

Ref. No 11.8/Sectt/C

Dated: February 16, 2015

**Managing Director**  
**Karachi Stock Exchange Limited**  
Stock Exchange Building  
Stock Exchange Road  
Karachi - 74000, Pakistan

**Managing Director**  
**Islamabad Stock Exchange Limited**  
ISE Towers  
55-B Jinnah Avenue  
Islamabad, Pakistan

**Managing Director**  
**Lahore Stock Exchange Limited**  
Lahore Stock Exchange Building  
19, Khayaban-e-Aiwan-e-Iqbal  
P.O. Box: 1315  
Lahore - 54000, Pakistan

**Director/HOD (Enforcement Department)**  
**Securities and Exchange Commission of Pakistan**  
National Insurance Corporation Building  
Jinnah Avenue  
Islamabad-44000, Pakistan

Dear Sirs,

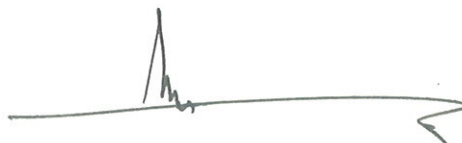
**Subject: Disclosure of Information**

Pursuant to Section 15D of the Securities and Exchange Ordinance, 1969 read with Clause (xx) of Regulation 35 of the Code of Corporate Governance, 2012, the Company is pleased to provide this update in connection with the meeting of the Board of Directors (the “**Board**”) held on February 16, 2015 (in the format prescribed by the Securities and Exchange Commission of Pakistan through its statutory regulatory order (S.R.O. 1431/(1)/2012) dated December 5, 2012) in the **Annex** to this letter.

The Board, at its 108<sup>th</sup> meeting held on February 16, 2015, transacted the following business and passed the following resolution and authorized actions to implement and give effect to the same:

- Having obtained the Competition Commission of Pakistan’s no-objection / pre-merger clearance for the acquisition of 24.9% voting and 24.9% non-voting shares of Noon Pakistan Limited, the Board authorized and approved the acquisition, by the Company, of 24.9% voting and 24.9% non-voting shares of Noon Pakistan Limited together with an option to acquire, subject to all necessary corporate and regulatory approvals, an additional 26.1% voting and 26.1% non-voting shares (which option may be exercised if and when the Company forms an intention to acquire majority shareholding / control of Noon Pakistan Limited).

Yours faithfully,



Brig Muhammad Azam, SI(M), (Retd)  
Company Secretary

**Disclosure Form**  
**In terms of Section 15D of the Securities and Exchange Ordinance, 1969**

Rawalpindi  
February 16, 2015

Name of the Company      Fauji Fertilizer Bin Qasim Limited

Date of Report              February 16, 2015

Contact Information        Brig Muhammad Azam SI (M), (Retd)  
Company Secretary  
Fauji Fertilizer Bin Qasim Limited  
73 - Harley Street  
Rawalpindi

Telephone: [051-9272189]  
Fax: [051-9272198]  
Email: [muhammad.azam@ffbl.com]

Please mark the appropriate box below:

**Disclosure of inside information by listed company in terms of Section 15D(1).**

The Board, at its 108<sup>th</sup> BOD meeting held on February 16, 2015, transacted the following business and passed the following resolution together with other resolutions for implementation and giving effect to the same:

- Having obtained the Competition Commission of Pakistan's no-objection / pre-merger clearance for the acquisition of 24.9% voting and 24.9% non-voting shares of Noon Pakistan Limited, the Board authorized and approved the acquisition, by the Company, of 24.9% voting and 24.9% non-voting shares of Noon Pakistan Limited together with an option to acquire, subject to all necessary corporate and regulatory approvals, an additional 26.1% voting and 26.1% non-voting shares (which option may be exercised if and when the Company forms an intention to acquire majority shareholding / control of Noon Pakistan Limited).

**Intimation of decision of the listed company to delay disclosure of inside information in terms of Section 15D(2).**

NIL

**Disclosure of inside information by listed company where the listed company or person acting on its behalf discloses inside information to third party in terms of Section 15D(3).**

NIL

- Disclosure of transactions conducted by persons discharging managerial responsibilities within a listed company or persons closely associated with them in terms of Section 15D(5).**

NIL

**SIGNATURE**

In case of company pursuant to the requirements of the Securities and Exchange Ordinance, 1969, the company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.



**Brig Muhammad Azam SI (M), (Retd)**  
Company Secretary  
Fauji Fertilizer Bin Qasim Limited