

NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting (EOGM) of National Bank of Pakistan (the "Bank") will be held on Friday, the February 06, 2015 at 09:00am (PST), at Zaver Hall, Pearl Continental Hotel, Karachi.

The following business will be transacted meeting:

Ordinary Business:

1. To confirm minutes of 65th Annual General Meeting held on March 28, 2014 at Karachi.

Special Business:

2. To consider and approve compensation package of Syed Ahmed Iqbal Ashraf, President of the Bank, as recommended by the Board of Directors.
3. To transact any other business with permission of the Chairman.

Karachi

Dated January 16, 2015

By Order of the Board
President

Notes:

- i) The Share Transfer Books of the Bank shall remain closed from January 30, 2015 to February 06, 2015 (both days inclusive). Transfers received at Messrs Central Depository Company of Pakistan Limited, CDC House 99-B, Block "B", SMCHS, Main Shahr-e-Faisal, Karachi-74400, the Bank's Registrar and Share Transfer Agent, at the close of the business on January 29, 2015 will be treated in time for purpose of the entitlement of attending the meeting.
- ii) A member eligible to attend and vote at the Extraordinary General Meeting 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 Extraordinary General Meeting under authority of a Power of Attorney or a Board of Directors' Resolution or by an order in writing in the case of Government of Pakistan. 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 Shahr-e-Faisal, Karachi-74400, not later than 48 hours before the time of holding the Extraordinary General Meeting.
- iii) CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular 01 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 Cards ("CNICs") 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) 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.
(Statement of material facts in respect of Special Business is enclosed with the notice sent to Bank's shareholders.)