

29 November 2023

ODL/PSX/BOD/29112023

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

Subject: **Material Information.**

Dear Sir,

In accordance with Section 96 & 131 of Securities Act, 2015 and clause 5.6.1(a) of in the Rule Book of PSX, we hereby convey the following information:

1. The Board of Directors of the Octopus Digital Limited ("**Company**"), a subsidiary of Avanceon Limited ("**AVN**") has approved the purchase/acquisition the entire shareholding of Empiric AI (Private) Limited ("**EPL**"), a wholly owned subsidiary of AVN, under EPL Business Transfer/Sale Agreement ("**Agreement**") on such terms and conditions as specified in agreement.
2. The Board of Directors of the Octopus Digital Limited ("**Company**") has approved the purchase/acquisition of entire shareholdings of Octopus Digital Inc., Pennsylvania USA ("**ODI**") (formerly Engro Innovative, Inc.), a wholly owned subsidiary of Avanceon FZE ("**AVN-FZE**") which in turn is the wholly owned subsidiary of Avanceon Limited ("**AVN**") by Octopus Digital FZ-LLC, Dubai, UAE ("**OD-FZ-LLC**"), a wholly owned subsidiary of the Company, under ODI Business Transfer/Sale Agreement ("**Agreement**") on such terms and conditions as specified in agreement.

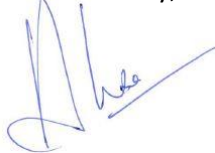
Further the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby authorized to obtain the approval of the members of the Company in terms of Section 199 of the Companies Act, 2017 and all other applicable laws.

The consummation of the transaction(s) will be subject to the procurement of all applicable regulatory and corporate approvals as may be required.

You may please inform the TRE certificate Holders of the Exchange, accordingly.

We will intimate Pakistan Stock Exchange on conclusion of this transaction.

Yours Sincerely,



Ahsan Khalil | Company Secretary

cc:

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

DISCLOSURE FORM**IN TERMS OF SRO 143(1)/2012, SEC 96 AND 131 OF THE SECURITIES ACT, 2015**

Name of the Company	Octopus Digital Limited
Date of Report	29 November 2023
Name of the Company Specified in Memorandum	Octopus Digital Limited
Address	Octopus Digital Limited The Avanceon Building, 19Kms Main Multan Road, Lahore
Contact Information	Ahsan Khalil Company Secretary Tele: 042-111 940 940 Email: ahsan.khalil@octopusdtl.com

DISCLOSURE OF INSIDE TRADING BY LISTED COPMANY

1. The Board of Directors of the Octopus Digital Limited ("**Company**"), a subsidiary of Avanceon Limited ("**AVN**") has approved the purchase/acquisition the entire shareholding of Empiric AI (Private) Limited ("**EPL**"), a wholly owned subsidiary of AVN, under EPL Business Transfer/Sale Agreement ("**Agreement**") on such terms and conditions as specified in agreement.
2. The Board of Directors of the Octopus Digital Limited ("**Company**") has approved the purchase/acquisition of entire shareholdings of Octopus Digital Inc., Pennsylvania USA ("**ODI**") (formerly Engro Innovative, Inc.), a wholly owned subsidiary of Avanceon FZE ("**AVN-FZE**") which in turn is the wholly owned subsidiary of Avanceon Limited ("**AVN**") **by** Octopus Digital FZ-LLC, Dubai, UAE ("**OD-FZ-LLC**"), a wholly owned subsidiary of the Company, under ODI Business Transfer/Sale Agreement ("**Agreement**") on such terms and conditions as specified in agreement.

Further the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby authorized to obtain the approval of the members of the Company in terms of Section 199 of the Companies Act, 2017 and all other applicable laws.

SIGNATURE

Pursuant of the requirements of the Securities Act, 2015, the Company has duly caused this form/ statement to be signed on its behalf by the undersigned hereunto, duly authorized.



Ahsan Khalil | Company Secretary