



BESTWAY CEMENT LIMITED

BCL/PSX/MI

March 19, 2021

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

Dear Sir,

Subject: Material Information – Internal Reorganization of Bestway Group

We wish to inform the Pakistan Stock Exchange that in order to further streamline the group structure, operating under the ambit of existing holding company structure, an internal reorganization exercise (“Re-Organization”) has been undertaken by the Bestway Group. By virtue of the Re-Organization, Bestway (Holdings) Limited (BHL), which owns 56.43% shares in Bestway Cement Limited (BCL), has transferred its said shareholding to Bestway International Holdings Limited (BIHL).

The Re-Organization has taken place after obtaining all regulatory approvals; both at Pakistan and the United Kingdom.

Furthermore, the Re-Organization has, in no way impacted the ultimate beneficial ownership of BCL, which will remain intact through BIHL.

In this respect, Disclosure under Section 109 (2) of the Securities Act, 2015 is enclosed.

The members of the Exchange may be informed accordingly.

Yours faithfully,
For Bestway Cement Limited

Sehar Husain
Company Secretary &
General Counsel

Copy to:

The Director
Surveillance, Supervision & Enforcement Department
Securities and Exchange Commission of Pakistan
NIC Building,
63-Jinnah Avenue, Blue Area
Islamabad.

SCHEDULE II

Disclosure under section 109(2) of the Act

[Regulation 4(1)]

19 March 2021

- (i) Mr. Farrukh H. Khan
Managing Director
Pakistan Stock Exchange,
Stock Exchange Building,
Stock Exchange Road,
Karachi-74000, Pakistan.
- (ii) Mr. Muhammad Irfan Anwar Sheikh
Managing Director,
Bestway Cement Limited,
Bestway Building, 19-A, College Road,
F-7 Markaz, Islamabad.
- (iii) Mr. Shauzab Ali
Commissioner,
Securities Market Division,
Securities & Exchange Commission of Pakistan,
NIC Building, 63 Jinnah Avenue
Blue Area, Islamabad 44000,
Pakistan.

Subject: Disclosure of exempted Transactions pursuant to section 109 of the Securities Act, 2015

Part-A

1. It is reported pursuant to Section 109 of the Securities Act, 2015, (**“the Act”**) read with regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017, that we, Bestway International Holdings Limited (**“BIHL”**), on 19 March 2021, have acquired 336,468,168 shares comprising of 56.43% shares of Bestway Cement Limited (**“Company”**) as part of the Bestway Group’s internal re-organization. This transaction does not attract Part IX of the Act (except reporting) in terms of Section 109(2) of the Act.

2. Before this acquisition BIHL was holding nil shares of the Company. After above mentioned acquisition our total shareholding in the Company is 336,468,168 shares, which represent 56.43% of the total issued voting share of the Company.

Part-B

Particulars of the Acquirer(s)

3. If acquirer(s) is a Fund/company etc.

(i) Name and registered address of the acquirer.

Bestway International Holdings Limited incorporated in Guernsey having registered office at Newport House, 15 the Grange, St. Peter Port, Guernsey GY1 2QL

(ii) CUIIN or in the case of a foreign company its registration number.

Bestway International Holdings Limited's registration number is 68543.

(iii) Date of incorporation.

10 December 2020

(iv) Jurisdictions of incorporation.

Guernsey

(v) The authorized and issued share capital.

2 ordinary shares.

(vi) Names and addresses of sponsors of persons having control over the acquirer.

As a result of reorganization of Bestway Group a new company "Bestway International Holdings Limited" (BIHL) has been incorporated by the shareholders of Bestway Group to own the shares of companies operating outside of the UK. The Acquirer is a holding company with no trading or operations of its own. The persons having control over BIHL remain the ultimate shareholders of Bestway Group and can be contacted at Bestway Group Limited, Newport House, 5 The Grange, St Peter Port, Guernsey, GY1 2QL.

(vii) Names and addresses of board of directors of acquirer(s).

Mr. Haider Zameer Choudrey, Mr. Cormac Tobin and Mr. Stuart Fitzgerald. These individuals may be contacted at, Newport House, 5 The Grange, St Peter Port, Guernsey, GY1 2QL.

4. If acquirer(s) is an individual

Not applicable.

(i) Name(s) and address(es) of each acquirer.

Not applicable.

- (ii) **CNIC number(s) or Passport or NICOP number.**
Not applicable.

Part-C

Particulars of persons acting concert (vide section 108(d) of the Act)

- (i) **In case of Fund/company, all detail at Para 3.**
Not applicable.
- (ii) **In case of individual, all details at Para 4.**
Not applicable.
- (iii) **Number of share held by the person acting in concert.**
Not applicable.

Part-D

Detail, if the Acquirer / person acting in concert has representation on the board of directors of the target company.

- (i) **Name(s) and address(es) of nominee director, who represents the acquirer / person acting in concert.**
Not applicable.
- (ii) **CNIC number(s) or Passport NICOP number.**
Not applicable.

Signature _____

Name Haider Zameer Choudrey

Designation Director, BIHL

Date 19 March 2021

www.bestwaygroup.co.uk

