



JOHNSON & PHILLIPS (PAKISTAN) LTD.

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For Physical & CDC

TERMS, CONDITIONS AND PROCEDURE FOR PURCHASE OF

545,983 SHARES OF

JOHNSON & PHILLIPS (PAKISTAN) LIMITED

BY

MR. MUHAMMAD ANIS MIANOOR

This is to inform to all the shareholders that **Mr. Muhammad Anis Mianoor** the majority shareholder(s) of **Johnson & Phillips (Pakistan) Limited** (the Company) has 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 **18th January 2024**, copy of Special Resolution is being sent to the members separately.

Below are the set-out terms, conditions and procedures for purchase of the shares of the Company by **Mr. Muhammad Anis Mianoor**.

1. Muhammad Anis Mianoor is offering to buy the shares of the Company at a price of Rs.160 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 **30th January 2024** to **01st April 2024** 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 authorised Purchase Agent Adam Securities Ltd. Suit No. 806-814, 8th Floor, Main Stock Exchange Building, I.I Chundrigar Road Karachi, Pakistan, Telephone +92 21 32440519, Fax +92 21 32437380, Email: info@adamsecurities.com.pk

A. Physical Shares

i) For registered Shareholders:

- Shares certificates with CNIC copy of the registered shareholder and verified transfer deeds.

ii) For shareholders with open transfer deeds:

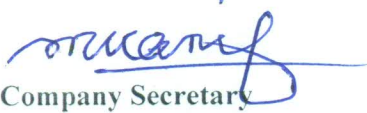
- Share certificates with verified transfer deeds.
- Copy of National Identity Card of the person who owns the shares.

iii) Adam Securities Ltd. 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, C&K Management Associates, Room 404, Trade Tower, Abdullah Haroon Road, Near Metropole Hotel, Karachi 75530. Shareholders will be requested to collect payment for their shares at the rate of Rs.160 per share less the TREC Holder's commission from Adam Securities Ltd.

- 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 the Trading System of PSX. Payment to sellers will be made as per the Clearing Schedule notified by the Pakistan Stock Exchange.


Company Secretary



Karachi
Dated: 29th January 2024