

INSTRUCTIONS FOR REGISTRATION AND BIDDING

REGISTRATION PERIOD OPENS FROM 6th February, 2025 TO 10th February, 2025 BETWEEN 9:00 AM TO 5:00 PM AND BETWEEN 9:00 AM TO 3:00 PM ON 11th February, 2025

**BIDDING PERIOD OPENS FROM 9:00 AM TO 5:00 PM ON 10th February, 2025 & from 9:00 AM TO 5:00 PM ON 11th February, 2025
INITIAL PUBLIC OFFER OF ORDINARY SHARES OF ZAREA LIMITED (“ZAL” OR THE “COMPANY”) THROUGH
BOOK BUILDING PROCESS AT A FLOOR PRICE OF PKR 16.00/- PER SHARE**

The Issue comprises of 62,500,000 ordinary shares of face value worth PKR 1.00/- each including a premium of PKR 15.00/-. The entire Issue of 62,500,000 Ordinary Shares will be offered through the Book Building process at a Floor Price of PKR 16.00/- per share with a price band of 40% above the floor price i.e. PKR 22.40/-

The bidders shall be allowed to place bids for hundred percent (100%) of the Issue size and the Strike Price shall be the price at which the hundred percent (100%) of the Issue is subscribed. However, the successful bidders shall be provisionally allotted only seventy-five percent (75%) of the Issue size i.e. 46,875,000 shares and the remaining twenty-five percent (25%) i.e. 15,625,000 shares shall be offered to the retail investors.

Instructions for Registration and Bidding

1. Only registered investors will be eligible to participate in the bidding process.
2. Investors are required to fill in the Registration Form and submit the complete Registration Form along with Margin Money at the Bid Collection Centers during the Registration Period.
3. For deposit of Margin Money only Pay Orders, Demand Drafts or a bank receipt evidencing Online Transfers in the designated bank account shall be accepted during the Bidding Period. **Each eligible investor shall only submit a single pay order, demand draft or evidence of online transfer of money along with the Registration Form. It may also be noted that only a single pay order, demand draft or evidence of online transfer of money shall be accepted by the Book Runner along with each Additional Payment Form.**
4. Once the investor is registered in the System, the investor will receive Username and Password via an automatically generated e-mail through the System software.
5. Investors can directly place their bids online during the Bidding Period by using the Username and Password provided to them via e-mail or submit the Bidding Form at the bid collection centers in person.
6. On entry of bid in the System, the investors will receive an e-mail confirmation of their bid via the System software.
7. Investors can upward revise their bids online. Please visit www.bkb.psx.com.pk to access online portal. Online access will be available for upward bid revisions during the Bidding Period from 9:00 am to 5:00 pm. **An investor shall not be allowed to place or upward revise a bid with a price variation of more than 10% of the prevailing Indicative Strike price with a maximum price band of upto 40% of the floor price. THE BIDDER SHALL NOT MAKE DOWNWARD REVISION BOTH IN TERMS OF BID PRICE AND BID VOLUME; PROVIDED THAT INCASE OF UPWARD REVISION OF THE BID PRICE, THE NUMBER OF SHARES BID FOR I.E. BID VOLUME MAY BE ADJUSTED ENSURING THAT THE BID AMOUNT OR BID MONEY REMAINS THE SAME. NO WITHDRAWAL OF BID SHALL BE ALLOWED.**

Please Note:

1. Fill in all the particulars of the form accurately in **BLOCK LETTERS**.
2. For deposit of margin money, only Pay Orders, Demand Draft will be accepted. For online transfer the payment shall be made into Account No. **PK61FAYS3000Z19000011325** being maintained with **Faysal Bank Limited** with Account Title: **“ZAREA LIMITED - BOOK BUILDING”**.
3. Kindly provide a copy of CNIC or Passport (in case of Individual Investors) or NTN Certificate / Certificate of Incorporation (in case of Institutional Investor) along with the Registration Form.
4. Applicants are requested to provide accurate contact details. Please provide accurate landline number(s), mobile number(s), fax number(s), UIN(s), NTN number and e-mail address(es).
5. **Bidders are requested to provide two copies of the bidding instrument at the time of bid submission.**
6. The National Taxation Number (“NTN”) of Zarea Limited is **8379488-2**. This NTN shall be required by applicants for making their respective pay orders.
7. The Bidder is required to duly fill Additional Payment Form for depositing additional funds for enhancement of deposit amount.
8. All payments are to be made in favor of **“ZAREA LIMITED - BOOK BUILDING”** at any of the following bidding centers:

Karachi		
Contact Officer:	Muhammad Ismail	Abdul Hafeez
Designation	Senior Associate – Corporate Finance & Advisory	Associate – Corporate Finance & Advisory
Direct No.:	021-35303347	021-35303347
Phone No.:	0334-9755660	0336-2756104
Email:	ismail@topline.com.pk	Abdul.hafeez@topline.com.pk
Organization	Topline Securities Limited	Topline Securities Limited
Postal Address:	8th Floor Plot # 2 6, Horizon Tower, Block 3 Clifton, Karachi, Karachi City, Sindh	8th Floor Plot # 2 6, Horizon Tower, Block 3 Clifton, Karachi, Karachi City, Sindh
Karachi		
Contact Officer:	Kamran	Zeeshan
Designation	Compliance Officer	CDC Officer
Direct No.:	021-32463004	021-32463001
Phone No.:	021-32463001	021-32463004
Email:	investmentbanking@growthsecurities.com.pk	investmentbanking@growthsecurities.com.pk

Organization	Growth Securities (Private) Limited	Growth Securities (Private) Limited
Postal Address:	Room # 82 & 83, 2nd Floor, Karachi Stock Exchange Building, Stock Exchange Road, Karachi	Room # 82 & 83, 2nd Floor, Karachi Stock Exchange Building, Stock Exchange Road, Karachi
Karachi		
Contact Officer:	Danish Ali	Sharon Naseem
Direct No.:	03333076890	021-32460256
Contact No:	03333076890	0326-8013215
VOIP:	9783	9774
Email:	DanishAliSiddiqui@faysalbank.com	sharonnaseem@faysalbank.com
Postal Address:	Ground Floor, Plot No. 419, Block A, Bhattai Colony, Korangi Crossing, Karachi.	Office No 102, 103 & 104 1St Floor, Near Central Depository Company & Salim Karmani Securities, New Stock Exchange Building, Karachi
Karachi		Islamabad
Contact Officer:	Jibran Sheikh BSM	Muhammad Asad BSM
Direct No.:	03422806232	0512805017
Contact No:	03422806232	03268003552
VOIP:	6285	3046
Email:	JibranSheikh@faysalbank.com	MuhdAsad@faysalbank.com
Postal Address	13-C, 7Th Zamzama, Commercial Lane, Clifton, Karachi	15-West, Jinnah Avenue Blue Area, Islamabad
Lahore		
Contact Officer:	Muhammad Gohar Hameed Branch Manager	Ammad Ud Din Muhammad BSM
Direct No:	042-35751670	04235789027
Contact No:	03114990025	03218872247
VOIP:	3555	1235
Email:	goharhameed@faysalbank.com	ammaduddin@faysalbank.com
Postal Address:	310-Upper Mall, Shahrah-E-Quaid-E-Azam, Lahore	Garrison Officers Mess 12, Tufail Road, Lahore Cantt
Faisalabad		Abbotabad
Contact Officer:	Naseer Ahmad	Shahzad Younis
Direct No.:	0412409316	0326-8013419
Contact No.:	0300-7269585	0326-8013419
VOIP:	9617	3219
Email:	naseerahmed@faysalbank.com	shahzadyounis@faysalbank.com
Postal Address:	Bilal Road, Civil Lines Faisalabad	841 Farooqabad Main Mansehra Road, Abbotabad

	Peshawar	Quetta
Contact Officer:	Muhammad Ali Yousuf	Abdul Ahad Khan
Direct No.:	091-5260488	081-2824142
Contact No.:	0326-8013570	0302-5583624
VOIP:	3611	1840
Email:	muhammadaliyusuf@faysalbank.com	abdulahakhan@faysalbank.com
Postal Address:	Fakhr-e- Alam Road Branch, Peshawar Cantt	Ground Floor, Khasra No. 2603/155, 154, 2604/856/156, 2605/856/156 Situated at Mohal Chashma Habib, Mauza Habib, Tappa Saddar-1, Main Airport Road, Quetta.
	Gilgit/Baltistan	Multan
Contact Officer:	Wazir Alamgir Hussain	Waqas Majeed Azhar
Direct No.:	058-11457381	061-4784492
Contact No.:	0355-5933344	0326-8013550
VOIP:	4210	3447
Email:	waziralamgir@faysalbank.com	WaqasMajeed@faysalbank.com
Postal Address:	ZS Plaza, Shahrah-e-Quaid-e-Azam, Opposite Radio Station Pakistan, Jutial, Gilgit	129/1, Old Bahawalpur Road, Multan
Mirpur Azad Kashmir		
Contact Officer:	Yasir Mahmood	
Direct No:	058-27437272	
Cell No:	0345-6900707	
VOIP:	4218	
Email	yasirmehmood@faysalbank.com	
Postal Address	Al Manzar Building Allama Iqbal Road Mirpur AK	

9. CASH SHOULD NOT BE SUBMITTED WITH REGISTRATION FORM AT THE BID COLLECTION CENTER.

10. **THE BID SHOULD BE SUBMITTED ON THE PRESCRIBED BIDDING FORM ALONG WITH THE REGISTRATION FORM TO THE PERSONS MENTIONED IN NOTE 8 ABOVE. REGISTERED INVESTORS CAN ALSO PLACE THEIR BIDS DIRECTLY VIA THE ONLINE PORTAL BY VISITING WWW.BKB.PSX.COM.PK.**

11. Bids can be placed at "Limit Price" or "Step Bid".

a) Payment for Limit Price:

If investors are placing their bids as a Limit Bid, then they shall deposit the Margin Money based on the number of shares they are bidding for at their stated bid price.

For instance, if an investor is applying for 1 million shares at a price of PKR 16.00/- per share, based on which the total Application Money would amount to PKR 16 million. In this case the Bid Amount will be also PKR 16 million. Since the Bidder has placed a Limit Bid of PKR 16.00/- per share, this indicates that he / she / it is willing to subscribe the shares at a price up to PKR 16.00/- per share.

b) Payment for Step Bid:

If an investor is placing a Step Bid which is a series of Limit Bids at increasing prices, then he/she/it shall deposit the Margin Money / bid money based on the total number of shares he/she/it is bidding for at his/her/its stated bid prices.

For instance, if the investor Bids for 0.70 Mn shares at PKR 36/- per share, 0.60 Mn shares at PKR 37/- per share and 0.50 Mn shares at PKR 38/- per share, then in essence the investor has placed one Step Bid comprising three Limit Bids at increasing prices. The Application Money would amount to PKR 66.4 Mn, which is the sum of the products of the number of shares Bid for and the Bid price of each Limit Bid. In such a case, (i) Individual Investors shall deposit PKR 66.4 Mn in the Book Building Account as Margin Money which is 100% of PKR 66.4 Mn and (ii) Institutional Investors shall deposit at least PKR 16.60 Mn in the Book Building Account as Margin Money which is 25% of PKR 66.4 Mn.

12. The applicant, if Individual Investor, shall submit amount of 100% of the application money as Bid / Margin Money whereas Institutional Investors shall submit not less than 25% of the application money.

13. Book Runner shall not accept or register any new Bidders after **3:00 PM during the last day of Bidding Period.**

14. The Bidder can view the color of the book, i.e. bid price and number of shares against each bid price online anytime during the Bidding Period at the following websites: www.psx.com.pk

15. Successful Bidders shall be intimated, within **one (1) working day** of the closing of the Bidding Period, the Strike Price and the number of shares allotted to each of them.
16. Upon intimation by the Book Runner of final allocation, successful institutional bidders shall deposit their balance margin money within **one (1) days** of such intimation, if required, as consideration against allotment of shares.
17. Where a successful Bidder defaults in payment of shares allotted to him, the Margin Money deposited by such Bidder shall be forfeited to the Book Runner.
18. Final allotment of shares out of the Book Building portion shall be made after receipt of full subscription money from the successful bidders; however, shares to such bidders shall be issued securities only after the end of the public subscription, in the form of book-entry to be credited in their respective accounts. All the bidders shall, therefore, provide number of their accounts.
19. The bidders who have made bids below the Strike Price shall not qualify for allotment of securities and the Book Runner shall intimate their respective banks for unblocking their Bid Money within one (1) working day of the close of the bidding period and the refunds, where required, to such bidders shall be made within three (3) working days from the close of the bidding period.
20. The bid money of bidders who have undertaken to subscribe the unsubscribed retail portion shall remain deposited or blocked till allotment of unsubscribed retail portion, if any, to them on pro-rata basis.