



OIL & GAS DEVELOPMENT COMPANY LIMITED
(BOARD SECRETARIAT)

CS-04-08 (PSX/LSE/SECP)
December 16, 2022

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

London Stock Exchange Plc.
10 Paternoster Square,
London EC4M 7LS
Tel: (44) 20 7334 8907

Subject: **SIGNING OF DEFINITIVE AGREEMENTS - REKO DIQ PROJECT**

Dear Sir,

In accordance with the Securities Act, 2015 and the Rule Book of the Pakistan Stock Exchange, and with reference to our earlier disclosure dated October 31, 2022, we are pleased to disclose that Oil and Gas Development Company Limited (the "Company"), [together with Pakistan Petroleum Limited and Government Holdings (Private) Limited, together as the State-Owned Enterprises (the "SOEs")] has signed the Definitive Agreements with respect to the SOEs' participation in the Reconstituted Reko Diq Project ("Project").

Pursuant to the Definitive Agreements, the Company, alongside the other SOEs, participated in the Project through a special purpose vehicle, jointly and equally owned by the SOEs, namely, Pakistan Minerals (Private) Limited (SOE SPV). As part of the transaction and implementation plan agreed under the Definitive Agreements, the SOE SPV, ultimately, acquired a 25% stake in the Project from an existing Project stakeholder ("First Stage Acquisition").

Consideration for the First Stage Acquisition was paid by each SOE in equal proportion on behalf of the SOE SPV. To this end, the SOEs utilized sums deposited in an interest-bearing, offshore, escrow account – such sums totaled USD 562.5 million in addition to accrued interest, of such total sums the Company's proportional share was USD 187.5 million in addition to the corresponding proportional accrued interest.

Following completion of the First Stage Acquisition, the SOE SPV's stake in the Project was restructured through a series of offshore holding companies – the SOE SPV's and by extension, the SOEs', stake in the Project, however, remained unchanged at 25%.

The rights and obligations of the SOEs and the SOE SPV with respect to the Project and *inter se* the other Project participants are governed by the Definitive Agreements. These rights and obligations relate to, *inter alia*, management, reporting, funding, and governance.

The foregoing information may be disseminated to your members.

Yours sincerely,


(**Ahmed Hayat Lak**)
Company Secretary

Copy:

Executive Director/HOD,
Offsite-II Department, Supervision Division,
Securities & Exchange Commission of Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area,
Islamabad.