

Notice of Extraordinary General Meeting

Notice is hereby given that an Extraordinary General Meeting of the shareholders of Habib Bank Limited will be held on Friday, February 03, 2017 at 9.00 a.m. at Serena Hotel Islamabad to transact the following business:

Special business

1. To approve, as allowed under SRO 470(I)/2016 issued by Securities and Exchange Commission of Pakistan, transmission of the annual balance sheet, profit and loss account, auditor's report, directors' report, and ancillary statements/notes/documents ("**Annual Audited Accounts**") along with the notice of general meeting of Habib Bank Limited in electronic form to the shareholders through CD/DVD/USB at their registered addresses instead of transmitting the said Annual Audited Accounts in hard copy.

The information as required under section 160(1)(b) of the Companies Ordinance, 1984, setting out in detail the special business to be conducted in the Extraordinary General Meeting is being provided along with the notice of the meeting being sent to the shareholders.

Any other Business

2. To consider any other business with the permission of the Chair.

By Order of the Board

January 13, 2017
Karachi

Nausheen Ahmad
Company Secretary

Notes:

- i) The Register of Members and the Share Transfer Books will be closed from January 28, 2017 to February 03, 2017 (both days inclusive) for the purposes of the Extraordinary General Meeting.
- ii) Only those persons whose names appear in the Register of Members of the Bank as at January 27, 2017 are entitled to attend and participate in and vote at the Extraordinary General Meeting.
- iii) A member entitled to attend and vote at the said Extraordinary General Meeting may appoint another member as his/her proxy to attend and vote for him/her provided that a corporation may appoint as its proxy a person who is not a Member but is duly authorised by the corporation. Proxies must be received at the Registered Office of the Bank not less than forty-eight (48) hours before the time of the holding of the Extraordinary General Meeting.
- iv) Members are requested to notify immediately changes if any in their registered address to our Share Registrar, M/s. Central Depository Company of Pakistan Limited, CDC House 99-B, Block 'B', Sindhi Muslim Cooperative Housing Society (S.M.C.H.S), Main Shahrah-e-Faisal, Karachi - 74400.
- v) CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

A. Process for Attending the Extraordinary General Meeting:

- (i) In the case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Central Depository Company of Pakistan Limited Regulations, shall authenticate his/her identity by showing his/her original Computerised National Identity Card (CNIC) or original passport at the time of attending the Extraordinary General Meeting.
- (ii) In the case of a corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced at the time of the Extraordinary General Meeting unless it has been provided earlier.

B. For Appointing Proxies:

- (i) In the case of individuals, the account holder or sub-account holder whose registration details are uploaded as per the Central Depository Company of Pakistan Limited Regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (iii) Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- (iv) The proxy shall produce his/her original CNIC or original passport at the time of the Extraordinary General Meeting.
- (v) In the case of a corporate entity, the Board of Directors' resolution/power of attorney with the specimen signature of the nominee shall be submitted (unless it has been provided earlier) along with proxy form to the Bank.