2.8.5 Total (2.8.2 to 2.8.4)		
2.8.6 The consideration for which shares have been allotted is as follow:		
		Amount (Rs.)
(a) Property and assets acquired (give description)		
(b) Good will		
(c) Services (give nature of services)		
(d) Other items (to be specified)		
(e) Total (a to d)		

2.9 SECTION C - ALLOTMENT OF BONUS SHARES

	No of shares	indicating class, if any
2.9.1		
	Allotment Ratio (Existing shares / bonus shares)	Total Amount (Rs)
2.9.2 Details of Bonus Shares		

	Resolution number	Day	Month	Year
2.9.3 Particulars of resolution of Board of directors / shareholders				

¹⁰¹2.10 SECTION D - NAME, ADDRESS, AND OTHER PARTICULARS, OF THE ALLOTTEES

¹⁰¹ Substituted vide S.R.O. 1355(I)/2025 dated 25th July, 2025.

Use separate sheet, if necessary

3.2 Change in voting right

3.2.1 Reason & details of change in voting rights

3.2.2 Effective date of change in voting right

Day		Month		Year	

3.3 Change in membership

3.3.1 Total Number of members prior to change

¹⁰⁴3.3.2 Particulars of change in members

Particulars of Outgoing Member (s), if any			Particulars of New Member(s)					
Name	CNIC/NIC OP/Passport No./Registration No., as applicable	Date of cessation	Name	CNIC/NI COP/ Passport No./Registration No., as applicable	Date of issuance of CNIC/ Passport	Date of expiry of CNIC/ Passport	Gender	Date of Admission

Use separate sheet, if necessary

PART-IV

4.1 Declaration:

I do hereby solemnly, and sincerely declare that the information provided in the form is:

- true and correct to the best of my knowledge, in consonance with the record as maintained by the Company and nothing has been concealed; and
- hereby reported after complying with and fulfilling all requirements under the relevant provisions of law, rules, regulations, directives, circulars and notifications whichever is applicable.

¹⁰⁴ Substituted headings and tables at serials 3.3.2 vide S.R.O. 1355(I)/2025 dated 25th July, 2025

4.2	Name of Authorized Officer with designation/ Authorized Intermediary								
4.3	Signatures								
4.4	Registration No of Authorized Intermediary, if applicable								
4.5	Date	D	D	M	M	Y	Y	Y	Y

Enclosures:

1. In case shares are allotted against cash consideration, a report from Auditor of the Company in terms of section 70(1)(b) of the Act as per Appendix attached herewith, to the effect that the amount of consideration has been received in full.
2. ¹⁰⁵In case shares are allotted against consideration otherwise than in cash, a copy of the document evidencing the transfer of non-cash asset to the company, or a copy of the contract for technical and other services, intellectual property or other consideration, along with copy of the valuation report (verified in the specified manner) for registration in respect of which that allotment was made;”. In case bonus shares are issued, copies of the resolution of Board of Directors /members authorizing the issue of such shares.
3. In case the shares are issued at discount, a copy of the special resolution passed by the members authorizing such issue and where the maximum rate of discount exceeds limits specified in the Act, a copy of the order of the Commission permitting the issue at the higher percentage.
4. ¹⁰⁶In case the shares are issued at discount, a copy of the special resolution passed by the members authorizing such issue along-with copy of the order of the Commission permitting the issue at discount as required under section 82(1)(d);
5. In case of allotment of shares other than right, submit evidence of filing of Form-26/ extract of special resolution
6. ¹⁰⁷In case of allotment of shares other than right, attach evidence of filing of Form-26 (special resolution) and in case of public companies also copy of the approval of the Commission.
7. ¹⁰⁸In case the allottee/transferee is a foreign company or a foreign body corporate, the profile of the foreign company, detail of its directors, their nationality and country of origin, certified copy of its charter, statute or memorandum and articles, copy of the certificate of incorporation, Board resolution by the foreign company for authorization to acquire shares in the company as well appointment of nominee/authorized person and an undertaking on stamp paper of requisite value duly signed, notarized and witnessed.

¹⁰⁵ Substituted vide S.R.O. 459/2025 dated 26th March, 2025.

¹⁰⁶ Substituted vide S.R.O. 459/2025 dated 26th March, 2025.

¹⁰⁷ Substituted vide S.R.O. 459/2025 dated 26th March, 2025.

¹⁰⁸ Substituted vide S.R.O. 459/2025 dated 26th March, 2025.

8. ¹⁰⁹In case the allottee/transferee is an individual of foreign nationality, five sets of copies of bio data, copies of valid passport and an undertaking on stamp paper of requisite value duly signed, notarized and witnessed.
9. ¹¹⁰Original Challan or other evidence of payment of fee specified in Seventh Schedule of the Act will be submitted with this form (not applicable in case of online filing).

Appendix to Form-3

**THE COMPANIES ACT, 2017
THE COMPANIES REGULATIONS, 2024**
[Section 70(1)]

(On the letterhead of Auditors of the company/practicing Chartered Accountant/ Cost and Management Accountant)

AUDITORS' CERTIFICATE VERIFYING RECEIPT OF CONSIDERATION MONEY

I / We have examined the record of M/S <Name of company>, and it is, hereby, reported that a total amount of Rs. < amount> has been received on account of consideration money against allotment of <# Number of shares > each of <Face value > by the company and shares have been issued to each allottee.

Signature: _____

Name: _____

Date: _____

¹⁰⁹ Inserted vide S.R.O. 459/2025 dated 26th March, 2025.

¹¹⁰ Renumbered serial "8" vide S.R.O. 459/2025 dated 26th March, 2025.