

SCB/CS/0142/2015

02 September 2015

The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building, Stock Exchange Road, Karachi
Fax No. 021-111-473-329

The Secretary
Lahore Stock Exchange Limited
19, Khayaban-e-Aiwan-e-Iqbal, Lahore-54000
Fax No. 042-3636-8484

The Secretary
Islamabad Stock Exchange Limited
ISE Towers, 55-B, Jinnah Avenue, Blue Area, Islamabad-44000
Fax No. 051-111-473-329

The Director (Enforcement)
Company Law Division
Securities & Exchange Commission of Pakistan
NIC Building, Jinnah Avenue, Blue Area, Islamabad, Pakistan

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

This is with reference to our letter dated 22 September 2014.

In accordance with Sections 96 and 131 of the Securities Act, 2015, Clause 5.19.13(c) of the Rule Book of the Karachi Stock Exchange Limited, Clause (xx) of the Listing Regulations No. 35 of the Code of Corporate Governance of both the Lahore Stock Exchange Limited and the Islamabad Stock Exchange Limited, we are enclosing herewith a Form disclosing information regarding Amalgamation Agreement and Share and Certificate Purchase Agreement entered between Standard Chartered Bank (Pakistan) Limited (SCBPL) and Orix Leasing Pakistan Limited (OLPL) in relation to:

- (i) merger/amalgamation of Standard Chartered Leasing Limited ("SCLL") with and into OLPL; 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 SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015

Name of Company: Standard Chartered Bank (Pakistan) Limited (**SCBPL**)
Date of Report: 02 September 2015
Name of Company as specified in its Memorandum: Standard Chartered Bank (Pakistan) Limited
Company's registered office: P.O. Box 556, I.I. Chundrigar Road, Karachi, 74000, Pakistan
Contact information: Tel: (021) 32450000. Fax: (021)32414914

Disclosure of inside information by listed company:

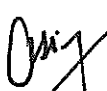
Standard Chartered Bank (Pakistan) Limited ("**SCBPL**") has entered into an Amalgamation Agreement and Share and Certificate Purchase Agreement (the "**Agreements**") with Orix Leasing Pakistan Limited with regard to proposed:

- (i) merger/amalgamation of Standard Chartered Leasing Limited ("**SCLL**") with and into Orix Leasing Pakistan Limited;
- (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.

SCBPL has informed that the transactions and their implementation would be subject to satisfaction of various conditions including regulatory approvals contained in the Agreements. SCBPL has also informed that the consideration for the value of the shares of SCLL and Standard Chartered Services of Pakistan (Private) Limited and units of Standard Chartered Modaraba will be finalized at the time of completion of the transactions, which consideration will be subject to post-completion adjustment. This is for your information and we will keep you updated of the progress in the above transactions.

Pursuant to the requirements of the Securities Act, 2015, 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