

CORPORATE AFFAIRS DEPARTMENT

Ref No. 6.12-PSX/S/FFC December 11, 2024

To: The General Manager

Pakistan Stock Exchange Limited Stock Exchange Building, Stock Exchange Road Karachi ("PSX")

Subject:

Disclosure of Material Information - Publication of Comparative Statement pursuant to Regulation 17(4) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the Regulations) read with the Securities Act 2015

Dear Sir,

In accordance with Sections 96 and 131 of the Securities Act, 2015, and Regulation 5.6.1 of the Pakistan Stock Exchange Regulations, we hereby convey the following:-

In continuation of our earlier letter to the PSX dated December 10, 2024, please find attached copy of the newspaper publication in The Nation and The Nawa-e-Waqt in respect of Comparative Statement for Public Offer to acquire shares and control of Agritech Limited (AGL) issued by Integrated Equities Limited (Manager to the Offer) on behalf of Fauji Fertilizer Company Limited and Next Capital Limited (Manager to the Offer) on behalf of Maple Leaf Cement Factory Limited.

You may please inform the TREC holders accordingly.

Yours faithfully,

Brig Zulfidar Ali Haider (Retd)

CC:

Director / HOD

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



Stock Brokers at PSX Investment Advisors Financial Consultants M&A, IPO, REITs Advisors

11 December 2024

The General Manager Operations
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi
(the "PSX")

The Executive Director
Public Offering and Regulated Persons
Department
Securities Market Division
Securities & Exchange Commission of
Pakistan
NIC Building, 63-Jinnah Avenue, Islamabad
(the "Commission")

The Chief Executive Officer
Agritech Limited
Askari Corporate Tower, 4th Floor, 75-76, Block
D-1, Main Boulevard, Gulberg III, Lahore

Publication of Comparative Statement pursuant to Regulation 17(4) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the 'Regulations') read with the Securities Act, 2015 (the 'Act').

Dear Sir(s),

Please refer to our earlier letter dated December 10, 2024 in respect of the above cited subject.

Kindly see attached today's the daily Newspapers (The Nation and Nawa-e-Waqt) in which the above referred Comparative Statement has been published, for your reference and records.

Yours truly

For Integrated Equities Limited (Manager to the Offer)

Muhammad Iqbal Hussain Chief Compliance Officer

Copy to: All concerned

THE

"Public Offer For The Shares and Control of Agritech Limited by Fauji Fertilizer Company Limited and Maple Leaf Cement Factory Limited"

COMPARATIVE STATEMENT

PURSUANT TO REGULATION 17(4) OF THE LISTED COMPANIES (SUBSTANTIAL **ACQUISITION OF VOTING SHARES AND TAKEOVERS) REGULATIONS, 2017** (THE 'REGULATIONS') READ WITH THE SECURITIES ACT, 2015 (THE 'ACT');

This Comparative Statement is being published in reference to the following public announcements published in The Nation (English) and Nawa-e-Waqt (Urdu) regarding the acquisition of shares and control of Agritech Limited (the "Target" or "AGL"):

A. Public Announcement of Offer made by Fauji Fertilizer Company Limited (the "FFCL") on October 25, 2024 as revised by way of the Revised Public Announcement of Offer made by FFCL on November 20, 2024 (for upward revision of offer price); and

- B. Public Announcement of Public Offer through competitive bid made by Maple Leaf Cement Factory Limited (the "MLCF") on November 11, 2024.

Acquirer	Fauji Fertilizer Company Limited	Maple Leaf Cement Factory Limited	
Date of Public Announcement of Public Offer	25 October 2024, revised upward on 20 November 2024	11 November 2024	
Public Offer Size	151,052,013 ordinary shares (representing approximately 35,57% of the total paid-up ordinary share capital of AGL)	160,762,209 ordinary shares (representing approximately 37.86% of the total paid-up ordinary share capital of AGL)	
Public Offer Price	PKR 39.05 per share	PKR 39.00 per share	
Acceptance Period Opening	9:00 A.M. on Thursday, December 12, 2024	9;00 A.M. on Sunday, December 29, 2024	
Acceptance Period Closing	5:00 P.M. on Saturday, January 04, 2025	5:00 P.M. on Saturday, January 04, 2025	
Eligibility .	All shareholders whose names appear on the shareholding list generated at the close of business on November 29, 2024 will be eligible to tender their shares and in the same quantity they held on that date	All shareholders whose names appear on the shareholding list generated at the close of business on November 29, 2024 will be eligible to tender their shares and in the same quantity they held on that date	
Existing Shareholding of the Acquirer	FFC holds 122,541,093 ordinary shares which constitutes 28,86% of the Issued and paid-up ordinary share capital of AGL	MLCF directly and indirectly owns 103,120,701 ordinary shares which constitutes 24,28% of the issued and paid-up ordinary share capital of AG	
Manager to the Offer	Integrated Equities Limited	Next Capital Limited '	
Contact details of the Manager to the Offer	Mr. Muhammad Iqual Hussain Integrated Equities Limited 30 Cricketers Colony, 3rd Floor, NETSOL Avenue, Ghazi Interchange, Ring Road, Lahore Contact: 0345 009 1263, +92 42 3574 1714-15 Email: Iqual.hussain@el.net.pk, info@iel.net.pk Websits: www.iel.net.pk	Ms. Aemna Rasheed Investment Banking Tearn Next Cepital Limited 2nd Floor, Imperial Court Building, Dr. Ziauddin Ahmed Road, Karachi, Pakistan Contact: +92 21 3522 2207, +92-21-111-839-825 Email: of@naxteapital.com.pk Website: www.naxteapital.com.pk	

روزنامہنوائے وقتراولپنٹری ااسلام آباد(3) 11 دیمبر 2024ء

"فوجی فرٹیلائز کمپنی لمیٹڈ اورمیل لیف سے نے کئری لمیٹڈ کی جانب سے ایگری فیک لمیٹڈ کے شیر زاور کنٹرول کے لیے عوامی پیشکش"

منابط 17 (4) كتحت جونم ست شده كمينيول (دائ داى كمصم كاكاني حصول اورتسلط كى بارے ش) ضابط 2017 ("ضابط") ادر سكيور فيزا يك 2015 ("ا يك ") كماته برها كيا -

مردازند بیان درج ذیل موای اطلاعت عرالے علی الحراب جو "ا مگریک لمیند" ("بوف" یا"اے تی ایل") سے صوب اورکٹرول سے صول کے یارے می "دی بیٹن" (انگریزی) اور

"نواے دقت" (اردو) ٹی ٹ اُٹ کے گئیں: (الف)۔25اکو پر 2024 کو ٹی ٹر ٹیا کو رکٹی لینڈ ("ایف ایف کا ایل") کی جانب ہے کی جانے والی چیکش کا موالی اطلان، جو 20 لومبر 2024 کو ایف ایف کا ٹی کی طرف سے پیکشش کی تیت على اصاف في كي ليكي جائے والى نظر الى شده والى اعلان كي ذريع تريم كيا كيا تھا: اور

(ب) 11 نوم 2024 كوميل لف يمنث فيكرى لميذر" أنم إلى الف") كي جانب سة عالمه جانى بي كي ذريع واي ينيكش كامواتي اعلان-

حمول كنتده	فوى فرشيار رسخ لميشه	مىل يف يمنت فكثرى لميند	
موائي ينظش كاملان كى تارث	2024 كافر 2024 كافر كافر 2024 كافر كافر كافر كافر كافر كافر كافر كافر	2024 ئارۇم 2024	
عوالى ويكش كالجم	151,052,013 عام صعى (ج) كريكي ليند كال ال على شدوعام صعى يرمائكا ترين 35,57%)	160.762,209 م صفى (جوا مجمع في كمينيك لميند كركل اوا مكى شدوها مصفى كم ما كانترياه 37.86 هـ)	
موای پیکش کی تیت	PKR39.05/±0	PKR 39.00 %	
ومولى كراوقا يتها آخاني	50. 4.9:005/2024 (12.4/A)	الرَّار:29 رَبِّر 2024 كُونَ 2024 كِي 9:00 كِيْنَ 2024	
وسولى كادقات الفام ال	4.5:00 PE 2025 S. 184 3	45:00/cl/2025(3)444	
الميت	وراقا مِنْ تِرْ بِولِدُرْدِ بِمِنْ كِيمْ مِنْ 29 فِيرِ 2024 كُو كَارُهَا رِيَّا الْفَاتِ كَدَا الْعَالَى مِنْ تُعْرِ بِولَاكُ السند عَدِينَ اللَّهِ بِعِن كَنَاءِ السِيغَ مِعْمَى فِينَّ أَمْ لَمَا مَا اللَّهِ بِعِنْ كَارِينِ مِنْ الدَّيْن كَرَّ مِنْ كِيمِ الرَّبِينَ فِي الْمَالِكُ فَلِينِ شَعْلِينَ فَلَمْ اللَّهِ فِيلًا لِللَّهِ فِيلًا لِللَّهِ فَل	دور می از الدوری کے موجود میں میں الماری کے الماری کی میں الماری کے الماری کی الماری کی الماری کی الماری کی الماری کی الماری کی کاری کار	
حسول كتنده كي موجوده شيئر بولذ تك	ابنے اپنے من نے 122,541,093 عام صمر ماس کرد کے اللہ من المحل كيا كي الله كر الله من الله الله الله الله الله الله الله الل	ELICE FOR 103, 120, 7012 Wy ME LINE AND LINE SELECTION OF LOS SELECTIONS OF E 24, 28%	
پیکش کے لیے نیچر	過去を経	Althe	
پینگاش کے نیچر کے دابطہ کی اقصال ت	بياب مُدا بَالِ حَمِن وَكُمُ فِي مُدَ يُعِدُ لِمِنْ وَكُمُ لَوْ وَكُولُونَ مِنْ رَصِّوْلَ مِنْ يَسِيرُ الإِنْ مِنْ اذْ يُو مُؤَمِّقَ وَمَدُولُ الإِنْ مِنْ وَكُمُ نَا 1714 -1714 423 43 43 +92 43 وَكُمُنْ :lobel.hussain@iel.net.pk وكُمُنْ :lofo@iel.net.pk ومِسْرِما كُنْ :www.lel.net.pk	حرراً مندائي المنافرة يتحكم م يجد ريم مول المن المرازة المري مول المن المرازة المري مول المن المرازة المنافرة بالمول المنافرة المنافرة بالمول المنافرة المنافرة بالمول المنافرة بالمول المنافرة المنافرة بالمول المنافرة بالمنافرة بالمنافرة المنافرة	