

March 16, 2016

• **Mr. Muhammad Ghufan**  
Deputy General Manager - Operations  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi

Subject: **Material Information**


Dear Sir,

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 information.

We are enclosing herewith the notice received from Next Capital Limited, Manager to the Offer of Mr. Haroon Ahmad Khan, Mrs. Nighat Haroon Khan and Poseidon Synergies (Pvt.) Limited conveying their intention to acquire at least 51% shares of Singer Pakistan Limited.

A disclosure form as required under S.R.O. 143/ (1)/2012 dated December 5, 2012 read with Sections 96 and 131 of the Securities Act, 2015 is also enclosed herewith.

Yours Sincerely

  
\_\_\_\_\_  
Mahmood Ahmed  
Chief Executive Officer

Encl: As above

**DISCLOSURE FORM****IN TERMS OF SECTION 15D OF THE SECURITIES AND EXCHANGE ORDINANCE, 1969**Karachi, the 16<sup>th</sup> of March, 2016

<b>Name of the Company</b>	Singer Pakistan Limited
<b>Date of Report</b>	March 16, 2016
<b>Exact Name of Company as specified in its Memorandum</b>	Singer Pakistan Limited
<b>Company's Registered Office</b>	Plot # 39, Sector # 19, Korangi Industrial Area, Karachi - 74900
<b>Contact Information</b>	Mr. Qaiser Pervaiz Director Finance & CFO qaiser@singer.com.pk 03312870064

**Disclosure of inside information by listed company.**

We would like to inform you that we have received the attached announcement of intention from Next Capital Limited, Manager to the Offer of Mr. Haroon Ahmad Khan, Mrs. Nighat Haroon Khan and Poseidon Synergies (Pvt.) Limited conveying the intention to acquire at least 51% shares of Singer Pakistan Limited.

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



Mahmood Ahmed  
Chief Executive Officer

Dated: 16<sup>th</sup> March, 2016

March 15, 2016

**Mr. Mahmood Ahmed**  
Chief Executive Officer  
Singer Pakistan Limited  
Plot # 39, Sector # 19  
Korangi Industrial Area  
Karachi - 74900

**Subject: Public Announcement of Intention to acquire at least 51% shares and control of Singer Pakistan Limited by (i) Mr. Haroon Ahmad Khan, (ii) Mrs. Nighat Haroon Khan and (iii) Poseidon Synergies (Pvt.) Limited**

Dear Sir,


On behalf of our Clients, Mr. Haroon Ahmad Khan, Mrs. Nighat Haroon Khan and Poseidon Synergies (Pvt.) Limited (collectively herein referred to as "Acquirers" or the "Clients"), we Next Capital Limited, hereby are pleased to submit Acquirers' Public Announcement of Intention to acquire at least 51% shares and control of Singer Pakistan Limited.

Kindly note that Next Capital Limited has been appointed as Manager to the Offer by the Acquirers.

Please contact the undersigned for any additional information or clarification.

Sincerely,

**For and on behalf of Manager to the Offer**



**Muhammad Arshad**  
*Company Secretary and CFO*  
Next Capital Limited

Encl: As above

**PUBLIC ANNOUNCEMENT OF INTENTION TO ACQUIRE AT LEAST 51% SHARES AND  
CONTROL OF  
SINGER PAKISTAN LIMITED  
BY  
(I) MR. HAROON AHMAD KHAN, (II) MRS. NIGHAT HAROON KHAN AND (III) POSEIDON  
SYNERGIES (PVT.) LIMITED  
UNDER  
THE SECURITIES ACT 2015 AND THE LISTED COMPANIES (SUBSTANTIAL  
ACQUISITION OF VOTING SHARES AND TAKEOVERS) REGULATIONS, 2008**

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**1) Information about the acquirers**

*a. Name(s) and Address(s) of Acquirer(s) along with person(s) acting in concert:*

<b>Acquirer(s)</b>	<b>Address</b>
Mr. Haroon Ahmad Khan	15/3 A Block Model Town, Lahore
Mrs. Nighat Haroon Khan	15/3 A Block Model Town, Lahore
Poseidon Synergies (Pvt.) Limited	15/3 A Block Model Town, Lahore

*b. Name(s) and Address(s) of financial advisor(s) of the acquirer(s), if any:*

None

*c. In case the acquirer is a company:*

<b>Name of the Company</b>	Poseidon Synergies (Private) Limited
<b>Chief Executive Officer</b>	Mr. Haroon Ahmad Khan
<b>Directors</b>	<ul style="list-style-type: none"><li>• Mr. Haroon Ahmad Khan</li><li>• Mrs. Nighat Haroon Khan</li></ul>
<b>Major Shareholder(s)</b>	Mr. Haroon Ahmad Khan and Mrs. Nighat Haroon Khan hold 100% shares of the company

**2) Information about the target company**

*a. Name of the target company, its directors and major shareholders:*

**Name of the Target Company:** Singer Pakistan Limited

**Directors:**

<b>Name</b>	<b>Designation</b>
Mr. Haroon Ahmed Khan	Chairman
Mr. Umair Khan	Director
Brig. (Retd.) Mukhtar Ahmed	Director
Mr. Adnan Aftab	Director
Dr. Zafar Uddin Mahmood	Director
Mr. Moazzam Ahmad Khan	Director
Mr. Rasheed Y. Chinoy	Director
Mr. Mahmood Ahmed	Chief Executive Officer

**Major Shareholders:**

Name	No. of Shares	Percentage of Shareholding
Poseidon Synergies (Pvt.) Limited	8,509,024	18.74%

**Note:** Poseidon Synergies (Pvt.) Limited along with Mr. Haroon Ahmad Khan and Mrs. Nighat Haroon Khan collectively hold 13,009,024 Ordinary Shares of the Company representing approximately 28.65 % of the paid up and issued share capital of the Company.

**b. Total number of issued shares:** 45,405,622 Ordinary Shares

**3) Number of shares already held by the acquirer(s), if any**

Name	No. of Shares	Percentage of Shareholding
Mr. Haroon Ahmad Khan	2,500,000	5.51%
Mrs. Nighat Haroon Khan	2,000,000	4.40%
Poseidon Synergies (Pvt.) Limited	8,509,024	18.74%

**4) Number of shares along with the percentage intended to be acquired by the acquirer(s) through public offer or agreement**

The Acquirers collectively hold 13,009,024 Ordinary Shares of the Company representing approximately 28.65% of the paid up and issued share capital of the Company.

The Acquirers intend to acquire additional Ordinary Shares and increase their shareholding in the Company to at least 51% of the paid up and issued share capital of the Company (approximately 23,156,867 Ordinary Shares) through one or more agreement(s) with existing shareholders and / or public offer.

If the Acquirers proceed with the acquisition, the Acquirers will subsequently make a public offer in accordance with the requirements of the Securities Act, 2015 read with the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2008

Any questions regarding this announcement can be directed to:

**Manager to the Offer**

Humaira Asad  
Associate (Corporate Finance and Advisory)  
UAN: +92 21-111-639-825 Ext. 109  
Direct: 021-35169516  
Email: humaira.asad@nextcapital.com.pk  
Next Capital Limited  
8th Floor, Horizon Tower, Plot No. 2/6, Block III  
Clifton, Karachi