

NOTICE OF 69TH ANNUAL GENERAL MEETING

Notice is hereby given that the **69th Annual General Meeting** ("AGM") of National Bank of Pakistan (the "Bank") will be held on **Thursday the 29th March, 2018 at 9:15 A.M. (PST)**, at **Grand Ball Room, Pearl Continental Hotel, Karachi**.

The following business will be transacted in the meeting:

Ordinary Business:

1. To confirm minutes of the Extraordinary General Meeting of Shareholders held on 15th May, 2017, at Karachi.
2. To receive, consider and adopt the Annual Audited Financial Statements of National Bank of Pakistan and Consolidated Accounts of National Bank of Pakistan and its Subsidiaries for the year ended 31st December, 2017, together with the Directors' & Auditors' Reports thereon.
3. To appoint auditors for the year ending 31st December, 2018 and fix their remuneration. The Board of Directors has recommended re-appointment of Messrs Grant Thornton Anjum Rahman, Chartered Accountants and appointment of Messrs Deloitte Yousuf Adil, Chartered Accountants to be the auditors of the Bank for the year ending 31st December, 2018, in place of the retiring auditors, namely Messrs Grant Thornton Anjum Rahman, Chartered Accountants and Messrs EY Ford Rhodes, Chartered Accountants at the same fee as paid to the retiring auditors.

Special Business:

4. To approve KPIs / criteria for Performance Bonus of the President, NBP.
5. To transact any other business with the permission of the Chairman.

Karachi

Dated: March 08, 2018

By Order of the Board

Sd/-

S.M. Ali Zamin
Secretary (Board)

Notes:

i) The Share Transfer Books of the Bank shall remain closed from 22-03-2018 to 29-03-2018 (both days inclusive). Transfers received at Messrs Central Depository Company of Pakistan Limited, CDC House 99-B, Block "B", SMCHS, Main Shahrah-e-Faisal, Karachi - 74400, the Bank's Registrar and Share Transfer Agent, at the close of the business on 21-03-2018 will be treated in time for purpose of attending the meeting.

ii) A member eligible to attend and vote at the AGM is entitled to appoint another member as a proxy to attend and vote on his / her behalf. The Government of Pakistan, State Bank of Pakistan and any Corporation(s), being a member of the Bank, may nominate any person as its representative to attend the AGM under authority of a power of attorney or a Board of Directors' resolution. Proxies or nominations, in order to be effective and valid, must be received at the office of the Bank's Registrar / Share Transfer Agent, Messrs Central Depository Company of Pakistan Limited, CDC House 99-B, Block "B", SMCHS, Main Shahrah-e-Faisal, Karachi - 74400, no later than 48 hours before the time of holding the AGM.

iii) 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:

- In case of individuals, the account holder or sub-account holder shall authenticate his / her identity by showing his original Computerized National Identity Card ("CNIC") or original passport at the time of attending the meeting.
- In case of corporate entity, the original or duly authenticated 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:

- In case of individuals, the account holder or sub-account holder shall submit the proxy form as per the above requirement.
- The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be furnished with the proxy form.
- The proxy shall produce his / her original CNIC or original passport at the time of the Meeting.
- In case of corporate entity, the original or duly authenticated Board of Directors' resolution / power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) along with proxy form to Messrs Central Depository Company of Pakistan Limited.

iv) CDC Account Holders and Sub-account Holders, whose registration details are available in Share Book Detail Report shall have to produce respective original Computerized National Identity Cards (CNICs) or original passports for the purpose of identification to participate in the Annual General Meeting. Such Account Holders and Sub-account Holders should know the CNIC Numbers and CDC Account Number of the respective partner and should bring the same along with them. In case of Proxy, the person should positively attach the attested copy of the CNIC or passport. In case of corporate member's representative, usual documents should be accompanied for the same purpose.

v) Members are requested to immediately notify any change in their addresses to the Bank's Registrar and Share Transfer Agent, Messrs Central Depository Company of Pakistan Limited.

vi) COLLECTION OF THE UNCLAIMED / UNDELIVERED DIVIDEND WARRANTS / BONUS SHARES CERTIFICATES LYING WITH THE SHARE REGISTRAR:

As directed by SECP vide letter # SMD/CIW/Misc./14/2009 dated October 11, 2011, Shareholders are requested to please contact / coordinate with the Bank's Share Registrar for collection of unclaimed / undelivered Dividend Warrants / Bonus Share Certificates.

vii) TRANSMISSION OF ANNUAL FINANCIAL STATEMENTS THROUGH EMAIL:

In pursuance of the directions given by SECP vide SRO 787 (1)/2014 dated September 8, 2014, those Shareholders who desire to receive Annual Financial Statements in future through email instead of receiving the same by post are advised to give their formal consent along with their valid email addresses on a standard request form which is available at the Bank's website i.e. www.nbp.com.pk and send the said form duly filled in and signed along with a copy of his / her CNIC / Passport to the Bank's Share Registrar. Please note that giving email address for receiving of Annual Financial Statements instead of receiving the same by post is optional. In case you do not wish to avail this facility, please ignore this notice and, in such case, Annual Financial Statement will be sent at your registered address on CD as approved in the 68th Annual General Meeting held on 30th March, 2017. (Notice of the AGM together with the statement of material facts in respect of the Special Business to be considered at the AGM is being sent to the members.)



UAN: 111 627 627
www.nbp.com.pk

