

Notice of the Thirteenth Annual General Meeting

Notice is hereby given that the Thirteenth Annual General Meeting of Samba Bank Limited ("the Bank") will be held at 10:00 a.m. on Monday, the 21st March, 2016, at Margalla Hotel, Islamabad, to transact the following business:

Ordinary Business

- To confirm the minutes of the 12th Annual General Meeting held on March 27, 2015.
- To receive, consider and adopt the audited Annual Accounts of the Bank for the year ended December 31, 2015 together with the Directors' and Auditors' Reports thereon.
- To appoint Auditors' and to fix their remuneration. M/s A.F. Ferguson & Co., Chartered Accountants have offered themselves for the re-appointment.
- To elect eight directors as fixed by the Board in accordance with the provisions of section 178(1) of the Companies Ordinance 1984. The following Directors are retiring and are eligible for re-election:

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|---------------------------|-----------------------|
| 1. Mr. Antoine Mojabber | 2. Mr. Beji Tak-Tak |
| 3. Mr. Farhat Abbas Mirza | 4. Mr. Humayun Murad |
| 5. Mr. Javed Iqbal | 6. Dr. Shujaat Nadeem |
| 7. Ms. Ranya Nashar | 8. Mr. Zahid Zaheer |

Other Business

To transact any other business of the Bank with the approval of the Chair.

By Order of the Board

Date: February 29, 2016
Karachi

Syed Zia-ul-Husnain Shamsi
Company Secretary

Notes:

- Share Transfer Books of the Bank will remain closed from 15-03-2016 to 21-03-2016 (both days inclusive). Transfer received in order at Bank's Registrar, M/s. Famco Associates (Pvt.) Ltd., 8-F, Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S, Shakra-e-Faisal, Karachi up to close of business on 14-03-2016 will be considered in time for the purpose of Annual General Meeting.
- Any member desirous to contest the Election of Directors shall file the following with the Company Secretary of the Bank not later than fourteen days before the day of the above said meeting;
 - His/her intention to offer himself/herself for the election in terms of section 178(3) of the Companies Ordinance, 1984. He/she should confirm that;
 - He/she is not ineligible to become a director of the Bank under any applicable laws and regulations (including Listing Regulations of Pakistan Stock Exchange).
 - Neither he/she nor his/her spouse is engaged in the business of brokerage or is a sponsor, director or officer of a corporate brokerage house.
 - He/she is not serving as a director in more than seven listed companies simultaneously. Provided that this limit shall not include the directorships in the listed subsidiaries of a listed holding company.
 - Consent to act as director in Form 28 under Section 184 of the Companies Ordinance, 1984;
 - Affidavits, Annexure and Questionnaire in terms of State Bank of Pakistan's BPRD Circular No. 04 dated April 23, 2007 and BPRD Circular No. 05 dated March 12, 2015.

A copy of the relevant documents may be downloaded from the websites of the Securities & Exchange Commission of Pakistan and State Bank of Pakistan or may be obtained from the office of the Company Secretary of the Bank.

- A member eligible to attend and vote at this meeting may appoint any person as proxy to attend and vote in the meeting. Proxies in order to be effective must be received at the Registered Office of the Bank, duly stamped, signed and witnessed, not less than forty eight (48) hours before the holding of the meeting.
- CDC account holders will be required to follow the under mentioned guidelines as laid down in Circular number 1 dated January 26, 2000 of the Securities and Exchange Commission of Pakistan for attending the meeting.
- CDC shareholders, entitled to attend and vote at this meeting, must bring with them their Computerized National Identity Cards (CNIC)/passport in original along with participants' ID numbers and their account numbers to prove his/her identity, and in case of proxy, must enclose an attested copy of his/her CNIC or passport.
- In case of a corporate entity the board of directors' resolution/power of attorney with the specimen signature of the nominee shall be submitted with the proxy form to the company, and the same shall be produced in original at the time of the meeting to authenticate the identity of the nominee.
- Shareholders are requested to notify any change in their addresses to the bank's Share Registrar, M/s. Famco Associates (Pvt.) Ltd., 8-F, Next to Hotel Faran, Nursery, Block-6, P.E.C.H.S, Shakra-e-Faisal, Karachi, immediately.

Samba Bank Limited