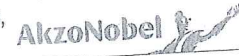


Akzo Nobel Pakistan Limited,
346, Ferozepur Road, Lahore 

**TERMS, CONDITIONS AND PROCEDURE
FOR PURCHASE OF 11,233,655 SHARES
OF AKZO NOBEL PAKISTAN LIMITED by
ICI OMICRON B.V.**

This is to inform to all the shareholders that ICI Omicron B.V., the majority shareholders of Akzo Nobel Pakistan Limited (the Company) have decided to purchase all the shares of the Company held by others. The shareholders of the Company passed a special resolution for de-listing of the Company from the Pakistan Stock Exchange at the Extraordinary General Meeting held on April 13, 2020. Copy of Special Resolution is being published on PUCAR system and a hard copy of the same is being dispatched through courier. Considering the ongoing COVID-19 / lockdown situation, in case of any delay in receipt of the hard copy of the Special Resolution, members requiring a copy through e-transmission will get the resolution and the terms and conditions via email upon request @ saimahaq.nawaz@akzonobel.com

Below are the set out terms, conditions and procedures for purchase of the shares of the Company by ICI Omicron B.V..


1. ICI Omicron B.V is offering to buy the shares of the Company at a price of Rs. 270 per share. This purchase price has also been approved by the Pakistan Stock Exchange Limited in accordance with its Regulations
2. The share purchase offer will be valid from 20 April 2020 to 18 June both days inclusive. After this period, it is intended that the Company will be delisted from the Pakistan Stock Exchange Limited.
3. This offer is valid for all shareholders of the company (i.e. those shareholders holding physical share certificates and those shareholders whose shares are held as book-entry security in the Central Depository System of the Central Depository Company of Pakistan Limited (CDC).
4. In order to avail the offer, shareholders need to send (by either Registered mail or courier service) or personally take the following documents to our authorized Purchase Agent [Arif Habib Limited, Arif Habib Centre | 23, M.T. Khan Road, Karachi, +92 21 111 245 111, +92 21 3246 9851]

A. Physical Shares

- I. For registered Shareholders:
 - Shares certificates with verified transfer deeds.
- II. For shareholders with open transfer deeds:
 - Share certificates with verified transfer deeds.
 - Copy of National Identity Card of the person who owns the shares.
- III. Arif Habib Limited will issue a receipt in exchange for the above documents. Once the share certificates, transfer deeds and other documents have been verified by the Company's Shares Department/Registrar, [FAMCO Associates (Pt.) Ltd., 8-F, Nursery, Block 6, P.E.C.H.S, Shahrah-e-Faisal, Karachi, Phone: +92 021, 34380101-5, e-mail: info.shares@famco.com shareholders will be requested to collect payment for their shares at the rate of Rs. 270 per share less the TREC Holder's commission from Arif Habib Limited.
 - Payment to the shareholders will be made within three weeks of the date of issuance of the receipt.

B. Shares through the CDC

The Purchase Agent would purchase the shares through Karachi Automated Trading System (KATS). Payment to sellers will be made as per the Clearing Schedule notified by the Pakistan Stock Exchange.


Muhammad Ali Murtaza
Acting Company Secretary
Lahore
20 April 2020

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B.R. 21/4/2020