



شركة الاندلس للاسمنت
ATTOCK CEMENT PAKISTAN LTD.

ATTOCK CEMENT PAKISTAN LTD.

June 03, 2025

Managing Director
Pakistan Stock Exchange Limited (PSX)
Stock Exchange Building, Stock Exchange Road,
Karachi

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

Dear Sirs,

DISCLOSURE UNDER TAKEOVERS REGULATIONS, 2017

It is hereby informed that Attock Cement Pakistan Limited (the "**Target Company**") has received public announcement of intention from Airf Habib Limited (the "**Manager to the Offer**"), on behalf of Alpha Cement Company Limited (the "**Acquirer**") to acquire upto 115,526,349 voting shares (representing 84.06% of the paid-up capital) of the Target Company, beyond the threshold prescribed under Section 111 of the Securities Act, 2015, subject to receipt of regulatory and other approvals. This intention has been notified to the Chief Executive of the Target Company on June 03, 2025. A copy of the said public announcement of intention is enclosed.

The Stock Exchange is requested to make the above information immediately available to the shareholders of the Target Company under Regulations 5(1) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017, by placing it on the notice board and through notification on automated information system and make an announcement on the house of exchange.

Yours sincerely
For **ATTOCK CEMENT PAKISTAN LIMITED**

IRFAN AMANULLAH
(Company Secretary)



C.C: Chief Executive Officer - Alpha Cement Company Limited

CORPORATE OFFICE : D-70, Block-4, Kehkashan-5, Clifton, Karachi-75600, Pakistan.

UAN : (9221) 111-17-17-17, PABX : (9221) 35309773-74, Fax : (9221) 35309775

ē : acpl@attockcement.com, Website : www.attockcement.com

FACTORY : Hub Chowki, Lasbela, Balochistan. Tel : (9221) 38200221, 0301-8288625, 0306-2886255, 0321-2886234

ē : factory@attockcement.com



June 03, 2025

Executive Director

Public Offering & Regulated Persons Department
Securities Market Division
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue
Islamabad

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building
Karachi

The Chief Executive

Attock Cement Pakistan Limited
D - 70, Block-4, Kehkashan-5 Clifton,
Karachi, Pakistan

Subject: Public Announcement of Intention to acquire 84.06% of the ordinary shares of Attock Cement Pakistan Limited

Dear Sirs,

We, Arif Habib Limited, have been appointed as the Manager to the Offer by Alpha Cement Company Limited (hereinafter referred to as the "Acquirer"), in accordance with the provision of the Securities Act 2015 and the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017.

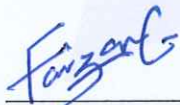
On behalf of the Acquirer, we are pleased to submit Public Announcement of Intention to acquire 84.06% shares of Attock Cement Pakistan Limited (the "Target Company").

The Public Announcement of Intention shall be published in one English and one Urdu language newspaper on June 05, 2025.

Please find enclosed a copy of the Public Announcement of Intention. You may contact the undersigned for any additional information or clarification.

For and on behalf of **Arif Habib Limited** (Manager to the Offer)

Yours faithfully



Muhammad Faizan Qureshi
Analyst, Investment Banking



Farhan Rizvi
Managing Director, Investment Banking

Alpha Cement Company Limited.

PUBLIC ANNOUNCEMENT OF INTENTION TO ACQUIRE 84.06% (115,526,349 SHARES) AND CONTROL OF ATTOCK CEMENT PAKISTAN LIMITED (THE “TARGET COMPANY”)

BY

ALPHA CEMENT COMPANY LIMITED (“ACCL”) (“ACQUIRER”)

UNDER SECURITIES ACT, 2015

Admonishment: Please note that the public announcement of intention to acquire voting shares/control of the “Attock Cement Pakistan Limited” is subject to obtaining the requisite regulatory approvals. The public announcement of intention may be withdrawn, if the requisite approvals are not granted by the concerned regulatory authority(ies).

PART A

Brief description of the intended acquisition:

The Acquirer intends to acquire 84.06% shareholding and control of the Target Company. Public Offer, if at all shall be made in accordance with the Listed Companies (Substantial Acquisition of Voting Shares and Takeover) Regulations, 2017 ("Regulations").

Intended acquisition through	Acquirer	Number of shares	Percentage of Paid-up capital of the Target Company
Share Purchase Agreement	Alpha Cement Company Limited	115,526,349	84.06%
Public Offer	Alpha Cement Company Limited	10,950,306	7.97%

PART B

1) Information about the Acquirers

- a. Name(s) and address(es) of Acquirers along with persons acting in concert, if any: Acquirer(s)

Name: Alpha Cement Company Limited

Address: A-22, KDA Scheme No. 1 EXT., main Karsaz Road, Karachi

- b. Name(s) of the ultimate acquirer or the ultimate controlling shareholder.

Mr. Tanweer Ahmed Khan

- c. Name(s) and address(s) of the manager to the offer of the acquirer.

Name: Arif Habib Limited.

Address: Arif Habib Centre, 23, M.T. Khan Road Karachi 74000

Alpha Cement



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info@alphacement.com.pk



A-22 KDA Scheme #1, Main Karsaz Rd.
Karachi, Pakistan

Alpha Cement Company Limited.

d. Principal areas of business of the acquirer and relevant experience

The principal line of business for Alpha Cement Company Limited is to produce, manufacture, prepare, treat, process, refine, and deal in all kinds of cement and its allied products.

e. In case the acquirer is a fund/company(s):

i. Names of the chief executive and directors of the company(s);

Name	CNIC	Nationality	Address	Designation
Tanweer Ahmed Khan	4240186902979	Pakistan	House No. A-22, KDA Scheme no. 1 EXT., Gulshan town, Karachi, Sindh, Pakistan.	CEO/Director
Wajeeha Tanweer	4210172588418	Pakistan	House No. A-22, KDA Scheme no. 1 EXT., Gulshan town, Karachi, Sindh, Pakistan.	Director
Tanveer Ul Bari	4210126314665	Pakistan	L-4-2/24, Center Point Phase I, F. B. Area, Block 21, Gulshan Town, Karachi, Sindh, Pakistan.	Director

ii. Names of substantial shareholders of the company.

Alpha Cement Company Limited				
Name	CNIC	Nationality	Address	
Tanweer Ahmed Khan	4240186902979	Pakistan	House No. A-22, KDA Scheme no. 1 EXT., Gulshan town, Karachi, Sindh, Pakistan.	
Wajeeha Tanweer	4210172588418	Pakistan	House No. A-22, KDA Scheme no. 1 EXT., Gulshan town, Karachi, Sindh, Pakistan.	
Tanveer Ul Bari	4210126314665	Pakistan	L-4-2/24, Center Point Phase I, F. B. Area, Block 21, Gulshan Town, Karachi, Sindh, Pakistan.	

iii. Date of Incorporation

Name	Date of Incorporation
Alpha Cement Company Limited	November 22, 2024

iv. Jurisdiction of Incorporation

Name	Jurisdiction of Incorporation
Alpha Cement Company Limited	Sindh, Pakistan

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v. Authorized and paid-up capital:

	Class/Kind	Face Value	Number of Shares	Total Amount
Authorized Capital	Limited by Shares	1,000	5,000	5,000,000
Paid Up Capital	Ordinary	1,000	300	300,000

f) Details of companies, where the intended Acquirers holds more than thirty percent voting shares:
Alpha Cement Company Limited: NIL

g) Information about ultimate owner of the intended acquirer(s): -

i. Name, CNIC, nationality and address of each person

Name: Tanweer Ahmed Khan

Nationality: Pakistani

CNIC No: 4240186902979

Address: House No. A-22, KDA Scheme no. 1 EXT., Gulshan town, Karachi, Sindh, Pakistan.

ii. Details of companies located in and outside Pakistan, where the ultimate acquirer or the ultimate controlling shareholder held control and or more than thirty percent voting shares

Name of Company	Registration No.	Nature (listed/unlisted/Private)	Nature of business	Jurisdiction of incorporation	Description held control/more than thirty % shares, or both
Malir Expressway Operations (Private) Limited	0286983	Private	Maintenance & Management of infrastructure projects	Pakistan	Tanweer Ahmed Khan 45%
JN Construction Company (Private) Limited	0152200	Private	Construction	Pakistan	Tanweer Ahmed Khan 67%

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Karachi, Pakistan

Alpha Cement Company Limited.

h) Details of any existing holding of voting rights in the Target Company:

i. Which the Acquirer(s) owns or over which it has control or direction:

NIL

ii. Which is owned or controlled or directed by any person acting in concert with the Acquirer(s):

NIL

iii. In respect of which the Acquirer or any other person acting in concert with him has received an irrevocable commitment to accept the takeover offer; and in respect of which the Acquirer or any person acting in concert with him holds an option to purchase or warrants or other convertible securities:

NIL

i) All conditions (including normal conditions relating to acceptance, listing and increase of capital) to which the public offer or the posting of it is subject:

None

PART-C

2) Information about the target company

a) Name of the target company, its directors and major shareholders along with number of shares and percentage of paid-up capital.

Name: Attock Cement Pakistan Limited	
Name of Directors	Designation
Laith G. Pharaon	Non-Executive Director
Wael G. Pharaon	Non-Executive Director
Shuaib A. Malik	Non-Executive Director / Chairman
Abdus Sattar	Non-Executive Director
Shamim Ahmad Khan	Independent Director
Agha Sher Shah	Independent Director
Mohammad Haroon	Independent Director
Babar Bashir Nawaz	Chief Executive Officer / Alternate Director

Major Shareholders:

Major Shareholder	Number of Shares	Percentage of Paid-up Capital
Pharaon Investment Group Limited (Holding) S.A.L., Lebanon	115,526,349	84.06%

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Alpha Cement Company Limited.

b) Total number of issued shares of the company.

137,426,961 Ordinary shares of PKR 10/- per share.

c) Date of listing and offer price at the time of initial public offering

June 28, 2002 and PKR 10 per share

d) Opening price at securities exchange at time of listing

Not available

e) Share price quoted on the securities exchange one day before the public announcement of intention.

PKR 310.54/ Share* at the close of market hours on June 02, 2025

f) The weighted average share price as quoted on the securities exchange during twenty-eight days (28) days preceding the date of public announcement of intention.

PKR 303.7680/Share* for the period from May 06, 2025 to June 02, 2025

**Source: Bloomberg*

g) Financial position/performance of the company for the last five years, including profit/loss after tax, earning per share, payouts.

Amount in PKR Mn	June 30 2020	June 30 2021	June 30 2022	June 30 2023	June 30 2024	March 31 2025
Total Assets	27,422	32,657	39,244	43,667	53,174	47,749
Total Liabilities	10,870	15,456	21,753	24,699	31,657	25,472
Equity	16,553	17,201	17,492	18,969	21,517	22,277

Amount in PKR Mn	FY20	FY21	FY22	FY23	FY24	9MFY25
Sales	18,501	21,245	20,479	25,477	28,537	23,650
Profit/(loss) after tax	1,107	1,107	1,122	1,516	3,567	1,310
EPS (PKR/Share)	8.06	8.06	8.16	11.03	25.95	9.53
DPS (PKR/Share)	3.50	4.00	3.50	6.00	6.50	-

Source: Financial Statements of Attock Cement Pakistan Limited

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Karachi, Pakistan

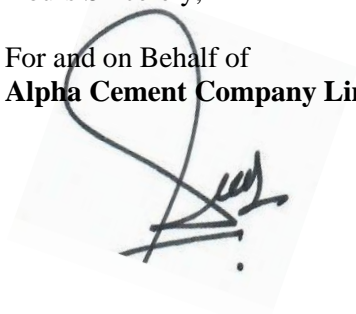
Alpha Cement Company Limited.

For any queries or further information regarding this announcement, you may contact the Manager to the Offer:

Name:	Arif Habib Limited.
Address:	Arif Habib Centre, 23, M.T. Khan Road Karachi 74000

Yours Sincerely,

For and on Behalf of
Alpha Cement Company Limited



Name: Tanweer Ahmed Khan
Designation: Chief Executive Officer

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