AitkenStuart
Pakistan (Pvt) Ltd.

July 13, 2020

Chief Executive Officer
AGP Limited
B-23-C, S.I.T.E,
Karachi

Subject: Disclosure of Exempted Transactions pursuant to Section 109 of the Securities Act 2015

PART A

1. It is reported pursuant to Section 109 of the Securities Act, 2015 ("**Act**") read with Regulation 4 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, that as a consequence of the Scheme of Arrangement sanctioned by the High Court of Sindh at Karachi in J.C.M 29 of 2018 vide order dated May 7, 2019, 141,485,434 shares of AGP Limited ("**AGP**") were transferred to Aitkenstuart Pakistan (Private) Limited ("**APPL**"). This transaction does not attract Part IX of the Act (except reporting) in terms of Section 109 (1)(e) of the Act.

2. Previously APPL was holding no shares of AGP Limited. After the above-mentioned transfer of shares APPL held 141,485,434 shares in AGP Limited representing 50.53% of the total issued voting shares.

PART B

Particulars of the Acquirer

3. (i) Name and Address: Aitkenstuart Pakistan (Private) Limited, having its registered address at Plot # 10 & 25, Sector 20, Korangi Industrial Area, Karachi
(ii) CUIN: 0063377
(iii) Date of Incorporation: November 8, 2007
(iv) Jurisdiction of Incorporation: Pakistan
(v) Authorised and Issued Share Capital: Authorised Capital PKR 1,000,000/-, Issued Capital PKR 1,000,000/-
(vi) Sponsors: Mr. Tariq Khan, Plot # 10 & 25, Sector 20, Korangi Industrial Area, Karachi
(vii) Board of Directors: Mr. Tariq Khan and Mrs. Adeela Tariq Khan

PART C

4. Part C is not applicable to the abovementioned transaction.

Plot Nos.10 & 25, Sector 20,
Korangi Industrial Area
Karachi-74900, Pakistan
PABX: (92-21) 35045560-64
Fax: (92-21) 35123224

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PART D

5. Part D is not applicable to the abovementioned transaction.

It is most respectfully submitted that compliance is being made in terms of the Commission's letter dated July 6, 2020 bearing reference no. SMD/TO/275/2020 under Section 109(2) of the Act read with Regulation 4 of Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2017, and that such information was not communicated earlier as it was considered that the same was already disclosed to the competent authorities as a consequence of the High Court Petition namely J.C.M 29 of 2018 wherein the Scheme of Arrangement was sanctioned pursuant to order dated May 7, 2019.

Yours faithfully,

For and on behalf of Aitkenstuart Pakistan (Private) Limited

Muhammad Arsalan Batla
Company Secretary

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