

**THE KARACHI STOCK EXCHANGE (GUARANTEE) LIMITED**

KSE/N-1427

**NOTICE**

March 10, 2011

**STANDARD CHARTERED BANK (PAKISTAN) LIMITED**

Source: "BUSINESS RECORDER" Dated: March 09, 2011

**STANDARD CHARTERED BANK (PAKISTAN) LIMITED****NOTICE OF ANNUAL GENERAL MEETING**

Notice is hereby given that the Fifth Annual General Meeting of the shareholders of Standard Chartered Bank (Pakistan) Limited ("Bank") will be held on Wednesday, March 30, 2011 at 3.00 PM at Jinnah Auditorium, The Institute of Bankers Pakistan, Maulvi Tamizuddin Khan Road, Karachi, to transact the following business:

**A. ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Accounts of the Bank and consolidated accounts of the Bank and its subsidiaries for the year ended December 31, 2010 along with the Directors' and Auditors' Reports thereon.
2. To consider the appointment of external auditors namely M/s KPMG Taseer Hadi & Co., Chartered Accountants and to authorize the Chief Executive Officer and Chief Financial Officer to fix their remuneration. M/s KPMG Taseer Hadi & Co., Chartered Accountants being eligible have offered themselves for re-appointment.
3. To consider and approve cash dividend @Rs. 0.60 per share of Rs. 10 each (i.e. 6%) for the year ended December 31, 2010 as recommended by Board of Directors.

**B. SPECIAL BUSINESS**

4. To grant approval to the remuneration paid to the Directors in accordance with the Articles of Association of the Bank and in that connection to pass the following resolution, as ordinary resolution, with or without modification, addition or deletion:

"RESOLVED THAT the decision of the Board of Directors of Standard Chartered Bank (Pakistan) Limited to pay a fee of Rs. 3,355,000/- during the year ended December 31, 2010 to the non-executive members of the Board, in terms of their discretion under the Articles of Association of the Bank, be and is hereby confirmed and approved by the shareholders."

A statement of material facts under section 150 (1) (b) of the Companies Ordinance, 1984 is being sent to the shareholders along with a copy of this notice.

**C. OTHER BUSINESS**

5. To transact any other business as may be placed before the meeting with the permission of the chair.

By Order of the Board:

(Rahim Panjwani)  
Company SecretaryMarch 3, 2011  
Karachi**Notes:**

1. The Share Transfer Books of the Bank will remain closed from March 24, 2011 to March 30, 2011 (both days inclusive).
2. A member entitled to attend and vote at the above meeting is entitled to appoint another member as his/her proxy to attend and vote instead of him/her. Proxies, in order to be valid, must be received by the Bank at its registered office marked for the attention of the office of the Company Secretary, not less than forty-eight hours before the time for holding the meeting and must be duly stamped, signed and witnessed. A member shall not be entitled to appoint more than one proxy.
3. Members are requested to notify changes in their address, if any, to the Share Registrars, M/s. THK Associates (Pvt.) Limited, Ground Floor, Building-3, Dr. Ziauddin Ahmed Road, Karachi-75830.
4. A. For attending the meeting:
  - i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original Computerized National Identity Card (CNIC) or original passport at the time of attending the Meeting.
  - ii) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced at the time of the Meeting.
- B. For Appointing Proxy:
  - i) In case of individuals, the account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the 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 original CNIC or original passport at the time of the Meeting.
  - v) In case of corporate entity, the Board of Directors' resolution / power of attorney with specimen signature shall be submitted along with proxy form to the Bank.

Standard  
Chartered 