



FAZAL TEXTILE MILLS LTD.

Head Office: 6-A Muhammad Ali Housing Society, Abdul Aziz Haji Hashim Tabba Street, Karachi-75350, Pakistan.
Tel: (92-21) 35205479-80 Fax: (92-21) 34382436 E-mail: export@fazaltextile.com Web: www.fazaltextile.com



Monday, 29 June 2015

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

The General Manager
Lahore Stock Exchange Limited
19, Khayaban-e-Aiwan-Iqbal,
Lahore.

The Managing Director
Islamabad Stock Exchange Limited
ISE Towers, 55-B, Jinnah Avenue,
Islamabad.

DISCLOSURE OF MATERIAL INFORMATION

Dear Sirs,

In accordance with Section 131 of the Securities Act, 2015, Clause 5.19.13(c) of the Rule Book of the Karachi Stock Exchange Limited, Clause (xxiii) of Listing Regulations No. 35 (Code of Corporate Governance) of the Lahore Stock Exchange Limited and Clause (xx) of Listing Regulations No. 35 (Code of Corporate Governance) of the Islamabad Stock Exchange Limited, we hereby convey the following:

The Honourable High Court of Sindh at Karachi, vide order dated June 4, 2015, has approved the merger petition filed by Gadoon Textile Mills Limited ("GTML"), Fazal Textile Mills Limited (the "Company") and Lucky Landmark (Private) Limited ("LLPT") as prayed and has, *inter alia*, sanctioned the Scheme of Arrangement dated December 29, 2014 for the (i) separation of the Textile Undertaking of the Company and merger of the same with and into GTML; and (ii) separation of the Real Estate Undertaking of the Company and merger of the same with and into LLPT, with effect from September 30, 2014.

In accordance with sections 284(3) and 287(3) of the Companies Ordinance, 1984, a certified copy of the order of the High Court has been registered by the Company with the SECP.

A disclosure form as required under S.R.O. 143(1)/2012 dated December 5, 2012 read with Section 131 of the Securities Act, 2015 is also enclosed as Annexure A.

Yours faithfully,
For Fazal Textile Mills Limited


Toufique Yusuf
Company Secretary

Cc: Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue, Blue Area,
Islamabad.