

## CHERAT CEMENT COMPANY LIMITED

MODERN MOTORS HOUSE, BEAUMONT ROAD, KARACHI-75530, PAKISTAN

UAN : (9221) 111-000-009

TEL : (9221) 35683566-35683567-35688348-35689538

FAX : (9221) 35683425

E-MAIL : cherat@gfg.com.pk

WEB : www.gfg.com.pk



Ghulam Faruque  
Group

June 4, 2025

✓ **The General Manager**

Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi

Dear Sir,

**Public announcement of intention to acquire 84.06% (115,526,349 shares) and joint control of Attock Cement Pakistan Limited**

In accordance with Sections 96 & 131 of the Securities Act, 2015 and Clause 5.6.1 of the Rule Book of Pakistan Stock Exchange Limited ("PSX"), we would like to inform that Topline Securities Limited, Manager to the Offer, has submitted the public announcement of intention to acquire 84.06% (115,526,349 shares) and joint control of Attock Cement Pakistan Limited, held by Pharaon Investment Group Limited (Holding) S.A.L, Lebanon on behalf of the Cherat Cement Company Limited and Shirazi Investments (Private) Limited as Acquirers, in accordance with the said provisions of the Securities Act, 2015 and the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017.

The public announcement of intention will be published in English and Urdu newspapers accordingly.

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

Yours sincerely,

For Cherat Cement Co. Limited

Asim H. Akhund  
Company Secretary

Encl.: As stated above

Copy to:

**The Director / HoD**

Offsite – II Department

Listed Companies Department, Supervision Division

Securities & Exchange Commission of Pakistan

63-, NIC Building, Jinnah Avenue, Blue Area

Islamabad



June 4, 2025



**The Executive Director**

Public Offering and Regulated Persons Department  
Securities and Exchange Commission of Pakistan  
National Insurance Corporation Building  
Jinnah Avenue  
Islamabad

**The General Manager**

Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi

**Chief Executive Officer**

Rafhan Maize Products Company Limited  
Rakh Canal East Road,  
Faisalabad

**Subject: Public Announcement of Intention to acquire atleast 84.06% (115,526,349 shares) and joint control of Attock Cement Pakistan Limited ("Target Company") by Cherat Cement Company Limited & Shirazi Investments (Private) Limited (the "Acquirers") under Securities Act. 2015**

Dear Sirs,

We, Topline Securities Limited, have been appointed as Manager to the Offer by **Cherat Cement Company Limited & Shirazi Investments (Private) Limited** (the "Acquirers"), in accordance with the Securities Act 2015 and the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017.

On behalf of the Acquirers, we would like to submit the Public Announcement of Intention to acquire at least 84.06% shares of **Attock Cement Pakistan Limited** ("Target Company"), subject to receipt of regulatory and other approvals, if any.

The Public Announcement of Intention will be published in one English and one Urdu language newspapers withing two working days.

Please find enclosed a copy of the Public Announcement of Intention.

You may contact the undersigned for any additional information or clarification.

Yours faithfully,

For and behalf of **Topline Securities Limited**

A handwritten signature in blue ink, appearing to read "Hafeez", written over a horizontal line.

Abdul Hafeez  
Associate, Corporate Finance & Advisory

A handwritten signature in blue ink, appearing to read "Mohammad Nadeem", written over a horizontal line.

Mohammad Nadeem  
Head of Corporate Finance & Advisory

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

**BY**

- (i) **CHERAT CEMENT COMPANY LIMITED (“CCCL”); and**  
(ii) **SHIRAZI INVESTMENTS (PRIVATE) LIMITED (“SIL”)**

**(“ACQUIRERS”)**

**UNDER SECURITIES ACT, 2015**

**Admonishment:** *Please note that the public announcement of intention to acquire voting shares/control of 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 Acquirers intend to acquire at least 84.06% shareholding and joint 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 Takeovers) Regulations, 2017 ("Regulations").

<b>Intended acquisition through</b>	<b>Acquirer</b>	<b>Number of shares</b>	<b>Percentage of Paid-up capital of the Target Company</b>
Share Purchase Agreement	Cherat Cement Company Limited	Up to 57,763,174	42.03%
	Shirazi Investments (Private) Limited	Up to 57,763,175	42.03%
	<b>Total</b>	<b>115,526,349</b>	<b>84.06%</b>
Public Offer	Cherat Cement Company Limited	Not determinable at this stage	To be determined after the execution of Share Purchase Agreement
	Shirazi Investments (Private) Limited	Not determinable at this stage	To be determined after the execution of Share Purchase Agreement

**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:** Cherat Cement Company Limited

**Address:** Modern Motors House, Beaumont Road, Karachi

**Name:** Shirazi Investments (Private) Limited

**Address:** 2<sup>nd</sup> Floor Federation House, Shara-e-Firdousi, Clifton, Karachi

Cherat Cement Company Limited and Shirazi Investments (Private) Limited intend to acquire the Target Company through a 50:50 joint holding.

**b) Name(s) of the ultimate acquirers or the ultimate controlling shareholder:**

Name	Ultimate Controlling Shareholder
Cherat Cement Company Limited	NIL  As the largest shareholder, Faruque (Private) Limited holds 21.67% of the shares in Cherat Cement Company Limited. No other single shareholder possesses a substantial interest, and therefore, details regarding natural person(s) with ultimate beneficial ownership cannot be determined.
Shirazi Investments (Private) Limited	Mr. Aamir H. Shirazi Mr. Saquib H. Shirazi Mr. Ali H. Shirazi Iftikhar Shirazi Family Trust

**c) Name(s) and address(es) of manager to the offer of the Acquirer:**

Name	Topline Securities Limited
Address	8th Floor, Horizon Tower, Plot # 2/6, Block 3 Clifton, Karachi, Karachi City, Sindh, Pakistan

**d) Principal areas of business of the Acquirer and relevant experience:**

Name	Principal Area of Business
Cherat Cement Company Limited	Cherat Cement Company Limited (CCCL) is a prominent player in Pakistan's cement industry. The company is publicly listed on the Pakistan Stock Exchange and is engaged in the manufacturing, marketing, and sale of high-quality cement. With a state-of-the-art production infrastructure and an installed capacity of 4.5 million tons per annum, primarily serving the northern region of Pakistan. CCCL is recognized for its consistent quality standards, operational excellence, and commitment to sustainability.  CCCL also plays an active role in regional trade, exporting cement to Afghanistan, thereby contributing to Pakistan's export economy. Through its focus on innovation, efficiency, and customer satisfaction, CCCL continues to strengthen its position as a trusted name in the cement sector.
Shirazi Investments (Private) Limited	Operates as the investment arm of Atlas Group, a diversified conglomerate with investments in engineering, power, finance, and trading businesses, renowned for its strategic investments and strong governance.

**e) In case the Acquirer(s) is a fund/company:**

**i) Names of the Chief Executive and Directors of the Companies:**

Cherat Cement Company Limited	
Name	Designation
Mr. Omar Faruque	Chairman - Non-Executive Director
Mr. Azam Faruque	Chief Executive Officer - Executive Director
Mr. Akbar Ali Pesnani	Non-Executive Director



Mr. Arif Faruque	Non-Executive Director
Mr. Abrar Hasan	Independent Director
Mr. Yasir Masood	Director & Chief Operating Officer
Mrs. Zeeba Ansar	Independent Director
Mr. Ariful Islam	Independent Director

<b>Shirazi Investments (Private) Limited</b>	
<b>Name</b>	<b>Designation</b>
Mr. Iftikhar H. Shirazi	Chairman & Executive Director
Mr. Aamir H. Shirazi	Non-Executive Director
Mr. Saquib H. Shirazi	Non-Executive Director
Mr. Ali H. Shirazi	Non-Executive Director
Mr. Frahim Ali Khan	Non-Executive Director
Mr. Noorullah R. Hassan	Chief Executive Officer

**ii) Names of substantial shareholder of the Company:**

<b>Cherat Cement Company Limited</b>		
<b>Name</b>	<b>No. of Shares Held</b>	<b>Shareholding</b>
Faruque (Private) Limited	42,096,353	21.67 %

<b>Shirazi Investments (Private) Limited</b>		
<b>Name</b>	<b>No. of Shares Held</b>	<b>Shareholding</b>
Mr. Aamir H. Shirazi	55,028,109	24.99 %
Mr. Saquib H. Shirazi	55,028,109	24.99 %
Mr. Ali H. Shirazi	55,028,109	24.99 %
Iftikhar Shirazi Family Trust	55,028,085	24.99 %
<b>Total</b>	<b>220,112,412</b>	<b>99.99%</b>

**iii) Date of incorporation:**

<b>Name</b>	<b>Date of Incorporation</b>
Cherat Cement Company Limited	25 <sup>th</sup> May 1981
Shirazi Investments (Private) Limited	27 <sup>th</sup> August 1962

**iv) Jurisdiction of incorporation:**

<b>Name</b>	<b>Jurisdiction of Incorporation</b>
Cherat Cement Company Limited	Nowshera, Khyber Pakhtunkhwa, Islamic Republic of Pakistan
Shirazi Investments (Private) Limited	Karachi, Sindh, Islamic Republic of Pakistan

**v) Authorized and paid-up capital:**

<b>Cherat Cement Company Limited</b>	
Authorized share capital	Rs. 2,250,000,000/- divided into 225,000,000 ordinary shares of Rs. 10/- each.
Issued, subscribed and paid-up capital	Rs. 1,942,950,380/- divided into 194,295,038 ordinary shares of Rs. 10/- each.

<b>Shirazi Investments (Private) Limited</b>	
Authorized share capital	Rs. 2,400,000,000/- divided into 240,000,000 ordinary shares of Rs. 10/- each.
Issued, subscribed and paid-up capital	Rs. 2,201,124,390/- divided into 220,112,439 ordinary shares of Rs. 10/- each.

**f) Details of companies, where the intended Acquirers holds more than thirty percent voting shares:**

**Cherat Cement Company Limited: NIL**

<b>Shirazi Investments (Private) Limited</b>					
<b>Name of company</b>	<b>Registration No.</b>	<b>Nature (listed/unlisted/private)</b>	<b>Nature of Business</b>	<b>Jurisdiction of Incorporation</b>	<b>Description held control/more than 30% shares or both</b>
Atlas Honda Limited	0001569	Listed Company	Manufacturing of motorcycles and spare parts	Pakistan	52.43%
Atlas Battery Limited	0002379	Listed Company	Manufacturing of automotive batteries and allied products	Pakistan	58.86%
Atlas Insurance Limited	0000021	Listed Company	General Insurance	Pakistan	75.33%
Honda Atlas Cars (Pakistan) Limited	0028815	Listed Company	Assembling of vehicles and manufacturing of spare parts	Pakistan	30.20%
Atlas Engineering (Private) Limited	0001665	Private Limited Company	Manufacturing and trading of automotive parts and components	Pakistan	100.00%
Atlas Asset Management Limited	0044252	Unlisted Public Company	Asset Management, Management of Mutual Funds and Investment Advisory	Pakistan	100.00%
Atlas Energy Limited	0099710	Unlisted Public Company	Renewable Energy	Pakistan	100.00%
Atlas Power Limited	0059066	Unlisted Public Company	Power Generation	Pakistan	92.09%
Shirazi Trading Company	0004831	Private Limited Company	Trading of medical equipment, auto	Pakistan	100.00%

(Private) Limited			parts, office equipment and motorcycles under hire purchase agreements		
Atlas Metals (Private) Limited	0081144	Private Limited Company	Manufacturing of Automotive parts	Pakistan	100.00%
Atlas Venture Limited	110700	Limited Liability Company	General Trading	UAE	100.00%
Atlas Solar Limited	0089745	Unlisted Public Company	Renewable Energy Solutions	Pakistan	Indirect holding: 93.70%
Atlas DID (Private) Limited	0136770	Private Limited Company	Manufacturing of Automotive parts	Pakistan	Indirect holding: 60%
Atlas Hitec (Private) Limited	0081103	Private Limited Company	Manufacturing of Automotive parts	Pakistan	Indirect holding: 60.20%
Atlas GCI (Private) Limited	0137564	Private Limited Company	Manufacturing of Automotive parts	Pakistan	Indirect holding: 44.10%
Atlas World Wide General Trading LLC	1717948	Limited Liability Company	General Trading	UAE	Indirect holding: 100%
Atlas Global FZE	176078	Limited Liability Company	General Trading	UAE	Indirect holding: 100%

**g) Information about ultimate beneficial owner of the intended Acquirer:**

**i) Name, CNIC, nationality and address of each person**

**Cherat Cement Company Limited:** NIL

Faruque (Private) Limited, as the largest shareholder holds 21.67% of the shares in Cherat Cement Company Limited. No other single shareholder possesses a substantial interest, and therefore, details regarding natural person(s) with ultimate beneficial ownership cannot be determined.

<b>Shirazi Investments (Private) Limited</b>			
<b>Name</b>	<b>CNIC</b>	<b>Nationality</b>	<b>Address</b>
Iftikhar Shirazi Family Trust (Beneficiary: Mr. Iftikhar H. Shirazi)	42301-0948515-3	Pakistan	5, Khayaban-e-Muhafiz, Phase VI, DHA, Karachi
Mr. Aamir H. Shirazi	35202-3854859-7	Pakistan	3, Canal Bank, Zaman Park, Lahore

Mr. Saquib H. Shirazi	42000-0509678-5	Pakistan	12, Khayaban-e-Bukhari, Phase VI, DHA, Karachi
Mr. Ali H. Shirazi	42301-0972346-1	Pakistan	2, Khayaban-e-Ghazi, Phase V, DHA, Karachi

- iv) **Detail 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:**

**Cherat Cement Company Limited: NIL**

<b>Shirazi Investments (Private) Limited</b>					
<b>Name of the Company</b>	<b>Registration No.</b>	<b>Nature (Listed/ Unlisted/ Private)</b>	<b>Nature of Business</b>	<b>Jurisdiction of Incorporation</b>	<b>Description held control/ more than 30%</b>
SF Global Holdings Limited	194560	A Limited Liability Company	Investment in real estate	Jebel Ali Free Zone, Authority, Dubai, UAE	Mr. Aamir H. Shirazi - 33.33% holding Mr. Saquib H. Shirazi - 33.33% holding Mr. Ali H. Shirazi - 33.33% holding

- 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

**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:**

The consummation of the acquisition shall be subject to, inter alia, finalization of acquisition terms, due diligence, execution of appropriate agreement(s) and receipt of all regulatory and corporate approvals, where required. The minimum level of acceptance, i.e. number and percentage shares, to which the offer is subject, if any, will be specified in the public offer.



## 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

**Directors of the Target Company:** As per quarterly accounts for the period ended 31 March, 2025

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:** Based on the audited accounts for the period ended 30 June, 2024

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

- b) **Total number of issued shares of the Target 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:**

Date of listing: Not Available

Offer Price: Not Available

- 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 300.13 per share

- 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 303.56 per share

**g) Financial position/performance of the Target Company for the last five years including profit/loss after tax, earning per share, pay-outs.**

Amount in PKR Mn	Jun 30, 2020	Jun 30, 2021	Jun 30, 2022	Jun 30, 2023	Jun 30, 2024	9 Month, 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	Jun 30, 2020	Jun 30, 2021	Jun 30, 2022	Jun 30, 2023	Jun 30, 2024	9 Month, 2025
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	0.00

*Source: Financial Statements of Attock Cement Pakistan Limited*

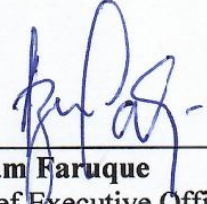
Any questions about this announcement can be directed to:

Manager to the Offer:


<b>Name</b>	Topline Securities Limited
<b>Address</b>	8th Floor, Horizon Tower, Plot # 2/6, Block 3 Clifton, Karachi, Sindh, Pakistan

Best regards,

**For and on behalf of  
Cherat Cement Company Limited**

  
**Azam Faruque**  
Chief Executive Officer

**For and on behalf of  
Shirazi Investments (private) Limited**

  
**Ali H. Shirazi**  
Director