

Secretary's Department

SD/PSX/Material-Info/2018

22 March, 2018

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

Dear Sir,

Subject: Material Information –Internal Restructuring of Holding Company

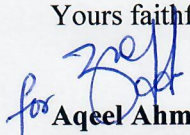
In accordance with the relevant provisions of the Rule Book of the Pakistan Stock Exchange, we wish to inform the Pakistan Stock Exchange that as part of an internal reorganization exercise, and after obtaining all requisite regulatory approvals and clearances in Pakistan, the shareholders of United Bank Limited's holding company, i.e. Bestway (Holdings) Limited ("BHL"), a UK based company, have carried out a share for share transfer with a newly incorporated holding company, namely Bestway Group Limited ("BGL") which is also owned by the shareholding families of BHL. Resultantly, BHL has become a wholly owned subsidiary of BGL. The reorganization has in no way impacted the majority shareholding of United Bank Limited (UBL) in any manner, which remains intact and to be held by BHL.

In this respect, UBL has received a disclosure from BGL, which is enclosed. .

The members of the Exchange may be informed accordingly.

A Disclosure Form is attached as Annexure A.

Yours faithfully,


for **Aqeel Ahmed Nasir**
Company Secretary &
Chief Legal Counsel

Copy to :

The Director
Surveillance, Supervision & Enforcement Department
Securities and Exchange Commission of Pakistan
NIC Building,
63-Jinnah Avenue, Blue Area
Islamabad.

ANNEXURE "A"

**DISCLOSURE FORM IN TERMS OF SECTIONS 15D(1) OF THE
SECURITIES AND EXCHANGE ORDINANCE, 1969 AND
SECTION 96 AND 131 OF THE SECURITIES ACT, 2015**


Name of Company:	United Bank Limited
Date of Report:	March 22, 2018
Exact Name of the Company as specified in	United Bank Limited
Registered Address of the Company	13 th Floor, UBL Building, Blue Area, Islamabad.
Contact Information:	Aqeel Ahmed Nasir, Company Secretary & Chief Legal Counsel United Bank Limited. Telephone Number: 021-990332960 – 021-32400419

Please mark the appropriate box below.

Disclosure of price sensitive information by listed company.

Public disclosure of price sensitive information, which directly concerns the listed securities.

The disclosure received from BGL is attached.


for Aqeel Ahmed Nasir
Company Secretary &
Chief Legal Counsel

Dated: March 22, 2018



BESTWAY GROUP LIMITED

2 Abbey Road, Park Royal, London NW10 7BW
Tel: +44 (0)20 8453 1234 Web: www.bestway.co.uk

Disclosure under Section 109 (2) of the Securities Act, 2015 ("Securities Act") Regulation 4 (1) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations, 2017 ("2017 Regulations")

- (I) The Manager / Director, Pakistan Stock Exchange ("PSX")
- (II) The Chief Executive, United Bank Limited ("UBL")
- (III) Securities and Exchange Commission of Pakistan ("SECP")

Subject: Disclosure of exempted Transactions pursuant to Section 109 of the Securities Act

Part A

1. It is reported pursuant to Section 109 of the Securities Act read with Regulation 4 of the 2017 Regulations that we, Bestway Group Limited ("BGL"), have acquired on 21 March 2018, 100% shares of Bestway (Holdings) Limited ("BHL") through a share for share exchange with the shareholding families of BHL ("BHL Shareholders"). As such, the BHL Shareholders have swapped their shares in BHL for shares in BGL, with the result that the BHL Shareholders now own 100% of BGL, and BGL owns 100% shares of BHL. This transaction is an internal reorganization exercise and does not attract part IX of the Securities Act (except the reporting requirement), in terms of Section 109(1)(h) of the Securities Act. This transaction has been cleared with the SECP, Competition Commission of Pakistan and State Bank of Pakistan.
2. The BHL Shareholders have incorporated BGL as a holding company specifically to hold shares of BHL. Prior to this transaction, BGL did not hold any shares of BHL. BHL holds 51.6% shares in UBL, and also holds 7.65% shares in UBL through Bestway Cement Limited, a subsidiary of BHL. The reorganization has in no way impacted the majority shareholding of UBL, which remains to be held by BHL.

Part B

Particulars of the Acquirer

3. In respect of acquirer which is a company:
 - (i) Name and registered address: Bestway Group Limited – 2 Abbey Road, London, NW10 7BW
 - (ii) Registration No. in case of foreign company: 11003305
 - (iii) Date of Incorporation: 09 October 2017
 - (iv) Jurisdiction: England and Wales
 - (v) Authorized and Issued Share Capital: 1,000,000
 - (vi) Names and addresses of sponsors or persons having control over the acquirer:

Registered Office: 2 Abbey Road, Park Royal, London NW10 7BW Reg. No: 11003305



Name	Address
Haider Zameer Choudrey	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Umair Zameer Choudrey	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Zameer Mohammed Choudrey	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Dawood Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Farrah Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Rizwan Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Suleman Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Atif Gul Sheikh	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Mohammed Younus Sheikh	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Rabiah Younus Sheikh	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Romana Sharjeel	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Salih Mohammed Younus Sheikh	c/o Bestway, 2 Abbey Road, London, NW10 7BW

(vii) Name and addresses of the Board of Directors of the acquirer:

Name	Address
Zameer Mohammed Choudrey	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Dawood Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Sir Mohammed Anwar Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Rizwan Pervez	c/o Bestway, 2 Abbey Road, London, NW10 7BW
Mohammed Younus Sheikh	c/o Bestway, 2 Abbey Road, London, NW10 7BW

4. If acquirer is an individual:

Not applicable

Part C

Particulars of persons acting in concert (vide section 108(d) of the Act)

Not applicable

Details, if the acquirer / person acting in concert has representation on the board of directors of the target company

Not applicable

Signature:

A handwritten signature in blue ink, appearing to be a stylized name, possibly 'S. Kumar'.

Designation: Chief Executive Officer

Date: 21 March 2018

Website address of acquirer: Not applicable