

HBL



The General Manager
Karachi Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi
Fax No. 111-573-329

The Secretary
Islamabad Stock Exchange Ltd
55-B, ISE Towers, Jinnah Avenue
Islamabad
Fax No. 051-111473329

The Secretary
Lahore Stock Exchange Limited
Lahore Stock Exchange Building,
19, Khayaban-e-Aiwan-e-Iqbal,
P.O. Box: 1315,
Lahore
Fax No. 042-3636 8485

The Director,
Enforcement Division
Securities & Exchange Commission of Pakistan
NIC Building, Jinnah Avenue,
Islamabad
Fax No. 051-9218592, 9204915

November 20, 2014

Re: **Disclosure of Material Information**

Dear Sir,

In furtherance of our earlier letter dated October 09, 2014 and in accordance with Section 15D of the Securities & Exchange Ordinance, 1969 and the Listing Regulations No. 35 of Code of Corporate Governance, we hereby convey the following information:

We have to inform you that in regard to the proposed acquisition of Barclays Bank PLC's Pakistan operations by HBL, the State Bank of Pakistan, vide its letter dated November 14, 2014, has provided its approval to HBL to conduct a due diligence exercise of Barclays Bank PLC's Pakistan operations.

Please note that consummation of the proposed acquisition is subject to (i) the results of the due diligence exercise; (ii) execution of definitive agreements between the parties to the proposed acquisition/sale; and (iii) receipt of all relevant regulatory approvals in relation to the proposed acquisition.

You may please inform the members of the Exchange accordingly.

Yours truly,

A handwritten signature in blue ink, appearing to read 'Nausheen Ahmad', written over a horizontal line.

Nausheen Ahmad
Company Secretary
Habib Bank Limited

Note: A disclosure form as required under S.R.O. 143/(1)/2012 dated December 5, 2012 read with Section 15D of the Securities and Exchange Ordinance, 1969 is also enclosed as **Annexure A**.

Annexure A
DISCLOSURE FORM
IN TERMS OF SECTION 15D OF THE
SECURITIES AND EXCHANGE ORDINANCE, 1969

Karachi, November 20, 2014

Name of Company: Habib Bank Limited
Date of Report: November 20, 2014
Address of Registered Office: Habib Bank Plaza, I.I. Chundrigar Road, Karachi
Contact Information Ms. Nausheen Ahmed
 Company Secretary, HBL

[*] Disclosure of inside information by listed company in terms of section 15D(1).

In regard to the proposed acquisition of Barclays Bank PLC's Pakistan operations by HBL, the State Bank of Pakistan, vide its letter dated November 14, 2014, has provided its approval to HBL to conduct a due diligence exercise of Barclays Bank PLC's Pakistan operations.

Please note that consummation of the proposed acquisition is subject to (i) the results of the due diligence exercise; (ii) execution of definitive agreements between the parties to the proposed acquisition/sale; and (iii) receipt of all relevant regulatory approvals in relation to the proposed acquisition.

[] Intimation of decision of the listed company to delay disclosure of inside information in terms of section 15(D(2)).

Not applicable

[] Disclosure of inside information by listed company where the listed company or person acting on its behalf discloses inside information to third party in terms of section 15(D(3)).

Not applicable

[] Disclosure of transactions conducted by Persons discharging managerial responsibilities within a listed company or persons closely associated with them in terms of section 15D(5).

Not applicable

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SIGNATURES

In case of company pursuant to the requirements of the Securities Exchange Ordinance of 1969 (XVII of 1969), the company has duly caused this form / statement to be signed on its behalf by the undersigned hereunto duly authorized.

DATED: November 20, 2014



Ms. Nausheen Ahmed
Company Secretary
Habib Bank Limited