

ORIX Leasing Pakistan Limited

ORIX Building, Plot No. 16, Sector No. 24,
Korangi Industrial Area, Karachi-74900.
Tel: (021) 3514 4029-40 UAN: 111 24 24 24
Fax: (021) 3514 4108, 3514 4020, 3514 4112

September 2, 2015

**The General Manager
Karachi Stock Exchange Limited**
Stock Exchange Building, Stock Exchange Road, Karachi
Fax No. 021-3241 0825

**The General Manager
Lahore Stock Exchange Limited**
19, Khayaban-e-Aiwan-e-Iqbal, Lahore-54000
Fax No. 042-3636-8484

**General Manager
Islamabad Stock Exchange Limited**
ISE Towers, 55-B, Jinnah Avenue, Blue Area, Islamabad-44000
Fax No. 051-111-473-329

**Commissioner
Company Law Division**
Securities & Exchange Commission of Pakistan
NIC Building, Jinnah Avenue, Blue Area, Islamabad, Pakistan

Subject: Disclosure of Material Information

Dear Sirs,

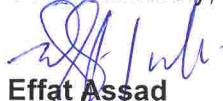
This is with reference to our letter dated September 22, 2014.

In accordance with Sections 96 and 131 of the Securities Act, 2015, and Clause 5.19.13(c) of the Rule Book of the Karachi Stock Exchange Limited, Clause (xxiii) of the Listing Regulations No. 35 of the Code of Corporate Governance of the Lahore Stock Exchange Limited and Clause (xx) of the Listing Regulations No. 35 of the Code of Corporate Governance of the Islamabad Stock Exchange Limited we hereby enclose Form disclosing information regarding:

- (i) Amalgamation Agreement entered into between Standard Chartered Bank (Pakistan) Limited (“**SCBPL**”) and ORIX Leasing Pakistan Limited (“**OLPL**”) pertaining to the merger/amalgamation of Standard Chartered Leasing Limited (“**SCLL**”) with and into OLPL; and
- (ii) Share and Certificate Purchase Agreement entered into between SCBPL and OLPL pertaining to acquisition of SCBPL’s stakes in Standard Chartered Services of Pakistan (Private) Limited and Standard Chartered Modaraba.

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 as **Annexure A**.

Yours sincerely,



Effat Assad
Company Secretary
ORIX Leasing Pakistan Limited



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IN TERMS OF SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015**

September 2, 2015

Name of Company:	ORIX Leasing Pakistan Limited Islamic Chamber of Commerce Building, Ground Floor, ST-2/A, Block-9, KDA Scheme No.5, Clifton, Karachi
Date of Report:	September 2, 2015
Contact Information:	Effat Assad Company Secretary Islamic Chamber of Commerce Building, Ground Floor, ST-2/A, Block-9, KDA Scheme No.5, Clifton, Karachi Telephone Number: 021 35144029-40 Fax Number: 021-35144002 Email Address: olp@orixpakistan.com

Public disclosure of price sensitive / inside information by a listed company, which directly concerns the listed securities.

ORIX Leasing Pakistan Limited (“**OLPL**”) has entered into an Amalgamation Agreement and Share and Certificate Purchase Agreement (the “**Agreements**”) with Standard Chartered Bank (Pakistan) Limited (“**SCBPL**”) with respect to the proposed, (i) merger/amalgamation of Standard Chartered Leasing Limited (“**SCLL**”) (a subsidiary of SCBPL) with and into OLPL; (ii) acquisition of SCBPL’s 100% stake in Standard Chartered Services of Pakistan (Private) Limited; and (iii) acquisition of SCBPL’s 20% stake in Standard Chartered Modaraba.

OLPL has informed that the transactions and their implementation would be subject to satisfaction of various conditions including regulatory approvals contained in the Agreements. OLPL has also informed that the consideration for the value of the shares of SCLL and Standard Chartered Services of Pakistan (Private) Limited and units of Standard Chartered Modaraba will be finalized at the time of completion of the transactions, which consideration will be subject to post-completion adjustment. This is for your information and we will keep you updated of the progress in the above transactions.

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



Effat Assad
Company Secretary