

**MATCO FOODS LIMITED**

B-1/A, S.I.T.E., Phase 1, Super Highway
Industrial Area, Karachi- 75340.
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December 12, 2025

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

Subject: Disclosure of Material Information

Dear Sir,

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Clause 5.6.1(a) of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the following information:

This is in continuation of the disclosures / notices issued by Matco Foods Limited (the "**Company**") on November 25, 2024, February 28, 2025, May 9, 2025, May 26, 2025 and June 27, 2025, pertaining, *inter alia*, to the corporate restructuring / reorganization of the Company, involving the merger its corn starch segment / division with and into its wholly owned subsidiary i.e. Matco Corn Products (Private) Limited (the "**Proposed Arrangement**"), in accordance with the Scheme of Arrangement under Sections 279 to 283 and 285(5) of the Companies Act, 2017 (the "**Scheme**"), subject to obtaining the requisite approvals and the sanction of the Scheme by the High Court of Sindh at Karachi.

We are pleased to announce that the Honourable High Court of Sindh at Karachi has allowed the petition, and sanctioned the Scheme (pertaining to the Proposed Arrangement) without modification, vide order dated December 8, 2025 (the certified true copy of which was received on December 12 December 2025), passed in petition bearing J. C. M. No. 21 of 2025. A certified copy of the order of the Court is attached herewith. Consequently, the Scheme and the Proposed Arrangement in terms thereof are deemed to be effective from the effective date i.e. July 1, 2025.

You may please inform the TREC holders accordingly.

Yours faithfully,

Muhammad Noman Ansari
Company Secretary

Cc:
Director / HOD
Surveillance, Supervision and Enforcement Department
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue
Blue Area, Islamabad

Enclosure: Copy of the aforementioned Order.

Presented on 27/05/2015

Registrar Company Bench

IN THE HIGH COURT OF SINDH AT KARACHI
(COMPANIES JURISDICTION)

J. C. M. PETITION NO. 21 OF 2025

In the matter of:

Sections 279 to 283 and 285(8) of the Companies Act, 2017

1. **MATCO FOODS LIMITED**, a public company limited by shares, incorporated under the provisions of the Companies Ordinance, 1984, and existing under the provisions of the Companies Act, 2017, having its registered office at B-1/A, S.I.T.E. Phase 1, Super Highway Industrial Area, Karachi.

2. **MATCO CORN PRODUCTS (PRIVATE) LIMITED**, a private company limited by shares, incorporated and existing under the provisions of the Companies Act, 2017, having its registered office at Plot No. 8-C (3rd and 4th Floors), Shahbaz Lane No. 2, Phase VI, D.H.A., Karachi.



[Signature]

.....PETITIONERS

**PETITION UNDER SECTION 279 READ WITH
SECTIONS 280 TO 283 AND 285(8) OF THE COMPANIES ACT, 2017**

Order Sheet

IN THE HIGH COURT OF SINDH, KARACHI

J. C. M. No. 21 of 2025

Date

Order with signature of Judge

For hearing of main petition.

08.12.2025

Mr. Mikael Azmat Rahim, Advocate for the Petitioners.

Syed Hafiz Ebad-ur-Rehman, Advocate for SECP.

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The Petitioners have filed the instant Petition under Sections 279 to 283 and 285(8) of the Companies Act, 2017 seeking *inter-alia* sanction of a Scheme of Arrangement.

Under Sections 279, 281, 282, 283 and 285 of the Companies Act, 2017, all formalities have been fulfilled. The Scheme of Arrangement sought is available at Page-147, Annexure 'E' of the File.

The relevant Reports of the respective Petitioners are available on File¹, as per Rule 57 of the Companies (Court) Rules, 1997.

Advertisement of the main Petition was ordered by this Court on 03.06.2025, and subsequently Publication was carried out in the daily Jang (Urdu) and The News (English) newspapers issued on 07.06.2025. Publication was also issued to be printed in the Official Gazette on 25.06.2025. Creditors' report has also been filed which is available on File.

The Security Exchange Commission of Pakistan (SECP) is represented by Syed Hafiz Ebad-ur-Rehman, and stated on behalf of SECP, that all codal formalities and legal requirements have been fulfilled, and there remains no impediment to grant of this Petition.

No objection against this petition is being received, nor is there any material on record to suggest that the same is contrary to law or in violation of any public interest. Accordingly, the instant Petition is allowed as prayed, and the Scheme of Arrangement is hereby permitted subject to fulfill all legal requirements and formalities.

Shahbaz

Sd/= Muhammad Osman Ali Hadi
Judge

¹ At Pages-763 and 817 respectively.

