



December 06, 2024

The General Manager

Pakistan Stock Exchange Limited
Stock Exchange Building, Stock Exchange Road
Karachi

Subject: Disclosure of Material Information

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Rule 5.6.1 of the Rule Book of the Pakistan Stock Exchange Limited (“**PSX**” or the “**Exchange**”), we hereby convey the following information:

We are pleased to inform you that Engro Corporation Limited (“**Engro**”) has entered into an Amalgamation Agreement with Pakistan Mobile Communications Limited (“**PMCL**”) relating to a Scheme of Arrangement to be sanctioned by the Honorable High Court (the “**Arrangement**”).

By way of this Arrangement, PMCL’s tower assets housed under its wholly owned subsidiary, Deodar (Private) Limited (“**Deodar**”), will vest into Engro Connect, a wholly owned subsidiary of Engro. As part of the Arrangement, Engro will guarantee the repayment of Deodar’s debt of USD 375 million (PKR equivalent) and provide PMCL with an additional amount of USD 187.7 million (PKR equivalent).

This strategic partnership will help in bridging the digital divide by allowing Mobile Network Operators to focus on delivering enhanced services, expanding coverage, and improving connectivity for its customers. This Arrangement remains subject to corporate and regulatory approvals and sanction of the scheme by the Honorable High Court.

We will continue to share material developments pertaining to the Arrangement with the Exchange. You may please inform the TREC holders of the Exchange accordingly.

Best Regards,

A handwritten signature in blue ink, appearing to read "Yasir Khan", with a horizontal line underneath.

Mohammad Yasir Khan
Company Secretary

Copied:

Director / HOD
Listed Companies Department, Supervision Division
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue, Blue Area, Islamabad



**DISCLOSURE FORM
IN TERMS OF SECTION 96 AND 131 OF THE
SECURITIES ACT, 2015**

Karachi – December 06, 2024

Name of Company: Engro Corporation Limited
Date of Report: December 06, 2024
Address of Registered Office: 19th Floor, The Harbor Front Building, HC # 3, Marine Drive, Block 4, Clifton, Karachi
Contact Information: Mohammad Yasir Khan
Company Secretary
Engro Corporation Limited

Disclosure of Inside Information by Listed Company in Terms of Section 96 & 131 of the Securities Act, 2015.

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DATED: December 06, 2024

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Mohammad Yasir Khan
Company Secretary
Engro Corporation Limited