



January 18, 2023

The General Manager
Listing Department
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Dear Sir/Madam,

Subject: **PUBLICATION OF POSTAL BALLOT AND PROVISION OF ELECTRONIC VOTING**

We refer to our notice in relation to Extra-Ordinary General Meeting posted on January 3, 2023 of Engro Corporation Limited (the "Company").

Please find enclosed a copy of the ballot paper, as required under Regulation 8 of the Companies (Postal) Ballot Regulations, 2018, published today nationwide in two newspapers, namely "Business Recorder" (English) and "Nawa-i-Waqt" (Urdu) for information of the shareholders.

Further, in compliance with Regulation 4 of the Companies (Postal) Ballot Regulations, 2018, the electronic voting facility will be available to eligible members of the Company in line with applicable law.

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

Yours Sincerely,


SHOMAILA LOAN
Company Secretary

Encls: as above.

cc: Director/HOD,
Surveillance, Supervision and Enforcement Department,
Securities and Exchange Commission of Pakistan,
NIC Building, 63 Jinnah Avenue,
Blue Area, Islamabad.



Engro Corporation Limited

Registered Office Address: 8th Floor, The Harbour Front Building,
HC-3 Marine Drive, Block 4, Clifton, Karachi.
Contact: +9221-111-211-211
Website: www.engro.com

Ballot paper for voting through post for poll to be held on 2:30 pm, dated January 26, 2023 at Karachi School of Business and Leadership (KSBL) situated at National Stadium Road, Opp. Liaquat National Hospital, Karachi – 74800.

Contact Details of Chairman, where ballot paper may be sent:
Business Address: The Chairman, Engro Corporation Limited, 8th Floor, The Harbour Front Building, HC-3 Marine Drive, Block 4, Clifton, Karachi, Attention: Company Secretary
Designated email address: ecorp.bodsec@engro.com

Name of shareholder/joint shareholders	
Registered Address of shareholder	
Number of shares held	
Folio Number	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	

I/we hereby exercise my/our vote in respect of the following resolution through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (✓) mark in the appropriate box below (delete as appropriate):

S. No.	Nature and Description of resolutions	No. of ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
1.	<p>RESOLVED THAT, subject to compliance with applicable laws (as may be further amended), approval of the members of Engro Corporation Limited (the "Company") be and is hereby accorded under Section 88 of the Companies Act, 2017 read with Listed Companies (Buy-Back of Shares) Regulations, 2019, for the following acts by the Company:</p> <p>(a) purchase/buy-back of up to an aggregate number of 70,000,000 (Seventy Million) issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten Only) each, representing approximately 12.1% of the total issued and paid-up ordinary shares of the Company (the "Purchase");</p> <p>(b) the Purchased shares be cancelled by the Company;</p> <p>(c) the Purchase be commenced no later than 7 (seven) calendar days of the public announcement of the Purchase and to end no later than 180 (one hundred and eighty) days from the date of the special resolution, in each case in accordance with applicable law;</p> <p>(d) the Purchase to be conducted through the Pakistan Stock Exchange Limited in accordance with the applicable law, including the Listed Companies (Buy-Back of Shares) Regulations, 2019 (as amended from time to time, the "Regulations");</p> <p>(e) that the Company maintain sufficient funds in the designated clearing bank account(s) from time to time during the Purchase period for the timely settlements of the daily purchases;</p> <p>(f) that the Authorized Person(s) (including the Manager to the Offer) as appointed by the Board of Directors of the Company take all necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of carrying out and giving effect to the aforementioned resolutions, and for the purpose of implementing, procuring, and completing the Purchase; and</p> <p>(g) the aforesaid resolutions, as deemed appropriate and necessary, may be revised by the Authorized Person(s) in accordance with any amendments in applicable law, or as directed in writing by any Competent Authority, which revision shall then be deemed to be part of the resolutions without the need for the shareholders/members of the Company to pass fresh resolutions.</p>			

NOTES:

- Duly filed postal ballot should be sent to Chairman at above-mentioned postal or email address.
- Copy of CNIC should be enclosed with the postal ballot form.
- Postal ballot forms should reach Chairman of the meeting on or before Wednesday, January 25, 2023. Any postal ballot received after this date will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC.
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.

Signature of shareholder (s) _____

Place:

Date:

