

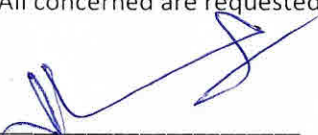
## LISTING OF BIG BIRD FOODS LIMITED (BBFL)

Pakistan Stock Exchange Limited is pleased to notify the listing of Big Bird Foods Limited ("BBFL" or the "Company") with effect from **Monday, August 05, 2024**. BBFL is being listed on the Exchange pursuant to the Scheme of Arrangement (the "Scheme") for merger / amalgamation of MetaTech Trading Limited ("META") with and into Big Bird Foods Limited sanctioned by the Lahore High Court vide Order dated June 26, 2024. As per the swap ratio disclosed in the Scheme, the shareholders of META have been allotted 0.24 share of BBFL against 1 share of META.

The following information along with a brief overview of BBFL is attached for ready reference:

- 1) Trading in the shares of the Company will commence on the PSX Main Board from **Monday, August 05, 2024** and shall be settled on T+2 basis. The first settlement date will be **Wednesday, August 07, 2024**.
- 2) The Market Lot of the Company will be 1 share of PKR10/- each.
- 3) The shares of the Company have already been declared as an eligible security by the Central Depository Company of Pakistan Limited (CDC) and all the transactions shall be settled through the National Clearing Company of Pakistan Limited (NCCPL). NCCPL has assigned "**BBFL**" to the Company as their Company Code / Security Symbol.
- 4) The Opening Price of the shares of the Company will be **PKR 51.28/-** per share as determined by the Company and duly certified by the auditor has already been disseminated through PUCARS on July 23, 2024.
- 5) The Share Registrar of the Company is **M/s Digital Custodian Company Limited** whose contact details are as follows:  
Address: Office No. 508, 5<sup>th</sup> Floor, LSE Plaza, Kashmir Egerton Road, Lahore  
Phone: (042) 36304406
- 6) The Company will be quoted in the "**Food & Personal Care Products**" Sector in the Daily Quotation of the Exchange.

All concerned are requested to note the above.



**Syed Ahmad Abbas**  
Chief Listing Officer

**Copy to:**

1. Additional Director / HOD, PMADD (SMD), SECP
2. Chief Executive Officer, PSX
3. Chief Executive, Big Bird Foods Limited
4. Head of Operations, CDC
5. Head of Operations, NCCPL
6. PSX Website



**MetaTech**  
TRADING LIMITED

Company: MetaTech Trading Limited

**The General Manager**  
Pakistan Stock Exchange Limited  
Stock Exchange Building,  
Stock Exchange Road, Karachi.

July 08, 2024

**SUBJECT:** DECISIONS OF BOARD OF DIRECTORS' MEETING (COMBINED) OF METATECH TRADING LIMITED AND BIG BIRD FOODS LIMITED. (SCHEME OF COMPROMISES, ARRANGEMENT AND RECONSTRUCTION ('THE SCHEME') (UNDER SECTION 279 TO 283 AND 285 OF THE COMPANIES ACT, 2017).

Dear Sir,

Please be apprised that as a consequence of the order of the honorable Lahore High Court, Lahore passed in C.O. 43907/2023 dated June 26, 2024, approving the Scheme of Arrangement and Reconstruction ('The Scheme'), under Section 279 to 283 and 285 of the Companies Act, 2017, MetTech trading Limited will be fully merged with and into Big Bird Foods Limited.

Accordingly, the Boards of Directors of **MetaTech Trading Limited (META)** and **Big Bird Foods Limited (BBFL)** in their combined meeting held on **July 08, 2024**, have taken the following decisions:

1. The following timelines were endorsed:

Effective Date of the Scheme	- <b>March 31, 2023</b>
Sanction Date of the Scheme	- <b>June 26, 2024</b>
Completion Date of the Scheme	- <b>within 120 days of the Sanction Date</b>

2. SWAP Ratio under the Scheme is **0.24** shares of **Big Bird Foods Limited** against **One** share of **MetaTech Trading Limited**.
3. As per the approved Scheme, **BBFL** shall be listed at Pakistan Stock Exchange Limited (PSX).
4. The last trading date for **META** at PSX shall be **July 18, 2024**.
5. The **entitlement date** to issue shares of **BBFL** to the shareholders of **META** as per SWAP ratio under the Scheme shall be **July 22, 2024**.
6. Board of Directors (**BBFL**) has authorized CEO to determine the opening price of **BBFL** shares that shall not be less than Rs. 10.00 per share (i.e. face value) as per the Scheme and once determined shall be communicated/disseminated to the PSX.
7. Tentative Listing Schedule/dates of **BBFL** are given in the Information Memorandum.

The detailed Information Memorandum as decided/approved by the Board of Directors of **Big Bird Foods Limited** is attached herewith.

You may please inform the TRE Certificate Holders of the Exchange, accordingly.

For MetaTech Trading Limited

**Inam Ullah**  
Company Secretary  
CC:



1. Central Depository Company of Pakistan Limited
2. National Clearing Company of Pakistan Limited
3. The Executive Director, Supervision Department, SECP, Islamabad
4. Digital Custodian Company Limited - 508, LSE Plaza, Kashmir Egerton Road, Lahore

### Information Memorandum

#### Complete Transfer of Assets and Undertakings

MetaTech Trading Limited	(META)	-	Transferor
Big Bird Foods Limited	(BBFL)	-	Transferee
Effective Date of the Scheme		-	<b>March 31, 2023</b>
Sanction Date of the Scheme		-	<b>June 26, 2024</b>
Completion Date of the Scheme		-	Within 120 days of the Sanction Date

The Honorable Lahore High Court, in its order dated June 26, 2024, has allowed the merger petition and has sanctioned the Scheme of Arrangement and Reconstruction (C.O 43907/2023) in the matter of transfer of complete business and undertaking of MetaTech Trading Limited with and into **Big Bird Foods Limited**.

#### 1) Impact of the Scheme on the Share Capital of the Companies:

##### a) Authorized share capital

Name of the Company	Authorized Capital before the Scheme	Authorized Capital after the Scheme
Big Bird Foods Limited (BBFL)	Rs. 3,000,000,000 divided into 300,000,000 ordinary shares of Rs. 10/- each	Rs. 3,600,000,000 divided into 360,000,000 ordinary shares of Rs. 10/- each
MetaTech Trading Limited (META)	Rs. 600,000,000 divided into 60,000,000 ordinary shares of Rs. 10/- each	Dissolved by the Order of the Honorable Lahore High Court, Lahore without winding up
Total in Rs.	Rs. 3,600,000,000	Rs. 3,600,000,000

##### b) The Shares of BBFL to be issued to the registered member of META shall be as following:

No. of Shares Outstanding – META	7,432,425
No. of Shares of BBFL to be issued to the shareholders of META	1,812,786
SWAP Ratio (No. of Shares of BBFL against every One share of META)	0.24

##### c) Reconciliation

No. of shares of META before Merger	7,432,425
No. of shares of BBFL to be given to the shareholders of META	1,812,786
No. of shares of BBFL before Merger	297,093,000
No. of shares of BBFL after Merger	298,905,786

#### 2) Other Information:

- 30% free float shall be created by Company by disposing of requisite shares to the investors or others before listing of BBFL at PSX. This is shown under pool of Others/Investors Category.
- Compliance to the Listed Companies (Code of Corporate Governance) Regulations, 2019 regarding composition of Board of Directors, committees and other matters shall be made in due course of time.
- Since META is shell company with limited trading activities, thus no requisite changes in the Memorandum of Association of BBFL is required.
- Management of BBFL has decided to discontinue the trading activities of META.
- Upon the completion of merger / amalgamation through the intended Scheme, META will be dissolved under the Order of the Honorable Lahore High Court, Lahore without winding up, and the shares of BBFL shall be issued to the registered members/shareholders of META.

