



May 18, 2026

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

Subject: BOARD MEETING – MATERIAL INFORMATION.

Dear Sir,

In accordance with Section 96 of the Securities Act, 2015 and Clause 5.6.1(a) of the PSX Rule Book, we wish to inform that the Board of Directors of S.G. Power Limited, in its Board Meeting held today, considered and approved the following matters:

1. In furtherance of the Company's strategic transformation and long-term growth objectives, the Board of Directors has approved, in principle, the issuance of 300% Right Shares comprising 53.5 million shares at par value of PKR 10/- per share, aggregating to PKR 534,996,000 aimed at significantly strengthening the Company's capital base, enhancing financial flexibility, and supporting the execution of its planned expansion and investment initiatives within the healthcare and pharmaceutical sector, subject to completion of all applicable corporate, legal and regulatory requirements.
2. The Board further resolved that the book closure dates and other relevant details in respect of the proposed Right Issue shall be determined and communicated separately in due course, in accordance with the relevant provisions of applicable laws and regulations.

This disclosure is being made to ensure compliance with the applicable regulatory requirements and to keep the market participants duly informed.

Yours truly,

For and on behalf of S.G. Power Limited

A handwritten signature in blue ink, appearing to read 'Iman Mehmood', is written over a horizontal line.

Iman Mehmood
Company Secretary

Cc: The Director / Head of Department
Surveillance, Supervision & Enforcement Department
Securities and Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue, Blue Area, Islamabad.

May 18, 2026

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

Subject: **DECLARATION OF RIGHT SHARES.**

Dear Sir,

In accordance with section 96 of the Securities Act 2015 and clause 5.6.1(a) of PSX Regulations we hereby convey the following information:

The Board of Directors of S.G.Power Limited (the "Company"), in its meeting held on May 18, 2026 in, Lahore, Pakistan, has decided to increase the paid-up share capital of the Company by issue of a further 53,499,600 (Fifty Three Million Four Hundred Ninety Nine Thousand Six Hundred only) ordinary shares, having face value of PKR 10/- (Pak Rupees Ten Only) each, as Right Shares, to be offered to the members of the Company in proportion of approximately 3 Right Shares for every 1 Ordinary Share held i.e. approximately 300% at Par of PKR 10/- (Pak Rupees ten) per Right Share subject to applicable laws and regulatory compliances.

Attached is an extract of the resolutions approved by the Board of Directors in connection with the proposed Right Issue, setting out the number of shares to be offered, total size of the issue, offer price, objectives of the issue, planned application of funds, expected advantages for the Company and its shareholders, key risk considerations, and the minimum subscription requirement, in accordance with Rule 3 of the Companies (Further Issue of Shares) Regulations, 2020.

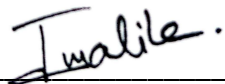
ANNEXURE-A: Statement with respect to the details of the Right Issue, including the quantum of issue, issue size, issue price, purpose of issue, utilization of proceeds, benefits of the issue to the company and the shareholders, risk factors, under Regulation 3 of the Companies (Further Issue of Shares) Regulation, 2020.

ANNEXURE-B: Certified true copy of the extract of the resolutions passed by the Board of Directors in their meeting held on 18th May, 2026.

ANNEXURE-C: Draft copy of the notice of right issue to the members of the Company, prior to its publication in the newspapers.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

Yours truly,
For S.G. Power Limited



Company Secretary

ANNEXURE-A

Statement pertaining to quantum, size, price and purpose of the Rights Issue, along with the utilization of proceeds, benefits of the same to the Company and its shareholders, the risk factors associated with the Rights Issue, in accordance with Regulation 3(1) of the Companies (Further Issue of Shares) Regulations, 2020.

a) Quantum of the Right Issue (i.e. as a percentage of existing paid-up capital)

The quantum of the Right Issue is approximately 300% of the existing paid-up capital of the Company i.e. approximately 3 right shares for every 1 ordinary share held by the shareholders of the Company immediately prior to the close of the share transfer books of the Company.

b) Right Issue Size

The Company shall issue 53,499,600 (Fifty Three Million Four Hundred Ninety Nine Thousand Six Hundred only) ordinary shares at Par value of PKR 10/- (Pak Rupees Ten) per Right Share, aggregating to PKR 534,996,000/- (Pak Rupees Five Hundred Thirty Four Million Nine Hundred Ninety Six Thousand only).

c) Issue Price Per Share

PKR 10/- (Pak Rupees Ten Only) per share (i.e. at par value).

d) Purpose of the Right Issue

The principal purpose of the Right Issue is to enable the Company to invest in the healthcare sector and related businesses, with a focus on expanding and Strengthening the Company's operations and supporting future growth initiatives. The capital raised will strengthen the Company's financial position, enhance its equity base, and provide the necessary resources to pursue strategic investment and business expansion opportunities in the healthcare industry, thereby delivering sustainable returns to shareholders and improving the Company's overall financial performance.

e) Utilization of Proceeds of the Right Issue

The proceeds from the Right Issue will be deployed towards investment in the healthcare sector and related businesses, to expand and empower the Company's operations and support future growth initiatives. Further, the proceeds will be utilized to strengthen the Company's equity base, improve its financial position, and ensure compliance with applicable regulatory requirements, while delivering sustainable value and returns to its shareholders.

f) Benefits to the Company and Shareholders

The Right Issue will enable the Company to capitalize on strategic investment opportunities in the healthcare sector, thereby diversifying and strengthening its revenue base. The enhanced capital will support operational expansion, improve profitability, and deliver higher and more sustainable returns to shareholders. Additionally, the capital infusion will directly strengthen the Company's equity base and financial flexibility, ensuring the ability to pursue larger business opportunities while maintaining prudent financial and risk management practices.

g) Risk Factors associated with the Right Issue, if any

The Right Issue of the Company is being carried out at Par value of PKR 10/- (Pak Rupees Ten) per Right Share. The substantial shareholders and Directors of the Company have confirmed that they shall subscribe to (or arrange the subscription of) their respective right entitlements, while the balance portion of the Right Issue shall be fully underwritten as per requirements under applicable regulations. Normal risks associated with the business and the healthcare sector, including market, regulatory, and operational risks, will remain applicable.

h) Minimum Subscription Amount

Not Applicable.

i) ASBA

Not opted for.



Company Secretary

ANNEXURE-B

Extract of the Resolutions passed by the Board of Directors of S.G. Power Limited in its meeting held on Monday, May 18, 2026 at Lahore, Pakistan.

RESOLVED THAT the ordinary issued paid up share capital of the Company be increased by issue of a further 53,499,600 (Fifty Three Million Four Hundred Ninety Nine Thousand Six Hundred only) ordinary shares, having face value of PKR 10/- (Pak Rupees Ten) each, as Right Shares, to be offered to the members of the Company in proportion of approximately 3 Right Shares for every 1 Ordinary Share held i.e. approximately 300%, at Par of PKR 10/- (Pak Rupees Ten) per Right Share. The right shares will be offered in proportion to number of shares held by each shareholder immediately prior to the close of the share transfer books of the Company, in accordance with the provisions of Section 83 of the Companies Act, 2017 and subject to applicable laws and regulatory compliances, against payment to the Company of the price for the shares subscribed, which shares shall rank pari passu in all respects with the existing ordinary shares of the Company (the "Rights Issue"). The Right Issue proposed by the Board of Directors of the Company is subject to approval of the Shareholders of the Company and SECP.

FURTHER RESOLVED THAT the following are the quantum, size, price and purpose of the Rights Issue, along with the utilization of proceeds, benefits of the same to the Company and its shareholders, the risk factors associated with the Rights Issue, in accordance with Regulation 3(1) of the Companies (Further Issue of Shares) Regulations, 2020:

a) Quantum of the Right Issue (i.e. as a percentage of existing paid-up capital)

The quantum of the Right Issue is approximately 300% of the existing paid-up capital of the Company i.e. approximately 3 right shares for every 1 ordinary share held by the shareholders of the Company immediately prior to the close of the share transfer books of the Company.

b) Right Issue Size

The Company shall issue 53,499,600 (Fifty Three Million Four Hundred Ninety Nine Thousand Six Hundred only) ordinary shares, at Par value of PKR 10/- (Pak Rupees Ten) per Right Share, aggregating to PKR 534,996,000/- (Pak Rupees Five Hundred Thirty Four Million Nine Hundred Ninety Six Thousand only).

c) Issue Price Per Share

PKR 10/- (Pak Rupees Ten) per share (i.e. at par value).

d) Purpose of the Right Issue

The principal purpose of the Right Issue is to enable the Company to invest in the healthcare sector and related businesses, with a focus on expanding and Strengthening the Company's operations and supporting future growth initiatives. The capital raised will strengthen the Company's financial position, enhance its equity base, and provide the necessary resources to pursue strategic investment and business expansion opportunities in the healthcare industry, thereby delivering sustainable returns to shareholders and improving the Company's overall financial performance.

e) Utilization of Proceeds of the Right Issue

The proceeds from the Right Issue will be deployed towards investment in the healthcare sector and related businesses, to expand and empower the Company's operations and support future growth initiatives. Further, the proceeds will be utilized to strengthen the Company's equity base, improve its financial position, and ensure compliance with applicable regulatory requirements, while delivering sustainable value and returns to its shareholders.

f) Benefits to the Company and Shareholders

The Right Issue will enable the Company to capitalize on strategic investment opportunities in the healthcare sector, thereby diversifying and strengthening its revenue base. The enhanced capital will support operational expansion, improve profitability, and deliver higher and more sustainable returns to shareholders. Additionally, the capital infusion will directly strengthen the Company's equity base and financial flexibility, ensuring the ability to pursue larger business opportunities while maintaining prudent financial and risk management practices.

g) Risk Factors associated with the Right Issue, if any

The Right Issue of the Company is being carried out at Par value of PKR 10/- (Pak Rupees Ten) per Right Share. The substantial shareholders and Directors of the Company have confirmed that they shall subscribe to (or arrange the subscription of) their respective right entitlements, while the balance portion of the Right Issue shall be fully underwritten as per requirements under applicable regulations. Normal risks associated with the business and the healthcare sector, including market, regulatory, and operational risks, will remain applicable.

h) Minimum Subscription Amount

Not Applicable.

i) ASBA

Not opted for.

FURTHER RESOLVED THAT the letter of offer, as prescribed under Section 83(2) of the Companies Act, 2017 shall be issued / signed jointly by any two (2) Directors of the Company in compliance with the applicable laws.

FURTHER RESOLVED THAT any two (2) Directors of the Company, be and are hereby authorized to sign the circular accompanying the letter of offer, once finalized in accordance with the procedure stipulated under the Regulations.

FURTHER RESOLVED THAT all fractional entitlements, if any, will be consolidated and disposed of by the Company and the proceeds from such disposition shall be paid to such of the entitled shareholders as may have accepted such offer.

FURTHER RESOLVED THAT any unsubscribed shares may be offered and allotted to such persons as the directors may deem fit in accordance with Section 83(1)(a)(iv) of the Companies Act, 2017, including the sponsors / substantial shareholders, directors or associated undertakings of the Company or any third party, before calling upon the underwriters to subscribe to any unsubscribed shares.

FURTHER RESOLVED THAT any Director, and/or the Chief Financial Officer, and/or the Company Secretary, be and each of them is hereby authorized, such that any one of them may do all or any of the following for and on behalf and in the name of the Company:

(i) Appoint / negotiate with consultants / advisors / auditors and underwriter(s) to the Rights Issue, to finalize terms and conditions and sign underwriting agreement(s), other documents and settle/ finalize fees, underwriting commission, take up commission and third-party expenses and/or any other expenses relating to the Rights Issue;

(ii) To prepare the schedule for issue of right shares including date of payment, and to make any amendment in the said schedule, appointment of banker(s) to the issue, announce book closure dates, and to take all necessary actions, in respect of the Rights Issue and ancillary matters thereto, as required by the SECP, PSX, Central Depository Company of Pakistan Limited ("CDC") (including, but not limited to, induction of the offer for right shares in the Central Depository System of the CDC) or any other authority/body;

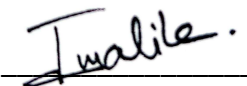
(iii) To decide and announce the closure of the share transfer books of the Company, including the dates thereof, to determine entitlements of the shareholders of the Company with respect to the Right Issue;

(iv) To open, maintain, operate and close bank accounts for the purpose of amounts received from subscription of rights shares;

(v) To credit right shares once allotted by the Board and file returns / documents as required by SECP / PSX / CDC along with the auditors' certificates; and

(vi) To take all other necessary steps, and do all other acts, deeds and things, to prepare the offer letter, circular accompanying the offer letter as required under Section 83(3) of the Companies Act, 2017, schedule for issue of right shares and any other documents and to make any amendment in the said documents and schedule and to take all necessary action as may be required in this regard including execution of any documents and agreements or any ancillary or incidental actions to give effect to the above resolutions.

FURTHER RESOLVED THAT the Chief Executive and/or any one Director and/or the Company Secretary of the Company be and are hereby authorized singly to complete all the necessary corporate and legal formalities in respect of all above.



Company Secretary

ANNEXURE-C

Notice of Right Issue

The Board of Directors of S.G. Power Limited (the "Company"), in its meeting held on May 18, 2026 in, Lahore, Pakistan, has decided to increase the paid-up share capital of the Company by issue of a further 53,499,600 (Fifty Three Million Four Hundred Ninety Nine Thousand Six Hundred only) ordinary shares, having face value of PKR 10/- (Pak Rupees Ten Only) each, as Right Shares, to be offered to the members of the Company in proportion of approximately 3 Right Shares for every 1 Ordinary Share held i.e. approximately 300% at Par of PKR 10/- (Pak Rupees ten) per Right Share subject to applicable laws and regulatory compliances.

The dates of closure of the Share Transfer Books of the Company, to determine the entitlement of the Right Shares will be communicated in due course after finalization of the offer letter / document in accordance with the provisions of the Companies (Further Issue of Shares) Regulations, 2020.