

# JDW SUGAR MILLS LTD.

Ref: JDWS/09/10

September 7, 2010

**Muhammad Ghufraan**  
Deputy General Manager,  
Karachi Stock Exchange (G) Limited  
Stock Exchange Building,  
Stock Exchange road,  
Karachi.

Dear Sir,

## MERGER OF GHOTKI SUGAR MILLS (PRIVATE) LIMITED WITH JDW SUGAR MILLS LIMITED

We are pleased to announce that Honorable Lahore High Court, Lahore vide its Order dated 9.08.2010 in petition no. C.O. 28 of 2010 has sanctioned the Scheme of Arrangement dated 29.03.2010 (the "Scheme") for merger/amalgamation of Ghotki Sugar Mills (Private) Limited ("GSML") with JDW Sugar Mills Limited ("JDWSML"). The Scheme is effective from October 1, 2009 and binding on both GSML and JDWSML. The following are the some major effects of Scheme after its being sanctioned/approved from the Court:

- that with effect from 1.10.2009, all the undertaking property, rights and powers of GSML specified in the Scheme and all other property, rights and powers of GSML be transferred without further act or deed to JDWSML and accordingly the same shall pursuant to Section 287(2) of the Companies Ordinance, 1984 ("the ordinance") be transferred to and vest in JDWSML for all the estate and interest of GSML therein but subject nevertheless to all charges now affecting the same;
- that with effect from 1.10.2009, all the liabilities, duties and obligations of GSML specified in the Scheme and all the other liabilities, duties and obligations of GSML be transferred to JDWSML, and accordingly the same shall pursuant to section 287(2) of the ordinance, be transferred to and become the liabilities and duties of JDWSML;
- that all proceedings now pending by or against GSML be continued by or against JDWSML;
- that GSML shall be dissolved, without winding up, in accordance with the Scheme;

Copy Lahore High Court said Order is attached for your perusal and record. As required vide letter No. KSE/C-810-2355 dated April 1, 2010 we are enclosing herewith 300 printed copies of Scheme of Amalgamation/Merger for distribution to members.

Please let us know if you require any further information.

Thanking you,

Yours faithfully,  
For & on behalf of:  
JDW Sugar Mills Ltd

  
(Muhammad Rafique)  
Company Secretary