



DAR ES SALAAM
TEXTILE MILLS LIMITED

176-N, Scotch Corner, Upper Mall
LAHORE 54662, PAKISTAN

Phone: +92 42 35878 643-4
Fax: +92 42 35878 642

MILLS: 10th Km, Muridke-Sheikhupura Road,
Muridke.
Phone: +92 42 7990 982-83
Fax: +92 42 7990 984
E-mail: dtm@nextfax.net.pk

DISCLOSURE FORM

February 07, 2017

Mr. Muhammad Ghufan

Deputy General Manager - Operations
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi

Executive Director

Public Offering and Regulated Persons Department
Securities Market Division
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue, Blue Area
Islamabad

Subject:

Public Announcement of Intention to acquire 80.3% shares and control of Dar Es Salaam Textile Mills Limited by (i) Syed Fahim Mahmood Shah, (ii) Mrs. Sadia Fahim Shah, (iii) Mr. Nauman Rafi Khan

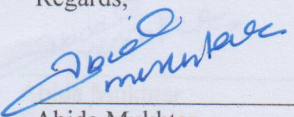
Dear Sir,

This is in accordance with section 96 and 131 of the Securities Act, 2015, Clause 5.19.13 (c) of the Rule Book of Pakistan Stock Exchange Limited and Regulation 5(1) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2008

Reference to the captioned, the Company has received a copy of the Public Announcement of Intention from Next Capital Limited, Manager to the Offer of (i) Syed Fahim Mahmood Shah, (ii) Mrs. Sadia Fahim Shah, (iii) Mr. Nauman Rafi Khan to acquire 80.30% shares and control of Dar Es Salaam Textile Mills Limited.

Copies of the aforementioned intention and a disclosure form are also attached for your reference.

Regards,


Abida Mukhtar
Director

Encl: As above



DAR ES SALAAM
TEXTILE MILLS LIMITED

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DISCLOSURE FORM

Name of the Company Dar Es Salaam Textile Mills Limited

Date of Report February 7, 2017

Date of Earlier Event Reported -

Exact Name of Company as specified in its Memorandum Dar Es Salaam Textile Mills Limited

Registered Address of the Company 176-N, Scotch Corner, Upper Mall, Lahore.

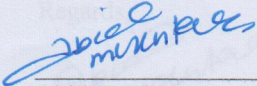
Contact Information Chief Executive Officer / Company Secretary
PABX:
Direct: +92-35878643-44
Fax: +92-35878642

Disclosure of inside information by Listed Company

The Company has received a copy of the Public Announcement of Intention from Next Capital Limited, Manager to the Offer of (i) Syed Fahim Mahmood Shah, (ii) Mrs. Sadia Fahim Shah, (iii) Mr. Nauman Rafi Khan to acquire 80.30% shares and control of Dar Es Salaam Textile Mills Limited (copy attached).

Signature

Pursuant to the requirement of the Securities Act, 2015, the Company has dully caused this form / statement to be signed on its behalf by the undersigned hereunto duly authorized.



Abida Mukhtar
Director

Encl: As above

February 6, 2017

Company Secretary
Dar Es Salaam Textile Mills Limited
63-B-I, Gulberg-III
Lahore

Subject: Public Announcement of Intention to acquire 80.3% shares and control of Dar Es Salaam Textile Mills Limited by (i) Syed Fahim Mahmood Shah, (ii) Mrs. Sadia Fahim Shah, (iii) Mr. Nauman Rafi Khan

Dear Sir,

On behalf of our Clients, (i) Syed Fahim Mahmood Shah, (ii) Mrs. Sadia Fahim Shah, (iii) Mr. Nauman Rafi Khan (collectively herein referred to as "Acquirers" or the "Clients"), we Next Capital Limited, hereby are pleased to submit Acquirers' Public Announcement of Intention to acquire 80.3% shares and control of Dar Es Salaam Textile Mills Limited.

Kindly note that Next Capital Limited has been appointed as Manager to the Offer by the Acquirers.

Please contact the undersigned for any additional information or clarification.

Sincerely,

For and on behalf of Manager to the Offer



Umer Habib, Head of Investment Banking & Advisory

Encl: As above

Karachi Branch:

93-95, 2/F, Stock Exchange Building off I.I. Chundrigar Road, Karachi. Ph: 021-32468856-66, Fax: 021-32468867

Lahore Branch:

House No. 43-A/S, Zafar Ali Road, Aziz Avenue, Gulberg 5, Lahore Tel: 92-42-35791281-88, Fax: 92-42-35791289, Url: www.nextcapital.com.pk

**PUBLIC ANNOUNCEMENT OF INTENTION TO ACQUIRE 80.30% SHARES AND
CONTROL OF
DAR ES SALAAM TEXTILE MILLS LIMITED
BY
(I) SYED FAHIM MAHMOOD SHAH, (II) SADIA FAHIM SHAH AND (III) NAUMAN RAFI
KHAN
UNDER
THE SECURITIES ACT 2015 AND THE LISTED COMPANIES (SUBSTANTIAL
ACQUISITION OF VOTING SHARES AND TAKEOVERS) REGULATIONS, 2008**

1) Information about the acquirers

a. Name(s) and Address(s) of Acquirer(s) along with persons acting in concert

Acquirers	Address
Syed Fahim Mahmood Shah	3-A, New Civil Lines, Nazar Shah Street, Faisalabad
Mrs. Sadia Fahim Shah	3-A, New Civil Lines, Nazar Shah Street, Faisalabad
Mr. Nauman Rafi Khan	3-A, New Civil Lines, Nazar Shah Street, Faisalabad

b. Name(s) and Address(s) of financial advisors of the acquirer, if any

Financial Advisor	Address
Next Capital Limited	8 th Floor, Horizon Tower, Plot No. 2/6 Block 111, Clifton, Karachi

2) Information about the target company

a. Name of the target company, its directors and major shareholders

Company: Dar Es Salaam Textile Mills Limited

Directors:

Name	Designation
Mrs. Nilofar Mukhtar	Chairperson & Director
Mr. Faisal Mukhtar	Chief Executive Officer
Mrs. Mahwesh Faisal Mukhtar	Director
Miss Abida Mukhtar	Director
Mr. Muhammad Rafique Khan	Director
Mr. Muhammad Yousaf	Director
Mr. Ejaz Akbar Khan	Director

Major Shareholders (shareholders holding 5% or more shares of the Company):

Name	Percentage of Shareholding
Mr. Faisal Mukhtar	20.87
Miss. Abida Mukhtar	16.59

Ahmed Saud Khan Manj (CDC)	19.22
Mrs. Nilofar Mukhtar	10.86
Ch. Ahmed Mukhtar	8.57

b. *Total number of issued shares:* 8,000,000 Ordinary Shares

3) **Number of shares already held by the acquirer, if any :** None

4) **Number of shares along with the percentage intended to be acquired by the acquirer through public offer or agreement**

The Acquirers intend to acquire 6,424,329 shares (constituting approximately 80.30% of the total issued and paid up share capital) of the Target Company through one or more agreement(s), subject to the grant of requisite approvals from the relevant governmental agencies and regulatory authorities.

If the acquirers proceed to acquire these shares, the acquirers will subsequently make a public announcement of Offer in accordance with the requirements of the Securities Act, 2015 read with the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2008

Any questions regarding this announcement can be directed to:

Manager to the Offer



Humaira Asad
Associate (Corporate Finance and Advisory)
UAN: +92 21-111-639-825 Ext. 109
Direct: 021-35169516
Email: humaira.asad@nextcapital.com.pk
Next Capital Limited
8th Floor, Horizon Tower, Plot No. 2/6, Block III
Clifton, Karachi