Fauji Fertilizer Bin Qasim Limited

Ref. No. 33/Sectt/FFBL

Dated: 19 July 2024

The General Manager
Pakistan Stock Exchange Limited Stock
Exchange Building
Stock Exchange Road
Karachi - 74000, Pakistan

Director/HOD (Enforcement Department)
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue
Islamabad -44000 Pakistan

Subject: **Disclosure of Material Information**

Dear Sirs,

1. In accordance with Section 96 and 131 of the Securities Act 2015 and Clause 5.6.1. of the Rule book of Pakistan Stock Exchange Limited ("PSX") we hereby convey the following:

a. The Board of Directors ("Board") of Fauji Fertilizer Bin Qasim Limited, in their meeting held on 19 July 2024, have granted an in-principle approval to the Company to evaluate and prepare a proposal for the amalgamation of Fauji Fertilizer Bin Qasim Limited with and into Fauji Fertilizer Company Limited by way of a Scheme of Arrangement ("Proposed Amalgamation").

b. The Proposed Amalgamation is expected to unlock certain synergies which are likely to add value to the combined enterprise, thereby potentially increasing future returns to shareholders. Advisors have been appointed to evaluate the proposed amalgamation, and in due course present their findings to the Board for consideration and further directions. If approved by the Board at such stage, the Proposed Amalgamation shall remain subject to all relevant approvals (including without limitation, corporate and regulatory) being granted in respect thereto, and sanctioning of the Scheme of Arrangement by the respective High Court.

c. Further, the Board of Directors of the Company has also recommended that the registered office Company be shifted from Islamabad Capital Territory (at FFBL Tower, C1/C2, Sector B, Jinnah Boulevard, Phase II, DHA, Islamabad) to the Province of Punjab (at The Mall- 156, Rawalpindi Cantt., Pakistan), subject to approval of shareholders and confirmation and approval of the Securities and Exchange Commission of Pakistan.

d. In this regard, to seek approval of the shareholders, an Extraordinary General Meeting of the Members of the Company is to be convened on August 19, 2024, at 10 am, at the Company's registered office, situated at Jinnah Boulevard, DHA-2, Islamabad. Notices and other relevant documents in this regard will be issued in due course.

2. Further announcements in regard to the above shall be made in due course in accordance with applicable law. You may kindly inform all stakeholders accordingly.

Brig (Retd) Khurram Shahzada, SI(M)
Company Secretary

Say No To Corruption

Fauji Fertilizer Bin Qasim Limited

SCHEDULE

Disclosure Form
In terms of Section 96 of the Securities Act, 2015

Name of the Company	Fauji Fertilizer Bin Qasim Limited
Date of Report	July 19, 2024
Contact Information	Brig (Retd) Khurram Shahzada, SI(M) Company Secretary Tel: 051-8760200 Fax: 051- 8763304 Email: secretary@ffbl.com

Please mark the appropriate box below:

Disclosure of inside information by listed company in terms of Section 96.

a. We write to disclose that on July 19, 2024, the Board of Directors of Fauji Fertilizer Bin Qasim Limited (the "Company") have granted an in-principle approval to the Company to evaluate and prepare a proposal for the amalgamation of Fauji Fertilizer Bin Qasim Limited with and into Fauji Fertilizer Company Limited by way of a Scheme of Arrangement ("Proposed Amalgamation").

b. The Proposed Amalgamation is expected to unlock certain synergies which are likely to add value to the combined enterprise, thereby potentially increasing future returns to shareholders. Advisors have been appointed to evaluate the proposed amalgamation, and in due course present their findings to the Board for consideration and further directions. If approved by the Board at such stage, the Proposed Amalgamation shall remain subject to all relevant approvals (including without limitation, corporate and regulatory) being granted in respect thereto, and sanctioning of the Scheme of Arrangement by the respective High Court.

c. Further, the Board of Directors of the Company has also recommended that the registered office Company be shifted from Islamabad Capital Territory (at FFBL Tower, C1/C2, Sector B, Jinnah Boulevard, Phase II, DHA, Islamabad) to the Province of Punjab (at The Mall- 156, Rawalpindi Cantt., Pakistan), subject to approval of shareholders and confirmation and approval of the Securities and Exchange Commission of Pakistan.

d. In this regard, to seek approval of the shareholders, an Extraordinary General Meeting of the Members of the Company is to be convened on August 19, 2024, at 10:00 Hrs at the Company's registered office, situated at Jinnah Boulevard, DHA-2, Islamabad. Notices and other relevant documents in this regard will be issued in due course.

Intimation of decision of the listed company to delay disclosure of inside information in terms of Section 96(4).

NIL

Disclosure of inside information by listed company where the listed company or person acting on its behalf discloses inside information to third party in terms of Section 131.

NIL

Say No To Corruption

- **Disclosure of transactions conducted by persons discharging managerial responsibilities within a listed company or persons closely associated with them.**

  NIL

SIGNATURE

In case of company, the company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.

Brig (Retd) Khurram Shahzada, SI(M)
Company Secretary

FFBL Tower, C1 - C2, Street Jinnah Boulevard, Sector B, DHA Phase II, Islamabad, Pakistan
Tel No:- 92 51 8763325, Fax No:- 92 51 8763305, www.ffbl.com