

FAUJI CEMENT COMPANY LIMITED

Fauji Towers, Block-III, 68 Tipu Road, Chaklala, Rawalpindi, Pakistan

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Website : <http://www.fccl.com.pk> : 051-5763321-24
Case No : SECY/FCCL/2037/42 Dated : 18 Feb 2026

To: **The General Manager**
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi

Subject: **Disclosure of Material Information**

1. In accordance with Sections 96 and 131 of the Securities Act, 2015, and Regulation 5.6.1 of the Pakistan Stock Exchange Regulations, we hereby convey the following:-

- a. In continuation of our earlier letter to the PSX dated 17 February 2026, wherein we enclosed the copy of the newspaper publication in The Nation and The Nawa-e-Waqt, in respect of the Public Announcement of Offer to acquire shares and control of Attock Cement Pakistan Limited (the Target) jointly by Fauji Cement Company Limited and Kot Addu Power Company Limited (the Joint Acquirers)..
 - b. We are enclosing the copy of the proposed Offer letter along with relevant Annexures stating therein dates of Acceptance Period.
2. You may please inform the TREC holders accordingly.

For and on behalf of Fauji Cement Company Limited



Brig Kashif Naveed Abbasi, SI (M), Retd
Company Secretary

Enclosed: Published Public Announcement of Offer

Copy to: The Director/HOD
Offsite – II Department
Listed Companies Department, Supervision Division
Securities and Exchange Commission of Pakistan
63 – NIC Building, Jinnah Avenue, Blue Area
Islamabad



Stock Brokers at PSX
Investment Advisors
Financial Consultants
M&A, IPO, REITs Advisors

18 February 2026

The General Manager Operations

Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road, Karachi

The Executive Director

Public Offering and Regulated Persons
Department
Securities Market Division
Securities & Exchange Commission of Pakistan
NIC Building, 63-Jinnah Avenue, Islamabad (the
"Commission")

The Chief Executive Officer

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

Public Announcement of Offer to Acquire 10,950,306 Ordinary Shares representing approximately 7.97% of the Attock Cement Pakistan Limited (the Target Company) jointly by Fauji Cement Company Limited and Kot Addu Power Company Limited (the Joint Acquirers) under the Securities Act, 2015 (the 'Act') and Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the 'Regulations') (hereinafter referred to as the "Public Offer")

Dear Sir(s),

Please refer to our earlier letter dated 17 February 2026 in respect of the above cited subject, enclosing therein the daily Newspapers (The Nation and Nawa-e-Waqt) in which the above referred Public Announcement of Offer to acquire shares and control of Attock Cement Pakistan Limited Jointly by Fauji Cement Company Limited and Kot Addu Power Company Limited was published.

We are enclosing the draft of the proposed Offer letter along with relevant Annexures stating therein dates of Acceptance Period.

Yours truly

For Integrated Equities Limited
(Manager to the Offer)


Muhammad Iqbal Hussain
VP & Chief Compliance Officer

Enclosed: Offer Letter as above
Copy to: All concerned

Integrated Equities Limited

DRAFT OFFER LETTER

Date: [REDACTED]

To,

[Name and details of the eligible shareholder]

Subject: Purchase of Shares of Attock Cement Pakistan Limited

Dear Sir,

In pursuance of the Public Announcement of Offer made by Fauji Cement Company Limited & Kot Addu Power Company Limited (the “Joint Acquirers”) and published in the Daily Nawa-e-waqt (Urdu) and The Nation (English) nation-wide editions on 17 February 2026, this is to inform you that we intend to acquire 7.97 % of the total issued capital of Attock Cement Pakistan Limited (the “Target Company” or “ACPL”) comprising of 10,950,306 Ordinary shares of PKR 10/- each. Therefore, we are making an offer to you for the acquisition of your [REDACTED] shares, as per List of Beneficial Owner (LOBO) on the date of book closure of ACPL.

In pursuance of our obligations under Securities Act 2015 (the Act) and the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the Regulations) you are hereby, being made an offer to sell your [REDACTED] [number of shares as per LOBO] of Attock Cement Pakistan Limited at PKR =330.41 per share to the Joint Acquirers. In accordance with sub-section (2) of Section 112 of the Securities Act 2015, in case the numbers of voting shares offered for sale by shareholders are more than the voting shares to be acquired by the Joint Acquirers, the Acquirers shall, in consultation with the Manager to the Offer, may accept the public offer or offers received from the shareholders on proportional basis. The public announcement of offer containing detailed information can be viewed at Joint Acquirer’s website i.e. www.fccl.com.pk. & www.kapco.com.pk. or the website of the Manager to the Offer i.e.: www.iel.net.pk

The offer is valid until 12 April 2026. You may accept the offer between 06 April 2026 to 12 April 2026 during business hours from 9:00 am to 5:00 pm by completing and sending the letter of acceptance (in the form attached hereto) and providing the requisite documents stated therein (including tendering your shares to the Manager to the Offer in Central Depository Company Account as follows:

CDC Account Details:	
CDC Account Title:	Manager To The Offer – Attock Cement Pakistan Limited.
CDC Participant ID:	13912
CDC Sub Account No.	10137
Transaction Reason Code:	UIN: 0028972 - For Intra Account – A021 - For Inter Account – P015

CDC account holders shall follow the procedure and must transfer these shares to the CDC account of Manager to the Offer in accordance with the details given above and to provide the CDC transfer slip to the Manager to the Offer, with respect to transfer of shares. However, in case

of physical shares, the original shares certificates with signed and verified transfer deeds must be submitted to the Manager to the Offer, whose contact details are provided below, by or before 5:00 pm on the Closing Date. In the event that the letter of acceptance and the requisite documents are delivered within the stipulated time, the Manager to the Offer will issue confirmation of the receipt of documents (Provisional Receipt).

All payments through bank draft/pay order [mode of payment] against shares accepted by the Joint Acquirers will be made within a period of not more than 10 days from date of closure of the acceptance period.

In case of any query regarding the public announcement of offer, you may contact the Manager to the Offer or Joint Acquirers at the following Addresses:

Manager to Offer	Joint Acquirers	
Mr. Muhammad Iqbal Hussain Integrated Equities Limited 30 Cricketers Colony, 3 rd Floor, NETSOL Avenue, Ghazi Interchange, Ring Road, Lahore Cell no.: 0345 009 1263 Ph. no. +92 42 3574 1714-15 Email: iqbal.hussain@iel.net.pk Email: info@iel.net.pk Website: www.iel.net.pk	Mr. Mr. Shahab Qader Khan Kot Addu Power Company Limited Office No 309, 3rd Floor, Evacuee Trust Complex, Agha Khan Road F-5/1 Islamabad Email: shahab.khan@kapco.com.pk Ph. no. +92 42 3577 2912-6	Mr. Mr Qamar Haris Manzoor Fauji Cement Company Limited Fauji Tower Block III, 68 Tipu Road, Chaklala, Rawalpindi Email: secretaryoffice@fccl.com.pk Ph. no. +92 51 928 0081 Ext-103 & 130

The Joint Acquirers accepts all the responsibility for the information contained in this Offer Letter.

For: Fauji Cement Pakistan Limited (Joint Acquirer)

Signature: _____
Name: Mr Qamar Haris Manzoor
Designation: Chief Executive / Managing Director
Date: _____
Place: Rawalpindi
Stamp:

For: Kot Addu Power Company Limited (Joint Acquirer)

Signature: _____
Name: Mr. Shahab Qader Khan
Designation: Chief Executive Officer
Date: _____
Place: Islamabad
Stamp:

Enclosed: As above as the case may be

PUBLIC OFFER ACCEPTANCE LETTER

Date: _____

The Manager to the Offer
Integrated Equities Limited
30 Cricketers Colony, 3rd Floor, NETSOL Avenue,
Ghazi Interchange, Ring Road, Lahore
Ph. no. +92 42 3574 1714-15

Subject: Irrevocable Acceptance of Offer to Purchase Shares of Attock Cement Pakistan Limited

Dear Sir,

I/ we the undersigned refer to the offer letter dated _____ ("Offer Letter") received from Integrated Equities Limited ("Manager to the Offer") on behalf of Fauji Cement Company Limited & Kot Addu Power Company Limited (the "Joint Acquirers") with respect to the proposed acquisition by the Joint Acquirers (through Public Offer) of =10,950,306= Ordinary Shares (representing 7.97 % of the total issued and paid up share capital of Attock Cement Pakistan Limited (the "Target Company" or "ACPL"), at PKR 330.41 per Ordinary Share of ACPL (the "Offer Price") on the terms and conditions set out in the Offer Letter.

I / we the undersigned hereby communicate my / our Irrevocable Acceptance with respect to the sale to the Joint Acquirers of the shares of ACPL tendered below ("tendered shares") at Offer Price and request you to kindly process my / our application, on the terms and conditions set out in the Offer Letter and the Securities Act, 2015 ("The Act") and The Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 (the "Regulations").

1. Shareholder Details	1.1 Joint Registered Holders (if any)
Name: _____ <i>(as shown on the share certificate/CDC account title)</i>	1. Name: _____ <i>(as shown on the share certificate/CDC account title)</i>
Address: _____ _____ _____	Address: _____ _____ _____
Telephone No. _____	2. Name: _____ <i>(as shown on the share certificate/CDC account title)</i>
Email. _____	Address: _____ _____ _____
CNIC/NTN No. _____ <i>(CNIC No. for individuals and NTN No. for corporates)</i>	
UIN No. _____ <i>(For Corporate only)</i>	

2. Share Details

(a). No. of shares to be tendered

(b). Form of shares (Please tick and fill the appropriate column)

If Physical Shares then tick here	Folio No.	Certificate No.

If CDC, then tick here	Participant ID Sub Account No.	Investor Account No.

3. Signatures

Signatures of Individuals or in case of Company then Director / Secretary along with the Company Stamp

1.	2.	3.

4. Required documents to be attached with Letter of Acceptance

(a)	For Individual Applicants	Please tick
1.	An attested copy of computerized National Identity Card	
2.	Share Certificate and verified Transfer Deeds (for physical shares)	
3.	Share splitting authorization letter (attached as Annexure-A)	
4.	Authority Letter to pick-up excess shares through a representative (for physical shares, if a separate person is to be given authority (attached as Annexure-B	
5.	Copy of CDC transfer slips (for CDC Shares only)	
(b)	For Corporate Applicants	Please tick
1.	Certified copy of the Memorandum and Articles of Association	
2.	A certified copy of Certificate of Incorporation	
3.	Certified copies of Computerized National Identity Card of the signatories	
4.	Certified copy of Board Resolution authorizing persons to sell the Shares with specimen signature of such authorized persons	
5.	Original Share Certificates and verified Transfer Deeds (for physical shares only)	
6.	Share splitting authorization letter (attached as Annexure-A)	

7.	Authority Letter to pick-up excess shares through a representative (for physical shares) (attached as Annexure-B)	
8.	Copy of CDC transfer slips (for CDC shares only)	
9.	Copy of NTN Certificate	

I/We confirm understand and acknowledge that if this Letter of Acceptance is furnished without the requisite documents, the same may be rejected by the Manager to the Offer as being incomplete and invalid.

Procedure for Accepting Public Offer

1. In order to accept the Public Offer, the Shareholders are required to send the Letter of Acceptance, duly completed and signed, along with the requisite documents (as set out above) to the Manager to the Offer at its address given above by so as to reach by or before 5:00 pm on 12 April 2026 (the Closing Date). Please ensure that while filling the Letter of Acceptance, all the information required is provided, including the number of Shares to be tendered. In the event that the Letter of Acceptance and the requisite documents are delivered within the stipulated time, the Manager to the Offer will issue confirmation of the receipt of documents (Provisional Receipt)
2. Receipt by the Manager to the Offer by the Closing Date of the duly completed and signed Letter of Acceptance along with the required documents will constitute acceptance of the Public Offer.
3. Completed Acceptance Forms once submitted cannot be revoked by Shareholders selling in the Public Offer.

Note:

In case the number of Shares tendered in acceptance of the Offer exceeds =10,950,306= shares, the Manager to the Offer (as defined herein above) on behalf of the Joint Acquirers will adjust (reduce) the number of Shares for each selling Shareholder on proportional basis provided that the minimum number of shares acquired from a single shareholder shall be 500 shares or, if the holding of a shareholder is less than 500 shares, the entire holding of that shareholder will be accepted, and the excess tendered Shares for each selling Shareholder shall be returned/re-transferred (as the case may be) to the relevant selling Shareholder.

CDC Shares:

CDC Account Holders shall follow the procedure set forth above, as applicable. Additionally, the CDC account holders should follow CDC's procedures and must transfer these Shares to the CDC account of the Manager to the Offer in accordance with the conditions contained herein and provide the CDC transfer slip to the Manager to the Offer.

Shares Transfer from CDC Participant Account:

Investors maintaining CDC Sub Accounts with participants shall request the concerned participant to transfer shares to CDC Sub Account # 10137 with [Transaction Reason Code A021 for Intra Account and P015 for Inter Account (Manager to the Offer – Attock Cement Pakistan Limited)]. The participant should clearly mention the name of the account holder in the remark's column of the CDC Shares transfer transaction.

Shares Transfer from CDC Investor Account:

Investors maintaining CDC Investor account shall deposit shares transfer slips to CDC Investor Account Services and send the Manager to the Offer (Integrated Equities Limited) by or before 5:00 pm on 12 April 2026 a copy of the CDC investor account slip along with the Acceptance Form.

Physical Shares:

Shareholders with physical share certificate(s) are requested to provide the physical share certificate(s) along with duly verified transferred deed(s).

ANNEXURE “A”

Date: _____

The Manager to the Offer
Integrated Equities Limited
30 Cricketers Colony, 3rd Floor, NETSOL Avenue,
Ghazi Interchange, Ring Road, Lahore
Ph. no. +92 42 3574 1714-15

Subject: Authorization to Split Shares Certificate(s)

Dear Sir,

Pursuant to my irrevocable acceptance, with respect to the Public Offer by Fauji Cement Company Limited & Kot Addu Power Company (the “Joint Acquirers”) to purchase shares of Attock Cement Pakistan Limited (the “Target Company” or “ACPL”), submitted to Integrated Equities Limited (“IEL”) as the Manager to the Offer, please find enclosed herewith _____ shares of ACPL in physical form. If the Public Offer is oversubscribed, I/We authorize you to split the share certificates proportional basis in the denominations determined by IEL.

Name (s): _____

Signature(s): _____

Folio #: _____

Enclosed:

- Original Share Certificate(s)
- Verified Transfer Deed(s)

Only to be filled by shareholders submitting physical shares

ANNEXURE “B”

Date: _____

The Manager to the Offer
Integrated Equities Limited
30 Cricketers Colony, 3rd Floor, NETSOL Avenue,
Ghazi Interchange, Ring Road, Lahore
Ph. no. +92 42 3574 1714-15

Subject: Authorization to Pick Up excess physical shares

Dear Sir,

This is with reference to the _____ physical shares of Attock Cement Pakistan Limited (the “Target Company” or “ACPL”) submitted by me / us to Integrated Equities Limited (“IEL”) as the Manager to the Offer pursuant to the Public Offer by Fauji Cement Company Limited & Kot Addu Power Company Limited (the “Joint Acquirers”) to purchase the shares of ACPL.

I, _____, holding CNIC No. _____, (OR [insert name of company], duly incorporated under the laws of Pakistan and having its registered office at _____) hereby authorize _____, holding CNIC No. _____, to pick up on my / our behalf, from Integrated Equities Limited, 30 Cricketers Colony, 3rd Floor, NETSOL Avenue, Ghazi Interchange, Ring Road, Lahore, any left-over physical shares of ACPL that were not purchased by the Joint Acquirers under the Public Offer and continue to be owned by me / us.

Name (s): _____

Signature(s): _____

Folio #: _____

Enclosed:

- Copy of the CNIC of shareholder
- Copy of Board Resolution / Power of Attorney in favour of assignee, if shareholder is a body corporate along with specimen signatures
- Copy of CNIC of Assignee

Only to be filled by shareholders submitting physical shares

