

**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: 30 May 2016  
Name of Company as specified in its Memorandum: Standard Chartered Bank (Pakistan) Limited  
Company's registered office: P.O. Box 5556, 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 entered into an Amalgamation Agreement dated 01 September 2015 with Orix Leasing Pakistan Limited (**ORIX**) with regard to proposed merger/amalgamation of Standard Chartered Leasing Limited ("**SCLL**") with and into Orix pursuant to a Scheme of Amalgamation (**Scheme**) in accordance with Section 282L of the Companies Ordinance, 1984.

Now SCLL has informed that SECP has sanctioned the Scheme by its order dated 27 May 2016 and according to such sanction order, the Scheme shall be effective from 27 May 2016. In terms of the Scheme, consideration has to be paid to the shareholders of the Company by ORIX as follows:

- (a) minority shareholders of the Company shall be paid consideration either by way of: (i) issuance of 1 ordinary share of ORIX for every 6.42 ordinary shares of the Company; or (ii) payment of cash of PKR 9.85 per ordinary share of the Company; and
- (b) majority shareholder of the Company (Standard Chartered Bank) shall be paid cash consideration of PKR 7.88 per ordinary share of the Company, provided such price is subject to downward adjustment based on net asset value determination.

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