

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
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December 05, 2017

THE GENERAL MANAGER

Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road
Karachi, Pakistan.

DIRECTOR /HOD

Surveillance, Supervision and Enforcement Department
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue
Blue Area,
Islamabad

SUBJECT: DISCLOSURE OF MATERIAL INFORMATION

Dear Sirs,

In accordance with Sections 96 and 131 of the Securities Act, 2015, and Clause 5.19.13(c) of the Rule Book of the Pakistan Stock Exchange Limited, we hereby enclose Form disclosing information regarding:

ORIX Leasing Pakistan Limited (OLP) holds 30,392,901 shares in Oman ORIX Leasing Company SAOG (OOLC), Oman. OOLC has called a shareholders' meeting on 13th December 2017 in Muscat, Oman for considering and approving a scheme of merger of OOLC with and into National Finance Company SAOG (NFC), Oman. In the proposed scheme of merger, the shareholders of OOLC have been given the option to either accept shares in NFC at a swap ratio of 1:1 in exchanging for their shares in OOLC or receive a cash payment equivalent to 1.2 times book value per shares of OOLC as at December 31, 2017. The merger is subject to approval of shareholders of OOLC and NFC and regulatory approvals without which the merger may not take place.

The Board of Directors of OLP has recommended that subject to the merger of OOLC and NFC being approved by their shareholders and regulators, OLP should opt for NFC's cash offer. The amount to be received by OLP is contingent upon the future book value of OOLC as at December 31, 2017. Barring any unforeseen future circumstances which may affect OOLC's final book value per share as at December

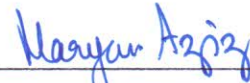
31, 2017, OLP estimates that it will book a gain of approximately Rs. 400 million after tax on the transaction. OLP Board's recommendation is subject to approval from the shareholders of OLP (for which an EOGM is proposed to be called) and approval for the disinvestment of strategic investment by the Securities and Exchange Commission of Pakistan.

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 truly



DR. FAKHARA RIZWAN
Company Secretary



MARYAM AZIZ
Chief Financial Officer

**ANNEXURE A
DISCLOSURE FORM
IN TERMS OF SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015**

December 05, 2017

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:	December 05, 2017
Contact Information	Fakhara Rizwan 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: 021-35144093 Email Address: olp@orixpakistan.com

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

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The Board of Directors of OLP has recommended that subject to the merger of OOLC and NFC being approved by their shareholders and regulators, OLP should opt for NFC's cash offer. The amount to be received by OLP is contingent upon the future book value of OOLC as at December 31, 2017. Barring any unforeseen future circumstances which may affect OOLC's final book value per share as at December 31, 2017, OLP estimates that it will book a gain of approximately Rs. 400 million after tax on the transaction. OLP Board's recommendation is subject to approval from the shareholders of OLP (for which an EOGM is proposed to be called) and approval of the disinvestment of strategic investment by the Securities and Exchange Commission of Pakistan.



DR. FAKHARA RIZWAN
Company Secretary



MARYAM AZIZ
Chief Financial Officer