

SCBPL/CS/0178/2014

September 22, 2014

The General Manager  
Karachi Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi-74000

The Secretary  
Lahore Stock Exchange Limited  
Stock Exchange Building  
19, Khayaban-e-Aiwan-e-Iqbal  
Lahore-54000

The Secretary  
Islamabad Stock Exchange Limited  
ISE Plaza, 55-B, Jinnah Avenue  
Islamabad-44000

The Director (Enforcement)  
Securities and Exchange Commission of Pakistan  
NIC Building, 63 Jinnah Avenue  
Islamabad

Dear Sirs,

**STANDARD CHARTERED BANK (PAKISTAN) LIMITED'S STAKES IN STANDARD CHARTERED LEASING LIMITED, STANDARD CHARTERED SERVICES OF PAKISTAN (PVT) LIMITED AND STANDARD CHARTERED MODARABA**

In terms of section 15D(1) of the Securities and Exchange Ordinance, 1969 and Clause (xx) of the Code of Corporate Governance, we are enclosing herewith a Form disclosing information regarding non-binding Memorandum of Understanding entered between Standard Chartered Bank (Pakistan) Limited (SCBPL) and ORIX Leasing Pakistan Limited (OLPL) in relation to a prospective:

- (i) merger/amalgamation of Standard Chartered Leasing Limited ("SCLL") with and into OLPL or divestment of SCBPL's stake in SCLL; and
- (ii) divestment of SCBPL's stakes in Standard Chartered Services of Pakistan (Pvt) Limited and Standard Chartered Modaraba.

Yours Sincerely,



**Asif Iqbal Alam**  
Company Secretary

Standard Chartered Bank (Pakistan) Limited  
Main Branch  
P.O. Box No. 5556, I.I.Chundrigar Road  
Karachi 74000 Pakistan.  
www.standardchartered.com

Tel (021) 245 0000  
UAN (021) 111 002 002

**DISCLOSURE FORM**  
**INTERMS OF SECTION 15D OF THE SECURITIES AND EXCHANGE ORDINANCE, 1969**

Name of Company: Standard Chartered Bank (Pakistan) Limited (SCBPL)  
Date of Report: September 22, 2014  
Name of Company as specified in its Memorandum: Standard Chartered Bank (Pakistan) Limited  
Company's registered office: P.O. Box No. 5556, I.I. Chundrigar Road, Karachi, 74000, Pakistan  
Contact information: Tel: (021) 32450000. Fax: (021) 32414914

**Disclosure of inside information by listed company in terms of Section 15D(1):**

Standard Chartered Bank (Pakistan) Limited ("SCBPL") has entered into a non-binding Memorandum of Understanding ("MOU") with ORIX Leasing Pakistan Limited with regard to a prospective:

- (i) merger/amalgamation of Standard Chartered Leasing Limited ("SCLL") with and into ORIX Leasing Pakistan Limited or divestment of its 86.45% stake in SCLL;
- (ii) divestment of its 100% stake in Standard Chartered Services of Pakistan (Private) Limited; and
- (iii) divestment of its 20% stake in Standard Chartered Modaraba. This stake is held 10% directly and 10% indirectly through Standard Chartered Services of Pakistan (Private) Limited.

There is no certainty that the MOU will result in a binding transaction. Any transaction, its structure and its implementation would be subject to: (a) due diligence by ORIX Leasing Pakistan Limited which will commence shortly; (b) execution of definitive transaction agreements; and (c) satisfaction of various conditions including regulatory approvals contained in the definitive transaction agreements. This is for your information and we will keep you updated of the progress in the above transaction.

Pursuant to the requirements of the Securities and Exchange Ordinance, 1969 (XVI I of 1969), the Company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.

Yours Sincerely,



**Asif Iqbal Alam**  
Company Secretary  
Standard Chartered Bank (Pakistan) Limited