

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

PUCARS / Courier KTML/PSX-18/65 December 11, 2024

Subject: Published copies of Comparative Statement in Newspapers towards Public Announcement of Public Offer to acquire ordinary shares and control of Agritech Limited

Dear Sir,

Kohinoor Textile Mills Limited has viewed a public disclosure / information on PUCARS from its subsidiary company, Maple Leaf Cement Factory Limited on December 11, 2024 on the subject.

In this connection, we are pleased to submit herewith copy of Comparative Statement jointly made by Fauji Fertilizer Company Limited and Maple Leaf Cement Factory Limited (MLCF) together with intimation given by M/s. Next Capital Limited on behalf of MLCF, for your information and record purpose.

You may please inform members of your Exchange accordingly.

Yours faithfully,

For Kohinoor Textile Mills Limited

(Muhananad Ashraf)

Company Secretary

Encl: As Above

CC

◆ The Executive Director/HOD,

Offsite-II Department, Supervision Division, Securities & Exchange Commission of Pakistan, 63, NIC Building, Jinnah Avenue, Blue Area, Islamabad.





42-Lawrence Road, Lahore (PAKISTAN) Phones: 042-36278904, 042-36278905

The General Manager,
Pakistan Stock Exchange Ltd,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

PUCARS/ Courier MLCF/PSX-7/71 December 11, 2024

Subject:

Published copies of Comparative Statement in Newspapers towards Public Announcement of Public Offer to acquire ordinary shares and control of Agritech Limited

Dear Sir,

Pursuant to requirement of the Securities Act, 2015 and Regulation 17(4) of the Listed Companies (Substantial Acquisition of Voting Shares & Takeovers) Regulations, 2017, we would like to inform you that Integrated Equities Limited and Next Capital Limited, (Managers to the Offer) have jointly submitted a Comparative Statement on behalf of Fauji Fertilizer Company Limited (FFC) and Maple Leaf Cement Factory Limited (MLCF) respectively on December 11, 2024, in reference to public announcement of public offer on October 25, 2024 and a subsequent announcement of price revision on November 20, 2024 made by FFC while Public Announcement of Public Offer through Competitive Bid made by MLCF on November 11, 2024.

A Copy of the Comparative Statement is attached herewith.

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

Yours faithfully,

For Maple Leaf Cement Factory Limited

(Muhammad Ashraf)

Company Secretary

Encl. As above

CC

◆ The Executive Director/HOD,
Offsite-II Department,
Supervision Division,
Securities & Exchange Commission of Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area,
Islamabad.



December 11, 2024

Executive Director

Public Offering and Regulated Persons Department Securities Market Division Securities and Exchange Commission of Pakistan NIC Building, Jinnah Avenue, Blue Area, Islamabad The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi

Ms. Asma Irfan
Company Secretary
Agritech Limited
Askari Corporate Tower, 4th Floor, 75-76, Block D-1
Main Boulevard, Gulberg III, Lahore

Subject:

<u>Publication of Comparative Statement for Public Offer to acquire shares and control of Agritech</u>
<u>Limited in Newspapers</u>

Dear Sir / Madam,

Reference is being made to the following public offers to acquire shares and control of Agritech Limited published in The Nation (English) and Nawa-e-Waqt (Urdu) newspapers, under the Securities Act, 2015 (the "Act") and the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the "Regulations"):

- A. Public Announcement of Offer made by Fauji Fertilizer Company Limited ("FFCL") on October 25, 2024, as revised on November 20, 2024; and
- B. Public Announcement of Public Offer through Competitive Bid made by Maple Leaf Cement Factory Limited ("MLCF") on November 11, 2024.

As required under Regulation 17(4) of the Regulations, a Comparative Statement has been jointly published by the Manager to the Offers of MLCF and FFCL in The Nation and Nawa-e-Waqt on December 11, 2024; copies of the newspapers are attached for your record.

Should you require any further information on the matter, please contact the undersigned.

Sincerely,

For and on behalf of Next Capital Limited

Aamna Rasheed

Analyst, Investment Banking

Encl: As above

"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 AGL	
Manager to the Offer	Integrated Equities Limited	Next Capital Limited	
Contact details of the Manager to the Offer	Mr. Muhammad Iqbal 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: iqbal.hussain@iel.net.pk, info@iel.net.pk Website: www.iel.net.pk	Ms. Aamna Rasheed Investment Banking Team Next Capital Limited 2nd Floor, Imperial Court Building, Dr. Ziauddin Ahmed Road, Karachi, Pakistan Contact: +92 21 3522 2207, +92-21-111-639-825 Email: cf@nextcapital.com.pk Website: www.nextcapital.com.pk	

روزنامهنوائ وقتراولپندى ااسلام آباد (3) 11 دىمبر 2024ء

"فوجی فرٹیلائز رکمپنی لمیٹڈاورمیپل لیف سینٹ فیکٹری لمیٹڈی جانب سے ایگری ٹیک لمیٹڈ کے شیر زاور کنٹرول کے لیےعوامی پیکش"

۱۱۷۷ موازنه بیان

ضابطہ 17 (4) کے تحت جوفہرست شدہ کمپنیوں (رائے دہی کے حصص کا کافی حصول اور تسلط کے بارے میں) ضابطے 2017 (''ضابطے'') اور سیکیورٹیزا یکٹ 2015 (''ایکٹ'') کے ساتھ پڑھا گیا ہے۔

سیمواز نہ بیان درج ذیل عوامی اعلانات کے حوالے سے شائع کیا جار ہاہے جو "ایگریڈیک کمیٹٹر" (''بدف' یا''اے بی ایل'') کے صعبی ادرکٹٹرول کے صول کے بارے میں "وی بیشن" (انگریزی) اور "نوائے وقت" (اردو) میں شائع کے گئے ہیں:

(+)_11 نومبر 2024 كوميل لف يمن فيكثر كالميثر ("ايم إيل ى الف") كى جانب مقابله جاتى بولى كوزر يعواي بينكش كاعوامى اعلان-

حصول كنتده	فوجى فريلائز كمين كمينة	ميل ليف بينت فيكثرى لميثة	
عوامی پیشکش کے اعلان کی تاریخ	25/كۆر 2024، 20نوبر 2024 كۈچكىش كى قىت مى اضافى كەراتى نظر تانى كى گ	11 نوبر 2024	
عوا مي پيشکش کا تجم	151,052,013 مامصس (جوا مگريليك لين كل ادائلي شده عام صص كرمائكا تقريبا 35.57% ب	160,762,209 مام صفى (جوا يكرية كيال بيندُ سَرَكُل ادا تَكُل شُدوعام صفى (جوا يكرية كيال ادا تَكُل شدوعام صفى السينة من المساحة المساح	
عوامی پیشکش کی قیت	ن شر PKR 39.05	نْ شِرُ PKR 39.00	
وصولى كي اوقات آغاز ي	-012 3 49:00 2024 512. ALTO	الْوَالِيدُوكِ مِنْ 2024 كُونُ 9:00 كُونُ 100	
وصولي كي اوقات - اختيام - ١١	المنظمة المنظ	يخ.5:00 كن 2025 كن 2025 كن المارية	
الجيت	ود تمام شیئر بولڈرز بین کے نام 29 نوبر 2024 کو کاروباری اوقات کے اختتام پرشیئر بولڈ تک اسٹ میں شامل بول کے، وواجے جسم ویش کرنے کے اہل بول کے اورای مقدار میں چیش کرسکیں کے جاری تاریخ کوان کی مکیت میں تھی	ود تمام شیئر بولڈرز من سے نام 29 نوبر 2024 کوکاروباری ادقات کے اختتام پرشیئر بولڈ گلسٹ میں شال بول کے دوہ اپنے تھس بیش کرنے کے اہل بول کے اور ای مقدار میں بیش کر تکس کے جواس تاریخ کوان کی ملک سے مرتجی	
حصول کننده کی موجوده شیئر ہولڈنگ	ایف ایف ی نے 122,541,093عام صصی حاص کرد کے بی جو ایگرینیک لیدیڈ کے جاری کرد دواورادا میکی شدوعام شیئر کے سرمائے کا 28.86 ہفتے ہیں	ائدایل می ایف پر اوراست اور بالواسط 103,120,701 ما احمد می کاما لک ب جوا کی دیکی کمیوند کے جاری کردواور اوران منگی شد و عام شیخ کے سرمائے کا 24.28% بنتے ہیں	
پیشکش کے لیے منجر	· 12 21 元 元 12 元 1 元 1 元 1 元 1 元 1 元 1 元	الماس كينل لميثد	
پیشکش کے منجر کے رابطہ کی تفصیات	جناب می اقبال تسمین امتیکر خیز ایکو پنیر لمیشنر 30 کرکٹرز کالورنی تیمبری محتول اور نیو ، خازی اعز چینی برنگ روق و او ہور رابطہ:iqbal.hussain@iel.net.pk info@iel.net.pk ویب سائٹ:www.iel.net.pk	محترسة مندر شيد الرستنسط بيخانك نيم الرستن ميخال لمينذ ومرى منول ما ميريل كورث بلذنگ، ذاكن خيا مالدين احمد دوذ، كراچى، پاكتان رابط: 492 21 3522 2207 رابط: 99-21-11-639-825 ورسائن of@nextcapital.com.pk:	