



April 26, 2019

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

Subject: Disclosure of Material Information

Dear Sir,

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Clause 5.6.1(a) of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the following information:

On February 27, 2019 Engro Corporation Limited (the "Company") made an unsolicited non-binding offer to Engro Fertilizers Limited regarding the acquisition of 100% (one hundred percent) of the issued and paid up share capital of Engro Eximp FZE, a wholly owned subsidiary of Engro Fertilizers Limited ("Engro Fertilizers") (the "Transaction"). Thereafter, the working teams of both parties negotiated the terms of Transaction for onward presentation to the respective committees and Board of Directors of both parties for their consideration.

The Board of Directors of the Company have, in their meeting held on April 25, 2019, resolved to pursue the proposed Transaction at a price of PKR 1.76 Billion, subject to adjustments at the date of closing of the Transaction, compliance with the applicable laws, including obtaining the necessary corporate and regulatory approvals. Additionally, the Board resolved to authorize the necessary persons to take all necessary steps with respect to the Transaction including to call an extraordinary general meeting of the shareholders of the Company for the purpose of, inter alia, obtaining the approval of the shareholders of the Company for the Transaction, in accordance with Section 199 of the Companies Act, 2017.

You may please inform the members of exchange accordingly.

Yours faithfully,

Faiz Chapra

Faiz Chapra
Company Secretary & General Counsel

Cc:
Director / HOD
Surveillance, Supervision and Enforcement Department
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue
Blue Area, Islamabad

Engro Corporation Limited

8th Floor, The Harbor Front Building, HC-3, Marine Drive, Block 4, Clifton, Karachi 75600 Pakistan,
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DISCLOSURE FORM
IN TERMS OF SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015

Name of Company:	Engro Corporation Limited
Date of Report:	April 26, 2019
Company's Registered Address:	8 th Floor, the Harbour Front Building, HC-3, Marine Drive, Block 4, Clifton, Karachi, Pakistan
Contact Information:	Mr. Faiz Chapra (Company Secretary & General Counsel) Telephone No.: +92 21 35297501-10 Fax No.: +92 21 35810669 E-mail address: fchapra@engro.com


Disclosure of inside information by listed company:

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Pursuant to the requirements of the Securities Act, 2015, the Company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.

For and on behalf of
Engro Corporation Limited:

For 

Faiz Chapra
Company Secretary & General Counsel