

July 24, 2024

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

Dear Sir / Madam,

Subject: Disclosure of Material Information

In continuation to our letters dated May 06, 2024 and May 17, 2024 and in accordance with Sections 96 and 131 of the Securities Act, 2015 and Clause 5.6.1 of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the material information mentioned in the Disclosure Form enclosed herewith.

You are requested to disseminate this information to the TREC Holders of the Exchange.

For and on behalf of
Engro Corporation Limited



Mohammad Yasir Khan
Company Secretary

Copied:
Director / HOD
Listed Companies Department, Supervision Division
Securities & Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue, Blue Area, Islamabad

**Disclosure Form
 (Securities Act, 2015)**

| | |
|--|--|
| Name of Company: | Engro Corporation Limited |
| Date of Report: | July 24, 2024 |
| Name of Company as specified in its Memorandum: | Engro Corporation Limited |
| Company's Registered Office: | 8 th Floor, The Harbor Front Building, HC # 3, Marine Drive, Block 4, Clifton, Karachi |
| Contact Information: | Mohammad Yasir Khan Company Secretary +92 (21) 35295913 |

Disclosure of Inside Information by the Company:

The Scheme of Arrangement under Section 279 to 282 and 285 of the Companies Act, 2017 filed by Engro Corporation Limited (“**Engro Corp**”), Dawood Hercules Corporation Limited (“**DH Corp**”) and DH Partners Limited (“**DHPL**”) before the Islamabad High Court (the “**Scheme of Arrangement**”) has been sanctioned by the Islamabad High Court (the “**Order**”).

As mentioned in the Scheme of Arrangement, the Effective Date of the Scheme of Arrangement will be January 01, 2025. A copy of the Order passed by the Islamabad High Court has also been enclosed herewith.

We will keep the Exchange informed regarding the completion of post-sanction procedural requirements stipulated as part of the Scheme of Arrangement.

For and on behalf of
Engro Corporation Limited



Mohammad Yasir Khan
 Company Secretary

DATED: July 24, 2024

regulatory and legal compliances being properly carried out, for which SECP takes the lead in its assistance to the Court on such matters.¹

2 Therefore, the Scheme of Arrangement appended to this petition and approved by the members and creditors of the respective companies, as reported vide CM 1107/2024, is hereby sanctioned for its implementation in accordance with its terms. Any follow-on measures identified by the SECP to be taken for the Scheme's full and proper implementation, as recorded in the CM, such as change of name, increase of authorised share capital, and the like, will be duly carried out in accordance with the applicable legal framework.

3 There has not been any contested point of procedure, law, or commerce, for this Court to render any adjudicative analysis thereof. The Court's role in this case has been of a supervisory nature only, which does not necessitate a judgement.

4 **Disposed of accordingly.**

Rana.M.ft

Certified to Be True Copy

23 JUL 2024

Examiner
Copy Supply Section
Authorised Under Article-87 of
Qanoon-e-Shahadat Order-1984
Islamabad High Court
Islamabad

(Sardar Ejaz Ishaq Khan)
Judge

¹ For the case law on this subject, see Company Original no. 9/2022, M/s Pebbles (Pvt.) Limited & another versus SECP through Registrar.

Application No. 24090
Date of Presentation of Application _____
Date of Deposit of Fee 18/7/24
No of Words _____
Copying Fee _____
Urgent Fee _____
Registration & Postage Fee _____
Agency Fee _____
Court Fee of Application 3
Total _____
Name of Copyist _____
Date of Receipt of Case _____
Date of Completion of Copy 23/7/24
Date of Delivery of Copy 23-07-24