



fauji foods

Ref. No. FFL/HO/CS/
September 20, 2024

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

Director/HOD
Surveillance, Supervision and Enforcement Department
Securities and Exchange Commission of Pakistan
7th Floor, NIC Building, 63 Jinnah Avenue,
Blue Area, Islamabad

Subject: DISCLOSURE OF MATERIAL INFORMATION UNDER SECTION 96 AND 131 OF THE SECURITIES ACT, 2015, AND CLAUSE 5.6.1 OF THE PSX REGULATIONS.

Dear Sirs,

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, Fauji Foods Limited (the "Company"), hereby convey the following information:

In terms of the disclosure of material information made by Fauji Fertilizer Bin Qasim Limited ("FFBL"), being the holding company of the Company, on September 20, 2024, it has been intimated that the Board of Directors of FFBL has approved the merger of FFBL with and into Fauji Fertilizer Company Limited ("FFCL") (the "Proposed Merger"), along with the draft Scheme of Arrangement with respect to the same, subject to obtaining necessary shareholders', creditors' and regulatory approvals, and the sanction of the Scheme of Arrangement by the Lahore High Court, Rawalpindi Bench.

In terms of the Scheme of Arrangement, it is intended, *inter alia*, that the entire undertaking of FFBL (including its assets, liabilities, privileges, obligations, rights and business) shall be merged, by way of amalgamation, with and into FFCL.

In light of the above, it is intimated that as a consequence of the Proposed Merger, upon the sanction of the Scheme of Arrangement, and in terms thereof, the Company shall become a subsidiary of FFCL.

You may please inform the TREC holders accordingly.

Yours faithfully,

Brig Naveed Azam Cheema (Retd)
Company Secretary



fauji foods

SCHEDULE

Disclosure Form
In terms of Section 96 of the Securities Act, 2015

Name of Company Fauji Foods Limited
Date of Report September 20, 2024
Contact Information Brig Naveed Azam Cheema (Retd)
Company Secretary
Telephone: 042-37136306, 37136310
Email: secretary@faujifoods.com

Pease mark the appropriate box below:

Disclosure of inside information by listed company in terms of Section 96.

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, Fauji Foods Limited (the "Company"), hereby convey the following information:

In terms of the disclosure of material information made by Fauji Fertilizer Bin Qasim Limited ("FFBL"), being the holding company of the Company, on September 20, 2024, it has been intimated that the Board of Directors of FFBL has approved the merger of FFBL with and into Fauji Fertilizer Company Limited ("FFCL") (the "Proposed Merger"), along with the draft Scheme of Arrangement with respect to the same, subject to obtaining necessary shareholders', creditors' and regulatory approvals, and the sanction of the Scheme of Arrangement by the Lahore High Court, Rawalpindi Bench.

In terms of the Scheme of Arrangement, it is intended, *inter alia*, that the entire undertaking of FFBL (including its assets, liabilities, privileges, obligations, rights and business) shall be merged, by way of amalgamation, with and into FFCL.

In light of the above, it is intimated that as a consequence of the Proposed Merger, upon the sanction of the Scheme of Arrangement, and in terms thereof, the Company shall become a subsidiary of FFCL.

Intimation of decision of the listed company to delay disclosure of inside information in terms of Section 96(4).

NIL

Disclosure of inside information by listed company where the listed company or person acting on its behalf discloses inside information to third party in terms of Section 131.

NIL

Disclosure of transactions conducted by persons discharging managerial responsibilities within a listed company or persons closely associated with them.

NIL

SIGNATURE

In case of company, the company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.

Brig Naveed Azam Cheema (Retd)
Company Secretary