



engro polymer & chemicals

November 24, 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 Aiwane Iqbal
Lahore-54000
Fax: (042) 36368485

The Secretary
Islamabad Stock Exchange (Guarantee) Ltd.
55-B, ISE Towers, Jinnah Avenue
Islamabad
Fax: (051) 111-473-329

Dear Sirs,

MATERIAL INFORMATION

As required under the material information disclosure provisions of the Listing Rules, we would like to inform the Exchanges that we have received the attached announcement of intention to acquire Engro Corporation Limited's 56.19% shareholding in the Company. We have been asked to provide certain information to enable the potential acquirer to commence due diligence and shall keep the exchanges informed of further substantive events if and when they take place.

You may please inform members of your Exchange accordingly.

Very truly yours,


SCHAANE ANSARI
Company Secretary

Encl: as above.



A.T.S Synthetic (Pvt) Ltd.

3rd Floor, ATS Heights, 7-Durand Road, Lahore, Pakistan.

UAN: (+92 - 42) 111 - 005 - 287 Tel: (+92 - 42) 362 88 391 ~ 400 (10 Lines)

Fax: (+92 - 42) 362 88 401 ~ 402

E-mail: info@atssynthetic.com URL: www.atssynthetic.com

Lahore
November 23, 2015

By Courier

✓(1) Company Secretary

Engro Polymer & Chemicals Limited
8th Floor, The Harbour Front Building
HC-3, Marine Drive, Block 4, Clifton
Karachi-75600

(2) Commissioner

Securities Market Division
Securities & Exchange Commission of Pakistan
NIC Building, 63, Jinnah Avenue
Islamabad

(3) General Manager

Karachi Stock Exchange (G) Limited
Stock Exchange Building
Stock Exchange Road
Karachi-74000

(4) General Manager

Lahore Stock Exchange (G) Limited
19-Khayaban-e-Aiwan-e-Iqbal,
Lahore

(5) General Manager

Islamabad Stock Exchange (G) Limited
ISE Towers
55-B, Jinnah Avenue
Islamabad

Re: Public Announcement of Intention by A.T.S Synthetic (Private) Limited to Acquire 56.19% Shares of Engro Polymer & Chemicals Limited

Dear All:

With reference to the Securities Act, 2015 and the Listed Companies (Substantial Acquisitions of Voting Shares and Take-overs) Regulations, 2008 (the "Regulations"), A.T.S Synthetic (Private) Limited, along with persons acting in concert, hereby submits its Public Announcement of Intention to acquire 372,809,989 ordinary shares of Engro Polymer & Chemicals Limited (the "Target Company") constituting 56.19% of the total issued and paid up share capital of the Target Company.

The Public Announcement of Intention has been prepared in accordance with Regulation 6 of the Regulations and shall be published in the newspapers on November 25, 2015.

Warm regards.

Very truly yours,

for and on behalf of
A.T.S Synthetic (Private) Limited

Enclosure:

Public Announcement of Intention

Public announcement of intention to acquire 56.19% shares of

Engro Polymer & Chemicals Limited

By

A.T.S Synthetic (Private) Limited

Under

The Securities Act, 2015 and the Listed Companies (Substantial Acquisitions of Voting Shares and Take-overs) Regulations, 2008

1. Information about the Acquirer

(1) Name and Address of the Acquirer along with persons acting in concert, if any:

Name: A.T.S Synthetic (Private) Limited (“ATS”) along with:

- (1) NIMIR Chemicals Pakistan Limited (“NIMIR”);
- (2) Nisar Spinning Mills (Private) Limited (“NSM”);
- (3) Mr. Anjum Nisar;
- (4) Mr. Tariq Nisar;
- (5) Mr. Sohail Nisar;
- (6) Mr. Nadeem Nisar;
- (7) Mr. Saqib Anjum;
- (8) Mr. Mohsin Tariq
- (9) SPV to be incorporated with any or all of the above.

Address: 3rd Floor, ATS Heights, 7-Durrand Road, Lahore, Pakistan

(2) The Name and Address of Financial Advisors of the Acquirer, if any:

Name: Ernst & Young Ford Rhodes Sidat Hyder

Address: Progressive Plaza, Beaumont Road, Karachi, Pakistan

(3) Names of the Chief Executive, Directors and Major Shareholders of the Acquirer:

Name	ATS	NIMIR	NSM
Directors & Shareholding	(1) Mr. Sohail Nisar - 50%	(1) Mr. Anjum Nisar -57%	(1) Mr. Anjum Nisar -81%
	(2)Mr. Nadeem Nisar - 50%	(2) Mr. Tariq Nisar -43%	(2) Mr. Tariq Nisar- 19%

2. Information about the Target Company

(1) Name of the Target Company, its Directors and Major Shareholders.

Name: Engro Polymer & Chemicals Limited

Directors:

- 1- Khalid Siraj, Subhani – Chariman
- 2- Imran anwer (Chief Executive)
- 3- Shahzada Dawood
- 4- Kimihide Ando
- 5- Shoichi Ogiwara
- 6- Feroz Rizvi
- 7- Naz Khan
- 8- Asad Said Jafar
- 9- Zafar Hadi
- 10- Omar Yaqoob Sheikh

Major Shareholders:

Engro Corporaation Limited	56.19%
Internation Finance Corporation	14.64%
Mitsubishi Corporation	10.24%

(2) Total number of issued shares of the Target Company.

663,468,788

3. Number of shares already held by the Acquirer, if any.

Mr. Nadeem Nisar, Director, ATS, holds 7,866,500 shares of the Target Company, constituting 1.18% of its total issued and paid up share capital.

4. Number of shares along with the percentage intended to be acquired by the Acquirer through Public Offer or Agreement.

The Acquirer intends to acquire 372,809,989 ordinary shares of the Target Company constituting 56.19% of its total issued and paid up share capital. In case of a successful bid, the Acquirer shall make a Public Announcement of Offer to the shareholders of the Target Company in accordance with the Securities Act, 2015 and the Listed Companies (Substantial Acquisitions of Voting Shares and Take-overs) Regulations, 2008.
