



GlaxoSmithKline

**GlaxoSmithKline Pakistan Limited**

35-Dockyard Road, West Wharf,  
Karachi-74000, Pakistan.

UAN: 111-475-725

Tel: 92-21-32315478-82

Fax: 92-21-32314898

25 August 2015

**The General Manager  
Karachi Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi**

**The Secretary  
Lahore Stock Exchange Limited  
LSE Plaza, 19-Khayaban-e-Aiwan-e-Iqbal  
Lahore 54000**

**The Commissioner  
S&M Division  
Securities and Exchange Commission of Pakistan  
NIC Building, 63 Jinnah Avenue  
Islamabad**

Dear Sir,

**Re: Material Information  
Scheme of arrangement for demerger of GlaxoSmithKline Pakistan Limited through  
Separation of all the assets and liabilities of Consumer HealthCare business into  
GlaxoSmithKline Consumer Healthcare Pakistan Limited pursuant to Scheme of  
Arrangement under section 284 to 287 of the Companies Ordinance, 1984**

We write with reference to the abovementioned matter.

In accordance with Section 15 D of the Securities and Exchange Commission Ordinance, 1969 and Rule 5.19.13 (c) (Code of Corporate Governance) of the Rule Book of the Karachi Stock Exchange and Regulation 35(XX) of the Listing Regulations of Karachi Stock Exchange Limited.

The Board of GlaxoSmithKline Pakistan Limited (the “**Company**”) in its meeting held on 25 August 2015 at GlaxoSmithKline Pakistan Limited Head Office, 35 Dockyard Road, West Wharf, Karachi has approved the demerger through scheme of arrangement whereby the Company’s Consumer HealthCare business will be separated into a legal entity namely GlaxoSmithKline Consumer Healthcare Pakistan Limited. The said demerger, as per the scheme, will be based on a proposed share issue ratio where 3 shares of GlaxoSmithKline Consumer Healthcare Pakistan Limited will be issued to the shareholders of the Company for every 10 shares held by them. This is subject to approval by the shareholders of both the Companies and the Honorable High Court of Sindh at Karachi.



Once the Scheme of Arrangement under section 284 to 287 of the Companies Ordinance, 1984 is duly approved by the shareholders and sanctioned by the Honorable High Court of Sindh at Karachi, the assets, rights, liabilities and obligations of the Consumer Healthcare business of the Company will be transferred to and vested in GlaxoSmithKline Consumer Healthcare Pakistan Limited, a Public Limited company formed for this purpose.

Post demerger GlaxoSmithKline Consumer Healthcare Pakistan Limited will be listed on the Karachi and Lahore Stock Exchanges accordingly.

Please inform the members of the Exchange accordingly.

Yours faithfully,

For and on behalf of  
GlaxoSmithKline Pakistan Limited

A handwritten signature in blue ink, appearing to read 'Syed Azeem Abbas Naqvi', is written over a horizontal line.

Syed Azeem Abbas Naqvi  
Company Secretary