



PAKISTAN STOCK EXCHANGE LIMITED
(formerly: Karachi Stock Exchange Limited)

PSX/N-7135

NOTICE

December 16, 2016

Reproduced hereunder letter dated December 14, 2016 received from CITIBANK N.A., regarding **PUBLIC TENDER OFFER TO ACQUIRE UP TO 49.8 MILLION ORDINARY SHARES. 6.5% OF ENGRO FOODS LIMITED BY FRIESLANDCAMPINA PAKISTAN HOLDING B.V.**, for information of all concerned.

(Copy of the same is also available on our Website www.psx.com.pk).

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Dated: 14 December 2016

Director
Enforcement Department
Securities Market Division
National Insurance Corporation Building
Jinnah Avenue,
Islamabad, 44000
Pakistan

Sub: Public Tender Offer to Acquire up to 49.8 million ordinary shares, 6.5% of Engro Foods Limited by FrieslandCampina Pakistan Holding B.V.

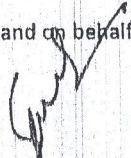
We write as Manager to the Public Tender Offer (**Public Offer**) made by FrieslandCampina Pakistan Holding B.V. (**Acquirer**) to acquire the shares of Engro Foods Limited (**Company**) pursuant to which a public announcement of offer was made in Dawn and Jang newspaper(s) on 5th October, 2016. (361.3 million shares of the Company will be acquired by the Acquirer separately through a private deal from the Company's majority shareholder, Engro Corporation Limited).

The acceptance period for the Public Offer commenced on 28th November, 2016 and expired on 5th December, 2016. During the acceptance period, 139 shareholders of the Company have tendered in aggregate 29,664,947 shares being 3.9% of the total shares of the Company and 60% of the maximum Public Offer uptake, which have been accepted and transferred.

As required under Schedule VIII of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2008, (**2008 Regulations**) we hereby certify, as Manager to the Public Offer that the Acquirer has fulfilled all the obligations and requirements of the Securities Act, 2015 and the 2008 Regulations in connection with the Public Offer.

Yours faithfully,

For and on behalf of Citibank as Manager to the Public Offer


Authorized Signatory

CC: Pakistan Stock Exchange