



TPL DIRECT INSURANCE LIMITED

172-B, 2nd Floor, Najeeb Centre Block-2, P.E.C.H.S. Karachi

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February 2, 2015, 15:59:20

The General Manager

Karachi Stock Exchange Limited

Stock Exchange Building

Stock Exchange Road

Karachi

Subject: Material Information

Dear Sir,

In accordance with Clause (xxiii) of the Listing Regulation No. 35 under Code of Corporate Governance, we are pleased to convey the following information:

The Board of Directors of TPL Direct Insurance Limited has recommended the issuance of 29,515,899 ordinary shares of Rs. 10 each to Greenoaks Global Holdings Ltd without issue of rights under the first proviso to section 86(1) of the Companies Ordinance, 1984 at a price of Rs. 15 per share, which price includes a premium of Rs. 5 per share. As required under the Companies Ordinance, 1984, the Board has requested approval of the foregoing through a special resolution from the Shareholders of the Company in an extraordinary general meeting consequent to which an application will be made to the SECP for approval of the same under the first proviso of section 86(1) of the Companies Ordinance 1984.

Yours Sincerely,