



NIB/ CSA / 090  
15<sup>th</sup> March 2016

The General Manager  
Pakistan Stock Exchange Limited  
Stock Exchange Building  
Stock Exchange Road  
Karachi – 74000, Pakistan

Re: **Disclosure of Material Information**

Dear Sir,

In accordance with Sections 96 and 131 of the Securities Act, 2015, Clause 5.19.13(c) of the Rule Book of the Pakistan Stock Exchange Limited and Clause (xx) of the Code of Corporate Governance, NIB Bank Limited ("NIB" or "we" or "us") hereby conveys the following information:

Fullerton Financial Holdings Pte. Ltd ("FFH") (being the majority shareholder of NIB via its wholly-owned subsidiary Bugis Investments (Mauritius) Pte. Ltd.) and MCB Bank Limited ("MCB") are in preliminary non-binding discussions for the possible merger of NIB with and into MCB under the provisions of Section 48 of the Banking Companies Ordinance, 1962.

Please note that terms of the proposed transaction are in its preliminary stages of discussion and would be subject to, amongst others, the following conditions: (i) due diligence by FFH, NIB and MCB; (ii) receipt of all requisite regulatory authorizations, consents and approvals; and (iii) receipt of all requisite corporate and other internal approvals of NIB, MCB and/or their respective shareholders. We will continue to keep you informed of progress in respect of the above matter.

A copy of the letter from FFH informing us of the aforementioned discussions is enclosed as **Annexure A** hereto.

A disclosure form as required under S.R.O. 143/(1)/2012 dated December 5, 2012 read with Sections 96 and 131 of the Securities Act, 2015 is also enclosed as **Annexure B** hereto.

Yours truly,

Ather Ali Khan  
Company Secretary

Cc:

The Commissioner, Enforcement & Monitoring Division,  
Securities & Exchange Commission of Pakistan, NIC Building, Jinnah Avenue, Blue Area  
Islamabad, Pakistan.

From: Fullerton Financial Holdings Pte. Ltd.  
60B Orchard Road  
#06-18, The Atrium@Orchard  
Singapore 238891

To: The Board of Directors  
NIB Bank Limited  
P.N.S.C. Building  
M.T.Khan Road  
Karachi-74000, Pakistan

Date: 14 March 2016

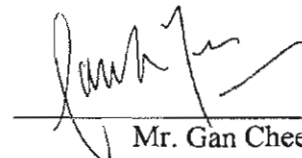
Dear Sirs,

**RE: Preliminary non-binding discussions for a merger between MCB Bank Limited and NIB Bank Limited**

We write to inform you that Fullerton Financial Holdings Pte. Ltd. ("FFH") (being the majority shareholder of NIB Bank Limited ("NIB") via its wholly-owned subsidiary Bugis Investments (Mauritius) Pte. Ltd.) and MCB Bank Limited ("MCB") are in preliminary non-binding discussions for the possible merger of NIB with and into MCB under the provisions of Section 48 of the Banking Companies Ordinance, 1962.

Please note that terms of the proposed transaction are in its preliminary stages of discussion and would be subject to, amongst others, the following conditions: (i) due diligence by FFH, NIB and MCB; (ii) receipt of all requisite regulatory authorizations, consents and approvals; and (iii) receipt of all requisite corporate and other internal approvals of NIB, MCB and/or their respective shareholders.

Yours Sincerely,



Mr. Gan Chee Yen  
Chief Executive Officer  
Fullerton Financial Holdings Pte. Ltd.

Annexure B

DISCLOSURE FORM  
IN TERMS OF SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015

15<sup>th</sup> March 2016

|                            |                                                                                                                                                                                                                                                         |
|----------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name & Address of Company: | NIB Bank Limited<br>P.N.S.C. Building, M.T. Khan Road,<br>Karachi 74000                                                                                                                                                                                 |
| Date of Report:            | 15 <sup>th</sup> March 2016                                                                                                                                                                                                                             |
| Contact Information        | Ather Ali Khan<br>Company Secretary<br>NIB Bank Limited<br>PNSC Building, M.T. Khan Road, Karachi.<br><br>Telephone Number: +9221-35277151<br>Fax Number: +9221-35277320<br>Email Address: <a href="mailto:ather.ali@nibpk.com">ather.ali@nibpk.com</a> |

Please mark the appropriate box below:

[\*] Disclosure of inside information by listed company.

Public disclosure of inside information, which directly concerns the listed securities.

Fullerton Financial Holdings Pte. Ltd ("FFH") (being the majority shareholder of NIB Bank Limited ("NIB") via its wholly-owned subsidiary Bugis Investments (Mauritius) Pte. Ltd.) and MCB Bank Limited ("MCB") are in preliminary non-binding discussions for the possible merger of NIB with and into MCB under the provisions of Section 48 of the Banking Companies Ordinance, 1962.

Please note that terms of the proposed transaction are in its preliminary stages of discussion and would be subject to, amongst others, the following conditions: (i) due diligence by FFH, NIB and MCB; (ii) receipt of all requisite regulatory authorizations, consents and approvals; and (iii) receipt of all requisite corporate and other internal approvals of NIB, MCB and/or their respective shareholders.

A copy of the letter from FFH informing NIB of the aforementioned discussions is enclosed as Annexure A hereto.

☐ Intimation of decision of the listed company to delay disclosure of inside information.

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.

Not Applicable

☐ Disclosure of transactions conducted by Persons discharging managerial responsibilities within a listed company or persons closely associated with them.

Not Applicable

#### SIGNATURES

In case of company pursuant to the requirements of the Securities Exchange Ordinance of 1969 (XVII of 1969) and the Securities Act, 2015, the company has duly caused this form / statement to be signed on its behalf by the undersigned hereunto duly authorized.

A handwritten signature in blue ink, appearing to read "Ather Ali Khan", written over a horizontal line.

Ather Ali Khan  
Company Secretary

Dated: 15<sup>th</sup> March 2016