



engro corp

April 25, 2014

General Manager
Karachi Stock Exchange (Guarantee) Ltd.
Karachi

Secretary
Lahore Stock Exchange (Guarantee) Ltd.
Lahore

The General Manager,
Islamabad Stock Exchange (Guarantee) Limited,
Stock Exchange Building,
Islamabad.

Dear Sirs,

The Company had obtained approval of its shareholders and the SECP for issuance of shares to IFC against conversion of part of its loan amounting to US\$ 15 Million to the Company and which loan was then transferred to Engro Fertilizers Limited under the Scheme of Demerger (copy of SECP's letter dated 11.12.2009 attached). We have to inform you that IFC has exercised its option to convert part of its convertible loan amount, amounting to US\$ 7 Million, into shares of the Company. Consequently, as per the terms agreed with IFC (and approved by the SECP), the Company will soon be issuing 5,700,318 shares to IFC, at the option price of Rs. 119.46 per share, totaling Rs. 680,959,988.28 / US\$ 7 million at the exchange rate of Rs.97.28 per dollar. The shares will be credited into IFC's account with the CDC. As per approvals also obtained, the aforesaid amount of Rs. 680.96 million will now be owed by Engro Fertilizers Ltd., to the Company, on terms similar to the IFC loan.

As required by KSE's letter dated 22.12.2009, (copy enclosed) we shall be providing the Auditors certificate, Form 3 and payment of the Stock Exchange's fee in due course.

Very truly yours

ANDALIB ALAVI
Vice President Legal &
Company Secretary