

June 19, 2019

<p>The General Manager Pakistan Stock Exchange Limited Stock Exchange Building Stock Exchange Road Karachi</p>	<p>The Director / Head of Department Surveillance, Supervision and Enforcement Department Securities & Exchange Commission of Pakistan NIC Building, 63 Jinnah Avenue, Blue Area Islamabad</p>	<p>The Executive Director (Enforcement) Securities & Exchange Commission of Pakistan NIC Building, 63 Jinnah Avenue, Blue Area Islamabad</p>
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Dear Sir,

Subject: **Material Information – Delisting of shares under rule 5.13 of Voluntary Delisting rules of the Pakistan Stock Exchange (“PSX”) Rule Book (the “Rule Book”)**

In accordance with the requirements of the PSX Rule Book read with applicable provisions of Securities Act, 2015, we hereby convey the following material / price sensitive information:

A meeting Board of Directors (BoD) of Pakistan Gum And Chemicals Limited (the “Company”) was held today on Wednesday, June 19, 2019 at 10:00 a.m., at PakChem premises, B-19/A, Irshad Qadri Road, S.I.T.E., Karachi to consider delisting of the shares under rule 5.13 of Voluntary Delisting rules of the Pakistan Stock Exchange (“PSX”) Rule Book (the “Rule Book”). The BoD of the Company has resolved to delist the Company from PSX under rule 5.13 of Voluntary Delisting rules of the Rule Book for which the Company shall submit a formal application to the PSX and for which the sponsors have been authorized to buy-back ordinary shares held by the minority shareholders of the Company to an extent and at a price to be determined in accordance with the regulations or as may be determined by the PSX or the Securities Exchange Commission of Pakistan for the purposes of voluntary Delisting of the Company from the PSX

A disclosure form is attached herewith.

You may please inform the members of the Exchange accordingly.

Thanking you,

Yours sincerely,



Zafar Iqbal
Company Secretary

**DISCLOSURE FORM
IN TERMS OF SECTION 96 OF THE SECURITIES ACT, 2015**

Name of Company: **PAKISTAN GUM AND CHEMICALS LIMITED**
Date of Report: **June 19, 2019**
Name of Company as specified in Memorandum: **Pakistan Gum and Chemicals Limited**
Company's Registered Office: **B-19/A, Irshad Qadri Road S.I.T.E. Karachi -75700**

Disclosure of Price Sensitive Information by Listed Company
Delisting of shares under rule 5.13 of Voluntary Delisting rules of the Pakistan Stock Exchange
("PSX") Rule Book (the "Rule Book")

In accordance with the requirements of the PSX Rule Book read with applicable provisions of Securities Act, 2015, we hereby convey the following material / price sensitive information:

A meeting Board of Directors (BoD) of Pakistan Gum and Chemicals Limited (the "Company") was held today on Wednesday, June 19, 2019 at 10:00 a.m., at PakChem premises, B-19/A, Irshad Qadri Road, S.I.T.E., Karachi to consider delisting of the shares under rule 5.13 of Voluntary Delisting rules of the Pakistan Stock Exchange ("PSX") Rule Book (the "Rule Book"). The BoD of the Company has resolved to delist the Company from PSX under rule 5.13 of Voluntary Delisting rules of the Rule Book for which the Company shall submit a formal application to the PSX and for which the sponsors have been authorized to buy-back ordinary shares held by the minority shareholders of the Company to an extent and at a price to be determined in accordance with the regulations or as may be determined by the PSX or the Securities Exchange Commission of Pakistan for the purposes of voluntary Delisting of the Company from the PSX

The Company has duly caused this form / statement to be signed / on its behalf by the undersigned hereunto duly authorized.

For and on behalf of
Pakistan Gum and Chemicals Limited


Zafar Iqbal
Company Secretary

**EXTRACT FROM THE
MINUTES OF THE BOARD OF DIRECTORS MEETING
HELD ON WEDNESDAY 19 JUNE 2019 AT 10:00 AM
IN THE COMPANY'S BOARD ROOM**

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WHEREAS, the Company's shares have remained highly illiquid with daily average of only 2,123 shares traded since 2016 which on average have traded on 114 days against 220 trading days in a year.

AND WHEREAS, the Company has been suffering losses since financial year ended 31 December 2015 except a marginal profit of Rs.18.70 million in 2018.

AND WHEREAS, the Company's profitability is not expected to improve significantly in the near term due to prevailing adverse market conditions, the Sponsors believe it would be in the best interest of the minority shareholders who hold only 10.40% of the paid up share capital of the Company, to be provided a fair opportunity to exit, so that they can invest the fund in other profitable avenues.

In view of the above, it is hereby

RESOLVED THAT Pakistan Gum and Chemicals Limited be delisted from Pakistan Stock Exchange ("PSX") under rule 5.13 of Voluntary Delisting rules of the PSX Rule Book (the "Rule Book")

- a) The Company shall make a formal application to the PSX for the delisting of the shares of the Company from PSX
- b) Upon acceptance of the application for delisting its shares from PSX, in accordance the Rule book, a general meeting of the shareholders of the Company be convened and held to seek approval through a special resolution for the delisting of the shares of the Company from PSX, which general meeting of the shareholders shall be held on such date as may be determined by Mr. Sajid Iqbal Hussain, Chief Executive of the Company, or at any time after the approval of the application for the delisting of the shares of the Company by PSX.

**EXTRACT FROM THE
MINUTES OF THE BOARD OF DIRECTORS MEETING
HELD ON WEDNESDAY 19 JUNE 2019 AT 10:00 AM
IN THE COMPANY'S BOARD ROOM**

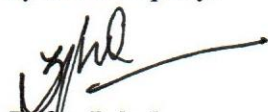
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- c) For the purposes of the general meeting of the shareholders as aforesaid, the Register of the Members and Share Transfer Books, of the Company be closed for a period of 7 days prior to the said general meeting of the shareholders, the dates of such closure being determined by Mr. Sajid Iqbal Hussain, Chief Executive of the Company;

RESOLVED FURTHER THAT the delisting and subsequent buy-back of ordinary shares held by the minority shareholders of the Company shall take place to an extent and at a price to be determined in accordance with the Rule Book or as may be determined by the PSX or the Securities Exchange Commission of Pakistan for the purposes of voluntary Delisting of the Company from the PSX.

RESOLVED FURTHER THAT Mr. Muhammad Moonis, Chairman, Mr. Sajid Iqbal Hussain, Chief Executive and Mr. Zafar Iqbal, Company Secretary, (the “**Authorized Officers**”) be and are hereby authorized to sign singly, execute and deliver any document, and to do any other act, deed or thing for and on behalf of the Company as may from time to time be required by the Central Depository Company (“**CDC**”), PSX and/or Securities & Exchange Commission of Pakistan (“**SECP**”) and to fulfill all requisite legal and procedural formalities for accomplishing the delisting of the Company from the PSX, to appoint Advisor & Purchase Agent for the delisting of the Company and make application, to appoint Share Registrar, sign and submit requisite documents as may be necessary, negotiate the price with the PSX and so to effectuate the delisting of the Company and to take all actions and do necessary acts, deeds and things for implementation of this resolution.

RESOLVED FURTHER THAT all actions taken and/or to be taken by and on behalf of the Company by any Authorized Officers in respect of the above are hereby ratified and confirmed by the Company.


Zafar Iqbal
Company Secretary