

# HBL



Muhammad Ghufraan  
Deputy General Manager  
Karachi Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi

June 11, 2015

Dear Sir,

**Re: Disclosure of Material Information**

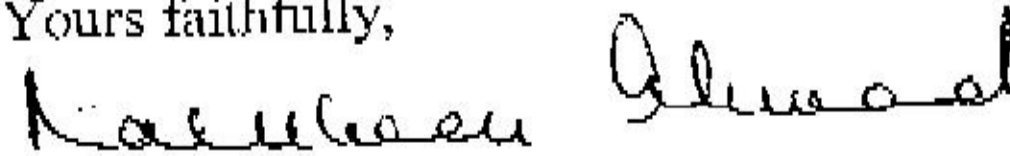
This is with reference to your letter dated June 08, 2015 on the subject, wherein you have requested certain information in relation to the scheme of amalgamation whereby the entire undertaking of the Pakistan business of Barclays Bank PLC shall stand amalgamated with and into HBL.

In accordance with your request, please find attached copies of the following documents:

1. SBP Cover Letter No. BPRD (R&P-02)625-110/2015/12499 dated June 01, 2015 (*Annexure A*);
2. Sanction Order of the State Bank of Pakistan under Section 48 of the Banking Companies Ordinance, 1962 dated May 29, 2015 (*Annexure B*);
3. Scheme of Amalgamation (*Annexure C*);
4. Resolution of the Extraordinary General Meeting of HBL held on April 25, 2015 (*Annexure D*).

As for the price/consideration to be paid to Barclays by HBL in respect of the subject transaction, please see Clause 6 of the Scheme of Amalgamation (*Consideration*), which states that the "*consideration of the amalgamation shall be an amount to be determined on the basis of the net asset value of the Business at the Effective Time adjusted by the Valuation Adjustments as at the Effective Time.*"

Yours faithfully,



Nausheen Ahmad  
Company Secretary