



Dawood Lawrencepur Limited

September 19, 2022

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

Subject: Material Information

Dear Sir,

In accordance with the applicable provisions of the Securities Act, 2015 and Rule Book of Pakistan Stock Exchange Limited, we are pleased to provide the following information:

The Board of Directors of Dawood Lawrencepur Limited ("DLL") in its meeting held on September 19, 2022 has approved amendments of the Sponsor Support Agreement dated March 11, 2015 entered into by DLL (as the sponsor of Tenaga Generasi Limited ("TGL")) with, *inter alios*, TGL as the Company, Dawood Corporation (Private) Limited ("DCL") as the Parent, Citibank Europe PLC, UK Branch (legal successor to Citibank International Limited) as the Intercreditor Agent, Citibank, N.A., Karachi Branch as the Onshore Security Trustee and Citibank, N.A., London Branch as the Offshore Security Trustee (the "SSA") in relation to TGL's 49.5 MW wind power project at Khutti Kun, Mirpur Sakro, Thatta, Province of Sindh, Pakistan (the "Project") in order for TGL to achieve the "Project Completion Date" under the Common Terms Agreement dated March 11, 2015 entered into by TGL with, *inter alios*, International Finance Corporation, U.S. International Development Finance Corporation (formerly known as Overseas Private Investment Corporation), the Commercial Facility Financiers, the Commercial Facility Arranger, the Commercial Facility Agent, the Intercreditor Agent, the Onshore Security Trustee, the Offshore Security Trustee, the Onshore Account Bank and the Offshore Account Bank (each as defined therein and together as the "Finance Parties"), as amended, restated, supplemented, novated or otherwise modified from time to time (the "CTA").

Subject to the approval of the members of the Company in terms of Section 199 of the Companies Act, 2017, the amendments shall be covering the following:

- (i) The payment obligations of DLL (as the Sponsor of TGL) under the SSA of an amount up to the lesser of: (A) the amount of such deficiency which is required by DLL to be paid to TGL; or (B) the available contingency commitment amount (in any case, such amount (including any amount which DLL has already paid to TGL as the contingency commitment) shall not exceed USD 13,000,000/- (United States Dollar Thirteen Million only)) if TGL fails to meet its respective payment obligations, as and when they fall due, under the respective transaction documents in relation to the Project shall be extended until July 31, 2023; and
- (ii) The restriction on the DLL to maintain at least fifty-one percent (51%) shareholding in TGL shall be extended up to July 31, 2023, and after July 31, 2023, DLL shall maintain at least twenty-six percent (26%) shareholding in TGL till such time as required as per the terms of the respective transaction documents in relation to the Project.



Dawood Lawrencepur Limited

A disclosure form is attached herewith.

You may please inform the TRE certificate Holders of the Exchange, accordingly.

Yours sincerely,

Imran Chagani
Company Secretary

Encl: as above

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



Dawood Lawrencepur Limited

DISCLOSURE FORM (Securities Act, 2015)

September 19, 2022

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| Name of the Company | Dawood Lawrencepur Limited |
| Date of Report (Date of earliest event reported if applicable) | September 19, 2022 |
| Exact Name of the Company as specified in its Memorandum | Dawood Lawrencepur Limited |
| Registered address of the Company | Dawood Centre, M.T. Khan Road, Karachi |
| Contact Information | Imran Chagani Company Secretary Tel: 021-35632200 Fax: 021-35633970 |
| Disclosure of inside information by the Company in terms of Securities Act, 2015 | <p>The Board of Directors of Dawood Lawrencepur Limited ("DLL") in its meeting held on September 19, 2022 has approved amendments of the Sponsor Support Agreement dated March 11, 2015 entered into by DLL (as the sponsor of Tenaga Generasi Limited ("TGL")) with, <i>inter alios</i>, TGL as the Company, Dawood Corporation (Private) Limited ("DCL") as the Parent, Citibank Europe PLC, UK Branch (legal successor to Citibank International Limited) as the Intercreditor Agent, Citibank, N.A., Karachi Branch as the Onshore Security Trustee and Citibank, N.A., London Branch as the Offshore Security Trustee (the "SSA") in relation to TGL's 49.5 MW wind power project at Khutti Kun, Mirpur Sakro, Thatta, Province of Sindh, Pakistan (the "Project") in order for TGL to achieve the "Project Completion Date" under the Common Terms Agreement dated March 11, 2015 entered into by TGL with, <i>inter alios</i>, International Finance Corporation, U.S. International Development Finance Corporation (formerly known as Overseas Private Investment Corporation), the Commercial Facility Financiers, the Commercial Facility Arranger, the Commercial Facility Agent, the Intercreditor Agent, the Onshore Security Trustee, the Offshore Security Trustee, the Onshore Account Bank and the Offshore Account Bank (each as defined therein and together as the "Finance Parties"), as amended, restated, supplemented, novated or otherwise modified from time to time (the "CTA").</p> <p>Subject to the approval of the members of the Company in terms of Section 199 of the Companies Act, 2017, the amendments shall be covering the following:</p> <p>(i) The payment obligations of DLL (as the Sponsor of TGL) under the SSA of an amount up to the lesser of: (A) the amount of such deficiency which is required by DLL to be paid to TGL; or (B) the available contingency commitment amount (in any case, such amount (including any amount which DLL has already paid to TGL as the contingency</p> |

Head Office/Registered Office: 3rd Floor, Dawood Center, M.T. Khan Road, Karachi - 75530, Pakistan. Tel: +92 21 3563 2200-09 Fax: +92 21 3563 3970

Regional Office: 3rd Floor, Asia House, 19-C/D, L Block, Gulberg III, Main Ferozpur Road, Lahore - 54660, Pakistan. Tel: +92 42 3586 1050-53

Regional Office: Suit # 316, 3rd Floor, Emirates Tower, F-7 Markaz, Islamabad - 44000, Pakistan. Tel: +92 51 2099250-51

UAN: 111 736 611 Website: www.dawoodlawrencepur.com Email: info.reon@dawoodhercules.com



Dawood Lawrencepur Limited

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| | <p>commitment) shall not exceed USD 13,000,000/- (United States Dollar Thirteen Million only)) if TGL fails to meet its respective payment obligations, as and when they fall due, under the respective transaction documents in relation to the Project shall be extended until July 31, 2023; and</p> |
| | <p>(ii) The restriction on the DLL to maintain at least fifty-one percent (51%) shareholding in TGL shall be extended up to July 31, 2023, and after July 31, 2023, DLL shall maintain at least twenty-six percent (26%) shareholding in TGL till such time as required as per the terms of the respective transaction documents in relation to the Project.</p> |