



GlaxoSmithKline Consumer
Healthcare Pakistan Limited
35-Dockyard Road,
West Wharf,
Karachi - 74000,
Pakistan

UAN +92 21 111 475 725
Fax +92 21 3220 1855
www.gsk.com.pk

June 05th, 2018

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

SUBJECT: DISCLOSURE OF MATERIAL INFORMATION

Dear Sirs,

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Clause 5.19.13(c) of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the following:

At a meeting of the Board of Directors of GlaxoSmithKline Consumer Healthcare Pakistan Limited ("Company") held at 12:30 hours on June 05th, 2018 at the registered office of the Company, the Board of Directors passed the following resolution:

Subject to (a) all applicable regulatory approvals including the approval of the Securities and Exchange Commission of Pakistan; (b) approval of the shareholders of the Company in a General Meeting (c) compliance of all requirements of the Companies Act of 2017 and d) Competition Commission approval, the Board of Directors of the Company approved the amalgamation of GlaxoSmithKline OTC (Private) Limited ("GSK OTC") with and into the Company. As a consequence of this proposed amalgamation 0.2100 ordinary share of the Company is proposed to be issued for every 1 ordinary share of GSK OTC. Accordingly, 21,504,325 (Twenty-One Million Five Hundred and Four Thousand Three Hundred and Twenty-Five) shares of the Company will be issued as consideration for 102,401,548 (One Hundred and Two Million Four Hundred and One Thousand Five Hundred and Forty-Eight) shares of GSK OTC.

For the purpose of swap ratio, advance subscription money against right issue as appearing on GSK OTC Financial Statement as at cut-off date is assumed to be converted into Ordinary Shares at par value.

A disclosure form as required under S.R.O. 143(1)/2012 dated December 5, 2012 read with Section 131 of the Securities Act, 2015 is also enclosed as Annexure A.

Yours Faithfully,


Mehar Ameer
Company Secretary

Copy: Commissioner, Company Law Division
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue,
Blue Area, Islamabad.

ANNEXURE A
DISCLOSURE FORM
IN TERMS OF SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015

Name of Company:	GlaxoSmithKline Consumer Healthcare Pakistan Limited 35 Dockyard Road, West Wharf, Karachi 74000 - Pakistan
Date of Report:	June 05 th , 2018
Contact Information:	Mehar Ameer Company Secretary 35 Dockyard Road, West Wharf, Karachi 74000 – Pakistan. Telephone: +92 (21) 3520 2083 Fax Number: +92 21 3220 1386 - UAN: 111 475 725 Email Address: mehar.x.ameer@gsk.com

Please mark the appropriate box below (see general Instructions A.1 below before filling the details).

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

Public disclosure of inside information, which directly concerns the listed securities

Subject to (a) all applicable regulatory approvals including the approval of the Securities and Exchange Commission of Pakistan; (b) approval of the shareholders of the Company in a General Meeting (c) compliance of all requirements of the Companies Act of 2017 and d) Competition Commission approval, the Board of Directors of the Company approved the amalgamation of GlaxoSmithKline OTC (Private) Limited (“GSK OTC”) with and into the Company. As a consequence of this proposed amalgamation 0.2100 ordinary share of the Company is proposed to be issued for every 1 ordinary share of GSK OTC. Accordingly, 21,504,325 (Twenty-One Million Five Hundred and Four Thousand Three Hundred and Twenty-Five) shares of the Company will be issued as consideration for 102,401,548 (One Hundred and Two Million Four Hundred and One Thousand Five Hundred and Forty-Eight) shares of GSKOTC.

The Company has duly caused this form / statement to be signed / on its behalf by the undersigned hereunto duly authorized.


Mehar Ameer
Company Secretary
Dated: June 05th, 2018