

March 30, 2026

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

Dear Sir/Madam,

Subject: Purchase (Buy-back) of the shares under Section 88 of the Companies Act, 2017 read with Listed Companies (Buy-Back of Shares) Regulations, 2019 (“Applicable Law”)

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

At the meeting of the Board of Directors of Engro Holdings Limited (the “**Company**”) held on March 27, 2026, at Karachi, the Board provided its approval to recommend to the members / shareholders of the Company, for their approval vide special resolution(s), the purchase/buy-back by the Company of an aggregate of up to 45,000,000 (Forty Five Million) issued and paid-up ordinary shares of the Company, having paid-up/face value of PKR 10/- (Pak Rupees Ten only) each, in accordance with the Applicable Law (the “**Purchase**”). Salient features of the Purchase are provided in the table below:

Description	Board’s Recommendation
Purpose of the purchase	Cancellation of Shares
Mode of the purchase	Through the Pakistan Stock Exchange Limited
Indicative (maximum) number of shares proposed to be purchased (buy-back)	Up to an aggregate of 45,000,000 (Forty Five Million) issued and paid-up ordinary shares of the Company having paid-up/face value of PKR 10/- (Pak Rupees Ten Only) each
Indicative (maximum) percentage of shares proposed to be purchased (buy-back)	Approx. 3.73% of the total outstanding shares of the Company
Purchase price	Spot/current rate (as per Reg. 8(2) of Listed Companies (Buy-back of Shares) Regulations, 2019)
Period within which the purchase shall be made	7 th May 2026 to 25 th October 2026 (both days inclusive) or till such date that purchase is complete, whichever is earlier
Source of funds	The purchase of shares shall be made in cash and shall be out of the distributable profits as required under Section 88(8) of the Companies Act, 2017.
Justification for the purchase / buyback and effect on the financial position of the Company	The purchase/buy-back of the Company’s issued ordinary shares will improve the cashflow per share of the Company. Further, it will provide an exit opportunity to those members who wish to liquidate their investments.



The approval of members of the Company for the proposed buy-back of shares shall be sought at the Annual General Meeting (AGM) scheduled to be held on April 28, 2026 at Karachi School of Business and Leadership situated at National Stadium Road, Opp. Liaquat National Hospital, Karachi.

The Share Transfer Books of the Company will be closed from Tuesday, April 21, 2026 to Tuesday, April 28, 2026 (both days inclusive). Transfers received in order at the office of our share registrar, M/s. FAMCO Associates (Private) Limited, 8-F, near Hotel Faran, Block 6, PECHS, Shahrah-e-Faisal, Karachi PABX Nos. (92-21) 34380101-5 and email info.shares@famco.com.pk by the close of business (05:00 p.m.) on Monday, April 20, 2026 will be treated in time to determine voting rights of the members for attending the meeting.

Disclosure form in terms of Section 96 of the Securities Act, 2015 is attached for information and circulation amongst the TRE Certificate Holders of the Exchange.

Yours faithfully,

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

MUHAMMAD AMIN
Company Secretary

cc:

Director/HOD,
Listed Companies Department, Supervision Division
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue,
Blue Area, Islamabad.



**DISCLOSURE FORM
IN TERMS OF SECTION 96 AND 131 OF THE
SECURITIES ACT, 2015**

Name of Company: Engro Holdings Limited

Date of Report: March 30, 2026

Address of Registered Office: 19th Floor, The Harbor Front Building, HC # 3, Marine Drive, Block 4, Clifton, Karachi

Contact Information: Mr. Muhammad Amin
Company Secretary, Engro Holdings Limited

Disclosure by listed company in terms of Section 96 and 131 of the Securities Act, 2015.

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MUHAMMAD AMIN
Company Secretary
Engro Holdings Limited