



FA/IL/0427
27th April 2023

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

ARCHROMA PAKISTAN LIMITED

Registered & Corporate Office

1-A/1, Sector 20,
Korangi Industrial Area,
Karachi-74900 Pakistan.

UAN : +92-21-111-275-786

Tel : +92-21-35123261-70

Fax : +92-21-35032337

Email: archroma.pakistan@archroma.com

Website: www.archroma.com.pk

Subject: Disclosure Form

Dear Sir,

Please find enclosed Disclosure Form in terms of Securities Act 2015

For and on behalf of
Archroma Pakistan Limited

Irfan Chawala
Director

Irfan Lakhani
Company Secretary

Cc: Syed Ahmed Abbas
Deputy General Manager
Listing Department
Pakistan Stock Exchange Limited
Karachi.

Plant:
Petaro Road,
Jamshoro-76100,
Sindh, Pakistan.
UAN : +92-22-111-275-786
Tel : +92-22-2109740-45
Fax : +92-22-2109746-47

Plant:
LX 10 & 11,
Landhi Industrial Trading Estate,
Karachi-75120, Pakistan.
UAN : +92-21-111-330-330
Tel : +92-21-38671799
Fax : +92-21-35081370 & 73

Sales Office:
Katar Bund Road,
Thokar Niaz Baig,
Lahore-54000, Pakistan.
UAN : +92-42-111-275-786
Tel : +92-42-35299591-94
Fax : +92-42-35299463-64

Sales Office:
Canal Road,
Abdullah Pur,
Faisalabad-38000, Pakistan.
Tel : +92-41-8721942
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Fax : +92-41-8718501

Sales Office:
APBUMA House,
Near Pakarab Fertilizer Chowk,
Jahangirabad Main Khanewal Road,
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Tel : +92-61-4556508, 6564811
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27 April 2023

DISCLOSURE FORM

IN TERMS OF THE SECURITIES ACT 2015

Name of Company

Archroma Pakistan Ltd

Date of Report

April 27, 2023

Name of Company as specified in its Memorandum

Archroma Pakistan Limited

Address of registered office

1-A/1 Sector 20 Korangi Industrial Area, Karachi

Contact information

Mr. M. Irfan Lakhani

Archroma Pakistan Ltd

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Disclosure of inside information by listed company in terms of Securities Act 2015

In accordance with the requirement of applicable provisions of the Securities Act, 2015 and the Rule Book of Pakistan Stock Exchange Limited and applicable provisions of Listing Regulations of Pakistan Stock Exchange, we hereby convey that the Board of Directors of the Company in its meeting held on Thursday, 27 April 2023 passed the following resolutions.

In continuation of the announcement on March 15, 2023 by Archroma Pakistan Limited (the "**Company**"), the Board of Directors of the Company, at its meeting held on April 27, 2023.

RESOLVED to approve the **draft Scheme of Arrangement** under Sections 279 to 282 and 285 of the Companies Act, 2017, to be entered into between the Company and Huntsman Textile Effects Pakistan (Private) Limited ("**Huntsman**") (the "**Scheme**"), subject to finalization thereof, obtaining all necessary shareholders', creditors' and regulatory approvals, and the sanction of the Scheme by the High Court of Sindh at Karachi along with fulfilment of related legal formalities, and further subject to any changes or modifications thereto as may be required or prescribed, or such amendments as may be considered necessary, without materially affecting the substance thereof.

In terms of the Scheme it is intended, inter alia, that the entire undertaking of Huntsman (including its assets, liabilities, obligations, rights and business) shall be merged, by way of amalgamation, with and into the Company, as a consequence of which an aggregate of 445,460 (Four Hundred Forty Five Thousand Four Hundred Sixty) ordinary shares of the Company shall be issued to the shareholders of Huntsman, based on a swap ratio of approximately 0.0455 ordinary shares of the Company for every 1 (one) share of Huntsman.

The Scheme will be circulated to the PSX and the certificate holders in due course subject to directions / order of the High Court of Sindh at Karachi, and in accordance with the applicable laws.

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"RESOLVED" that **Mr. Patrick Verraes** is appointed as Director in place of outgoing Director i.e. Mr. Michel Zumstein with immediate effect.

"Resolved" to approve **Appointment of Mr. Naveed Kamil as alternate director** of Mr. Thomas Bucher.

"RESOLVED" the **Audit Committee to be re-constituted** as under:

Mr. Shahid Ghaffar	- Chairperson
Mr. M Veqar Arif	- Member
Mr. Thomas Bucher	- Member
Mr. Irfan Lakhani	- Secretary


"FURTHER RESOLVED" the **Human Resource & Remuneration Committee to be re-constituted as under:**

Ms. Yasmin Peermohammad	- Chairperson
Mr. Mujtaba Rahim	- Member
Mr. Thomas Bucher	- Member
Mr. Irfan Lakhani	- Secretary

You may please inform the TREC holders accordingly.

For and on behalf of
Archroma Pakistan Ltd


Irfan Chawala
Director / CFO


M. Irfan Lakhani
Company Secretary