



engro fertilizers

February 18, 2015.

The General Manager  
Karachi Stock Exchange (Guarantee) Ltd.  
Stock Exchange Building  
Stock Exchange Road  
Karachi.  
**Fax: 111-573-329**

The Secretary  
Lahore Stock Exchange (Guarantee) Ltd.  
19, Khayabane Aiwan-e-Iqbal  
Lahore-54000  
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The Secretary  
Islamabad Stock Exchange (Guarantee) Ltd.  
Stock Exchange Building  
Blue Area  
Islamabad  
**Fax: (051) 111-473-329**

Dear Sirs,

In accordance with Clause (xxiii) of Listing Regulation 35 under the Code of Corporate Governance we are pleased to convey the following information:

Under the material information disclosure requirements of the Listing Rules we have to inform you that the Board of Engro Fertilizers Limited (EFert) at its meeting held on 17<sup>th</sup> February 2015, has (subject to obtaining shareholder and regulatory approvals) approved the purchase of the entire issued share capital of Engro Eximp (Private) Limited (Eximp) including Eximp's 100% held UAE based subsidiary, Engro Eximp FZE, from Engro Corporation Limited for a consideration of PKR 4.4bn, based on an independent third party valuation.

Engro Eximp deals primarily in the import and trading of phosphate-based fertilizers for the Company such as DAP, MAP, MOP and SOP, and also imports micro-nutrients such as Zinc Sulphate, which it supplies as raw materials to the Company's Zarkhez plant for manufacturing blended fertilizers. Over the past five years, EXIMP has become the single largest importer of phosphates and potash fertilizers in Pakistan. Following the completion of transaction, the Company will acquire the entire shareholding of EXIMP together with rights to use 'Engro' trademarks (under license from Engro Corporation to EXIMP) for imported fertilizers / associated products, against a lump sum consideration of Rs 4.4 bn.

**Engro Fertilizers Limited**


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[engrofertilizers.com](http://engrofertilizers.com)

EFert currently distributes and markets fertilizer products on behalf of Eximp in Pakistan. This transaction will enable EFert to increase its revenue and earnings. The proposed transaction will also allow the Company to create value through synergies and increase its footprint in agricultural inputs.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'Faiz Chapra', with a stylized flourish at the end.

**FAIZ CHAPRA**  
Company Secretary