



FAUJI FERTILIZER COMPANY LIMITED



(HEAD OFFICE)
Secretariat (Corporate Affairs)

Ref No. 6.12-KSE/S/FFC
June 29, 2021

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi - 74000

Director/HOD (Enforcement Department)
Securities and Exchange Commission of
Pakistan
NIC Building, Jinnah Avenue
Islamabad-44000

Subject: Disclosure of Material Information

Dear Sirs,

Pursuant to Section 96 and 131 of the Securities Act, 2015 read with Clause 5.6.1 (a) of the Rule Book of the Pakistan Stock Exchange, we hereby convey the following information to the Exchange and Shareholders:-

In continuation to our letter dated March 30, 2021 wherein the Board of Directors' of Fauji Fertilizer Company Limited (FFC) approved submission of LOIs to Fauji Foundation ("FF") and Fauji Fertilizer Bin Qasim Limited ("FFBL") for the acquisition of their entire equity shareholding in Foundation Wind Energy I Limited ("FWEL-I") and Foundation Wind Energy II Limited ("FWEL-II") (FWEL-I and FWEL-II shall hereinafter be collectively referred to as the "Target Companies"), we would like to inform that FFBL and FF have obtained approvals of their respective Boards, to sell their entire shareholding in Target Companies to FFC subject to shareholders' approval, where applicable, at an aggregate consideration not exceeding PKR 14,072,340,000/- (Rupees Fourteen billion Seventy-Two Million Three Hundred Forty Thousand only) plus sharing of the Delayed Payment Surcharge in accordance with the agreed Delayed Payment Surcharge mechanism set out in the share purchase agreement. The aggregate consideration is also subject to adjustments (including adjustment of dividends paid by Target Companies subsequent to 31 December 2020) as per terms and conditions to be governed under the share purchase agreement (the "Transaction").

The above-mentioned Transaction is subject to compliance with the applicable regulatory framework including obtaining necessary shareholders and regulatory approvals and related customary conditions. The Board has also authorized management to call an Extra-Ordinary General Meeting of the Company's shareholders for obtaining approval of the Transaction as required under Section 199 of the Companies Act 2017.

We will keep the Exchange informed of any material developments in this regard.

You may please inform the members of the Exchange accordingly.

Yours faithfully,


Company Secretary
Brig Asrat Mahmood (Retd)



FAUJI FERTILIZER COMPANY LIMITED



(HEAD OFFICE)
Secretariat (Corporate Affairs)

SCHEDULE

Disclosure Form

In terms of Sections 96 and 131 of the Securities Act, 2015

Name of the Company	Fauji Fertilizer Company Limited
Date of Report	June 29, 2021
Contact Information	Brig Asrat Mahmood (Retd), Company Secretary Fauji Fertilizer Company Limited 156 The Mall, Rawalpindi Tel: +92 51 8453101 Fax: +92 51 8459931 Email: secretary@ffc.com.pk

Disclosure of inside information by listed company.

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We will keep the Exchange informed of any material developments in this regard.

SIGNATURE

Pursuant to the requirements of the Securities Act, 2015, the Company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.


For Company Secretary
Brig Asrat Mahmood (Retd)