



Pearl Securities Limited

Mr. Muhammad Ghufraan
Deputy General Manager Operations
Pakistan Stock Exchange Limited
Stock Exchange Road,
Karachi.

Corporate Member:
Pakistan Stock Exchange Limited.
Accredited Member FMAP
Pakistan Mercantile Exchange Limited
www.pearlsecurities.com

September 20, 2017

Subject: Public Announcement of Intention to formally acquire approximately 59.538 % and control of Data Textiles Limited under Section 114 of the Securities Act, 2015 ("Act") read with Regulation 6 of the Listed Companies (Substantial Acquisition of Voting shares and Takeovers) Regulations 2017 ("Regulations").

Dear Sir,

On behalf of Mohammed Hasan Nawaz and Farria Nawaz ("**Acquirer**") and as required by your office vide Letter No. SMD/TO/42/2017 dated August 25, 2017 we are hereby re-submitting revised copy, meeting up for deficiencies of Schedule VI already published, of the Public Announcement of Intention to acquire 5,900,000 shares of Data Textiles Limited (the "**Target Company**") constituting approximately 59.538% of the issued share capital of the Target Company, together with management control of the Target company. The acquisition is subject to regulatory clearances/ approvals, including assessment of Fit & Proper criteria from Concerned authorities and satisfactory due diligence and conclusion of negotiations and execution of the final Share Purchase Agreement ("**SPA**") between the agreed parties.

We, Pearl Securities Limited, have been appointed as the Manager to the Offer by the Acquirer in accordance with the provisions of the Act and the Regulations.

The public announcement of Intention to acquire will be published in accordance with the provisions of the Act (including sections 114 and 115 thereof) and the Regulations.

Regards

For and on behalf of the Manager to the Offer

Faisal Sadiq
Associate Investment Banking

CC:

Syed Farman Ali Gillani
Company Secretary
Data Textiles Limited
Office No 19-J, 4th Floor, CCA Phase V, D.H.A.
Lahore

Mr. Abid Hussain
Executive Director, Securities Market Division
Securities & Exchange Commission of Pakistan,
NIC Building, Jinnah Avenue, Blue Area,
Islamabad

Registered Office: Suite # 204, 2nd Floor, Business & Finance Centre, Opp State Bank, I.I. Chundrigar Road, Karachi-Pakistan. PABX: (92-21) 32461468-70 Fax: (92-21) 32473951

Stock Office: Suite 137, 3rd Floor, Stock Exchange Building, Karachi-Pakistan. Phone: (92-21) 32446651-54 Fax: (92-21) 32446655
Lahore Office: Suite # 218, 2nd Floor, Siddiq Trade Centre, 72 Main Boulevard Gulberg, Lahore-Pakistan. Tel: (92-42) 35781812-13 Fax: (92-42) 35781814
Peshawar Office: Ground Floor, State Life Building Peshawar Cantt, Peshawar-Pakistan. Phone: (92-91) 5254100 Fax: (92-21) 5254107
Islamabad Office: Suite # 1011, 10th Floor, Islamabad Stock Exchange Towers, Blue Area, Islamabad. Phone: (92-51) 2895066
Mardan Office: Suite # 57 & 60 Cantonment Plaza Mall Road Mardan-Pakistan. Phone: (92-937) 861034 Fax: (92-937) 870052
Kohat Office: Near Central Science College University Road Chakkar Kot Kohat. Phone: (09-22) 866365



SCHEDULE VI

[Regulation 6 (5)]

Public announcement of intention to acquire 5,900,000 shares (59.538%)
or control of the Data Textiles Limited

By
Mohammed Hasan Nawaz & Farria Nawaz
Under securities Act, 2015

Disclaimer: Please note that the public announcement of intention to acquire voting shares/control of the Data Textiles Limited is subject to obtaining the requisite regulatory approvals including clearance of fit & proper criteria from the Securities and Exchange Commission of Pakistan and any other concerned authorities. The public announcement of Intention may be withdrawn, if the requisite approvals are not granted by the concerned regulatory authorities.

Part - A

Brief description of the intended acquisition-

| Intended acquisition through | Number of shares | Percentage |
|------------------------------|------------------|------------|
| Agreement(s) | 5,900,000 | 59.538% |
| Public offer | 2,004,808 | 20.231% |

Part – B

1) Information about the acquirer

a) Name(s) and address (es) of acquirer along with persons acting in concert, if any.

Name: Mohammed Hasan Nawaz
Address: House No 68, Street No 29, Off Khayaban e Badar, DHA Phase VI, Karachi

Name: Farria Nawaz
Address: House No 68, Street No 29, Off Khayaban e Badar, DHA Phase VI, Karachi

b) Name(s) of the ultimate acquirer or the ultimate controlling shareholder

Mohammed Hasan Nawaz
Farria Nawaz

c) Name(s) and address(s) of manager to the offer of the acquirer.

Pearl Securities Limited



Suite No 204 & 205. 2nd Floor BFC, I Chundrigar Road, Karachi

d) Principal areas of business of the acquirer and relevant experience

The acquirers, Mohammed Hasan Nawaz & Farria Nawaz are active in the construction services, building materials & interior design services market since 2009

e) In case the acquirer is a fund / Company(s); (N/A)

f) Detail of companies, where the intended acquirer(s) hold more than thirty Percent voting shares:

| Name of Company | Registration No. | Nature (Listed/Unlisted/Private) | Nature of business | Jurisdiction of incorporation | Description held control/more than thirty % share or both |
|-------------------------------------|------------------|----------------------------------|--|-------------------------------|---|
| Absolute Development (Pvt.) Limited | 0070893 | Private | Construction/Architecture/Development Services | CRO Karachi | Both |
| Absolute Commodities (Pvt.) Limited | 0073134 | Private | PMEX Member | CRO Karachi | Both |

g) Information about ultimate beneficial owner of the intended acquirer(s):

In case of individuals:

(i) Name, CNIC, nationality and address of each person

Name: Mohammed Hasan Nawaz CNIC: 4230172069231 Nationality: Pakistan
Address: House No 68, Street No 29, Off Khayaban e Badar, DHA Phase VI, Karachi

Name: Farria Nawaz CNIC: 4230107763780 Nationality: Pakistan
Address: House No 68, Street No 29, Off Khayaban e Badar, DHA Phase VI, Karachi

In case of Fund / Company etc. (N/A)

h) Details of any existing holding of voting rights in the target company

- i. which the acquirer owns or over which it has control or direction;
Mohammed Hasan Nawaz 3,000 shares



Farria Nawaz

500 shares

- ii. Which is owned or controlled or directed by any person acting in concert with the acquirer; **(No such shares/control)**
- iii. In respect of which the acquirer or any person acting in concert with him has received an irrevocable commitment to accept the takeover offer; and in respect of which the acquirer or any person acting in concert with him holds an option to purchase or warrants or other convertible securities.
- i) **All conditions (including normal conditions relating acceptance, listing and increase of capital) to which the public offer or the posting of it is subject**

Part-C

2) Information about the target company

- a) **Name of Target Company, its directors and major shareholders along with number of shares and percentage of paid-up capital.**

Name of Target Company:

Data Textiles Limited

Names of Directors of the target company:

Farhan Abbas Sheikh
Farria Nawaz
Mohammed Hasan Nawaz
Nadeem Ahmed
Sheikh Muhammad Salman ulHaq
Syed Basil Muqtadir
Syed Danyaal Ahmed Shah

Major Shareholders of Target Company

| Shareholder | Shares Held | % |
|----------------------------|-------------|-------|
| Data Enterprises (Pvt) Ltd | 3,180,000 | 32.09 |
| Faaiz Rahim Khan | 2,198,949 | 22.25 |
| Misbahul Hasan Siddique | 674,912 | 6.81 |



- b) Total number of issued shares of the company.
9,909,616
- c) Date of listing and offer price at the time of initial public offering
The company was listed at PKR 10 per share in December 1991
- d) Opening price at securities exchange at time of listing
PKR 15 per share
- e) Share price quoted on the securities exchange one day before the public announcement of intention
PKR 0.50 per share.
- f) The weighted average share price as quoted on the securities exchange during four weeks preceding the date of public announcement of intention
N/A as trading is suspended
- g) Financial position/performance of the company for the last five years, including profit/loss after tax, earning per share, payouts.

| | 2012 PKR | 2013 PKR | 2014 PKR | 2015 PKR | 2016 PKR |
|--------------------|-------------|-------------|-------------|-------------|-------------|
| Profit after tax | (964,156) | (478,435) | (749,794) | (331,324) | (319,698) |
| Earnings per share | (0.10) | (0.05) | (0.08) | (0.03) | (0.03) |
| Dividend Per share | Nil | Nil | Nil | Nil | Nil |