



CORPORATE AFFAIRS DEPARTMENT

Ref No.6.12-PSX/S/FFC
24 December 2024

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

Subject: Results of the Board Meeting (Other than Financial Results) – Fauji Fertilizer Company Limited (“FFC” or the “Company”)

Dear Sir,

This is to inform you that 230th Board of Directors' Meeting of Fauji Fertilizer Company Limited held on Tuesday, December 24, 2024 at 1100 hours at 156 The Mall, Rawalpindi have discussed and approved Company's Business Plan 2025.

This is to further inform that in pursuance of the Scheme of Arrangement dated 26 September 2024 (“Scheme”) between the Company and Fauji Fertilizer Bin Qasim Limited (“FFBL”), as sanctioned by the order of the Lahore High Court, Rawalpindi Bench, the Board of Directors of the Company, in their meeting held today, considered and approved the following actions:

- (a) To allot and issue an aggregate of 150,870,449 ordinary shares of the Company to the eligible shareholders of FFBL (being the members of FFBL other than the Company or its nominees, if any), existing as of the Record Date (being 26 December 2024), on the basis of a swap ratio of 01 (one) ordinary share of FFC for every 4.29 ordinary shares of FFBL (subject to the adjustment of fractional shares / entitlements, if any), in the manner as detailed in the Scheme and in accordance with the details and entitlements of such members of FFBL that will be provided by FFBL to the Company on or after the Record Date.
- (b) No fractional shares will be allotted under the Scheme and all fractional entitlements resulting from the application of the swap ratio (i.e. fractions amounting to less than one ordinary share of FFC) shall be consolidated into whole shares of FFC, which shall be allotted in the name of Company Secretary or any other person nominated by Company Secretary in this regard, who shall hold such shares in trust, which shall be disposed as deemed fit and the proceeds from which (less expenses) shall be donated to a registered charitable institution.

In the above regard and to fulfil all post-merger completion steps and procedures in terms of the Scheme, the Board has authorized the management of the Company to undertake, perform and complete all formalities and actions on behalf of the Company that are required pursuant to the Scheme.

You may kindly inform members of the PSX and TRE certificate holders accordingly.

For: Fauji Fertilizer Company Limited


Brig Zulfikar Ali Haider (Retd)
Company Secretary

Copy To : The Securities and Exchange Commission of Pakistan
The Central Depository Company Limited
The Share Registrars
To all concerned