

# Notice of Annual General Meeting

Notice is hereby given that 66th Annual General Meeting of Habib Bank Limited will be held on Friday, March 28, 2008 at 9.00 a. m. at the auditorium, ground floor, Habib Bank Tower, Jinnah Avenue, Islamabad to transact the following business:

## Ordinary Business:

1. To receive the Minutes of the 65th Annual General Meeting and the Extra-ordinary General Meeting held on March 10, 2007 and December 26, 2007 respectively.
2. To receive, consider and adopt the Audited Accounts of the Bank for the year ended December 31, 2007, together with the Reports of the Directors and Auditors thereon, and pass the necessary Resolutions in this regard.
3. To consider the appointment of Auditors for the year 2008, and to fix their remuneration. The retiring Auditors Messrs. KPMG Taseer Hadi & Co., Chartered Accountants being eligible, offer themselves for re-appointment.
4. To approve payment of Cash Dividend of 40% (Rs. 4 per share) and 10% Bonus Shares to those Shareholders entitled at close of business on March 13, 2008.

## Special Business:

5. To approve as required under Section 208 of the Companies Ordinance, 1984 investment in HBL Asset Management Ltd.
6. To accord approval for placing the Quarterly Accounts of the Bank on the Bank's website, subject to approval from Securities & Exchange Commission of Pakistan (SECP) and compliance of conditions of SECP's Circular No. 19 of 2004 dated April 14, 2004.
7. To approve the remuneration of Non Executive Directors as required by SBP BPRD Circular No. 3 dated April 23, 2007.

## Any Other Business:

8. To consider any other business with the permission of the Chair.

By the order of the Board

March 6, 2008  
Islamabad

Nausheen Ahmad  
Company Secretary

## Notes:

1. The statement under section 160 (1) (b) of the Companies Ordinance, 1984 setting forth all material facts concerning the special business to be transacted at the meeting is annexed.
2. The Register of Members and the Share Transfer Books will be closed from March 14 to 28, 2008 (both days inclusive) for the purposes of the Annual General Meeting.

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3. Only those persons whose name appear in the Register of Members of the Company as at March 13, 2008 are entitled to attend and participate in and vote at the Annual General Meeting.
4. A Member entitled to attend and vote at the Meeting may appoint another Member as per his/her proxy to attend and vote for him/her provided that a corporation may appoint as its proxy a person who is not a Member but is duly authorized by the corporation. Proxies must be received at the Registered Office of the Company not less than 48 hours before the time of the holding of the Meeting.
5. Members are requested to notify immediately changes if any in their registered address to our Shares Registrar, M/s. THK Associates (Pvt.) Limited, ground floor, State Life Building No.3, Dr. Ziauddin Ahmed Road, Karachi- 75530.
6. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 1 dated January 26, 2000 issued by the Securities and Exchange Commission of Pakistan.

### **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 (unless it has been provided earlier) at the time of the Meeting.

### **B. For Appointing Proxies:**

- (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 (unless it has been provided earlier) along with proxy form to the Company.