



Ref: DOL/PSX/01/151217
15 December, 2017

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

SUBJECT: DISCLOSURE OF MATERIAL INFORMATION

Dear Sir,

We, Descon Oxychem Limited (the “**Company**”) would like to inform the Stock Exchange that pursuant to corporate restructuring of the Descon (as more particularly described in the office announcement attached hereto), with effect from December 15, 2017 DEL Chemicals (Private) Limited has become the holding company of the Company holding in aggregate 51.02% shareholding in the Company.

There has been no change in the ultimate beneficial ownership of the Company.

Yours sincerely

For and on behalf of Descon Oxychem Limited


Abdul Sohail
Company Secretary

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DESCON REALIGNS ITS CORPORATE STRUCTURE

From a humble beginning 40 years ago as an engineering company, by the Grace of Almighty Allah, Descon Engineering Limited ("Descon") has evolved into a global conglomerate with presence in engineering, construction, manufacturing, power and chemicals businesses, in Pakistan and abroad.

In light of recent global and national developments and the changing economic landscape, the management of the Descon has decided to realign Descon's business segments vertically. In pursuance of this goal, the management of Descon has embarked on segment-wise restructuring of the entire Descon, starting with bifurcation and realignment of overseas businesses and non-engineering domestic business interests from Descon into purpose-specific incorporated holding companies.

The aim of the management is to effectively divide local engineering, overseas engineering, chemicals, power and intellectual property interests amongst companies specifically incorporated for each respective segment, without any changes in beneficial ownership of these interests, through:

- the transfer and vesting of shareholding of Descon Engineering Limited in Descon Engineering FZE, Descon Engineering Qatar, Olayan Descon Engineering Company Limited, Olayan Descon Industrial Company Limited and Descon Engineering Abu Dhabi into DEL Engineering Domestic (Private) Limited;
- the transfer and vesting of shareholding of Descon Engineering Limited, Mr. Abdul Razak Dawood and family in Descon Oxychem Limited into DEL Chemicals (Private) Limited;
- the transfer and vesting of shareholding of Descon Engineering Limited in Altern Energy Limited into DEL Power (Private) Limited; and
- the transfer and vesting interest of Intellectual Property of Descon Engineering Limited into Descon (Private) Limited.

We are pleased to announce that, to give effect to the foregoing, inter alia, the Honourable Lahore High Court, Lahore has sanctioned a Scheme of Arrangement vide Order dated November 21, 2017. The Scheme of Arrangement shall become effective on the Sanction Date, i.e. the date on which a certified copy of the order of the Honourable Court is submitted to the Securities & Exchange Commission of Pakistan. The Sanction Date is expected to take place on or about December 15, 2017.

All aforementioned shareholdings in aforementioned Descon companies (i.e. Descon Engineering FZE, Descon Engineering Qatar, Olayan Descon Engineering Company Limited, Olayan Descon Industrial Company Limited, Descon Engineering Abu Dhabi, Descon Oxychem

Limited and Altern Energy Limited) shall be transferred to the respective aforementioned transferee companies on the Sanction Date.

All these holding (transferee) companies have a mirrored shareholding with Descon, i.e. they are 100% beneficially owned by Mr. Abdul Razak Dawood and Family, and therefore, there will be no change in beneficial ownership. Mr. Abdul Razak Dawood and Family are and shall remain the owners/beneficial shareholders of the entire Descon.