



Meezan Bank
The Premier Islamic Bank

November 19, 2013

CS/KSE/141/2013

The General Manager
Karachi Stock Exchange (Guarantee) Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Subject: Disclosure of Material Information
Public Announcement of Intention by Vision Financial Holdings Limited for
acquisition of 49.11 ordinary shares of Meezan Bank Limited.

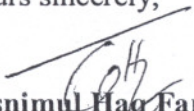
Dear Sir,

We are enclosing herewith the notice received from KASB Securities Limited, Manager to the offer of Vision Financial Holdings Limited conveying the intention to acquire 49.11 % shares of Meezan Bank Limited

The notice is being given in accordance with the Section 15D of the Securities and Exchange Commission Ordinance, 1969 and Listing Regulation No. 35 of Karachi Stock Exchange read with clause (xx) of the Code of Corporate Governance.

We may however add that any transfer of controlling shares of the Bank is subject to specific approval of State Bank of Pakistan, Competition Commission of Pakistan & regulatory authorities.

Yours sincerely,


Tasnimul Haq Farooqui
Company Secretary

Encls:

CC: The Securities and Exchange
Commission of Pakistan

Nic Building,
Jinnah Avenue,
Blue Area,
Islamabad.

Note: Disclosure Form in terms of section 15D of the Securities and Exchange Ordinance, 1969 is also enclosed

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

Karachi, the November 19, 2013

Name of the Company **Meezan Bank Limited**

Date of Report (date of earliest event reported if applicable) **November 19, 2013**

Meezan Bank Limited

(Exact name of the company as specified in its Memorandum or person as appearing on the CNIC)

Meezan House C-25, Estate Avenue, SITE, Karachi.

(Address in case of companies address of registered office)

Contact Information **Tasnimul Haq Farooqui, Company Secretary, Meezan Bank Limited,**
Meezan House C-25, Estate Avenue, SITE Karachi.

(Former name or former address, if changed since last report)

Please mark the appropriate box below.

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

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

We received the notice from KASB Securities Limited, Manager to the offer of Vision Financial Holdings Limited conveying the intention to acquire 49.11 % shares of Meezan Bank Limited

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

Disclosure to the Commission of the inside information when the listed company decides to delay the public disclosure of the inside information.

-----N/A-----

☐ **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 15D (3).**

Disclosure to the Public, whenever a listed company or a person acting on its behalf, discloses any inside information to any third partying the normal exercise of employment, profession or duties, complete and effective public disclosure of that information must ne made simultaneously.

-----N/A-----



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

Disclosure to the Commission by persons discharging managerial responsibilities within a listed company and, where applicable, persons closely associated with them of transaction conducted on their own account relating to the securities of such listed company.

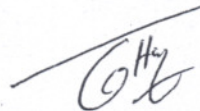
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SIGNATURES

In case of company, pursuant to the requirement 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 hereto duly authorized.

For Meezan Bank Limited,

DATE: November 19, 2013



Tasnimul Haq Farooqui
Company Secretary



19 November 2013

The Chief Executive Officer
Meezan Bank Limited,
Meezan House,
C-25 Estate Avenue,
SITE
Karachi

Subject: : Public Announcement of Intention by Vision Financial Holdings Limited
for acquisition of 49.11% ordinary shares of Meezan Bank Limited

Dear Sir

As required under Regulation 6(4) of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Regulations 2008, and in our capacity as Manager to the Offer, we are pleased to submit the 'Public Announcement of Intention' by Vision Financial Holdings Limited to acquire the shares of Meezan Bank Limited, subject to the grant of requisite approvals from the State Bank of Pakistan, the Competition Commission of Pakistan and other governmental agencies and regulatory authorities.

We intend to publish the Public Announcement of Intention in English and Urdu newspapers on 22 November 2013, as required under section 9 of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Ordinance 2002.

Please further note that a copy of the enclosed Public Announcement of Intention has also been submitted to the Securities & Exchange Commission of Pakistan and the Karachi Stock Exchange Limited.

Kindly contact either of the undersigned for any additional information or clarification.

Sincerely,

For and on behalf of
Manager to the Offer

Nadir Rahman
Nadir Rahman
Chief Executive Officer

Asad Shafiqat
Asad Shafiqat
Executive Director

Enclosed: As above.

Head Office - Karachi
3rd Floor, Trade Centre
11, Chaudhary Road,
Karachi - 74200,
Pakistan

tel: +92 21 111 222 000
fax: +92 21 5563 0303

Gulshan-e-Iqbal Branch-Karachi
Friends Paradise, 1st Floor, 5th-36,
Block No. 15/1, GDA Scheme # 24,
Main University Road,
Karachi

phone: +92 21 3498 0765, 64 & 66
fax: +92 21 8484 0161

Islamabad Branch
90/91, Radio Street Plaza,
Jinnah Avenue, Blue Area,
Islamabad

tel: +92 51 111 222 000
fax: +92 51 227 2841

Lahore Branch
2nd Floor, Fountain
Avenue Building 64/A,
Main Boulevard,
Atain College, Lahore

tel: +92 42 111 222 000
fax: +92 42 111 222 000

Rahim Yar Khan Branch
Plot No. 29, City Park Chowk,
Town Hall Road,
Rahim Yar Khan

phone: +92 68 587 3232 & 34
fax: +92 68 587 3232

Multan Branch
Ground Floor,
State Life Building,
Abdullah Road, Multan

phone: +92 61 450 0775 & 76
fax: +92 61 450 0775

Gujranwala Branch
B1, Ground Floor,
Gujranwala Development,
Aanchay Trust Plaza,
Gujranwala

phone: +92 25 382 2501 & 04
fax: +92 25 382 2501

Peshawar Branch
1st Floor, State Life Building,
34-The Mall,
Khalid Centre, Peshawar

phone: +92 91 527 6025 & 04
fax: +92 91 527 6025

Faisalabad Branch
Ground Floor, State Life
Building, 2-Liaquat Road,
Faisalabad

phone: +92 41 254100
fax: +92 41 254115

**Public Announcement of Intention to
Acquire 49.11% Shares or Control of**

Meezan Bank Limited

By

Vision Financial Holdings Limited

Under

**Listed Companies (Substantial Acquisitions of
Voting shares and Takeovers) Ordinance, 2002**

1. Information about the Acquirer:

(a) Name(s) and Address(s) of Acquirer along with persons acting in concert, if any.

- i. Name :** Vision Financial Holdings Limited
- ii. Registered Office :** P.O. Box 438, Palm Grove House, Road Town, Tortola,
British Virgin Islands

(b) The name(s) and Address(s) of the Financial Advisors of the Acquirer, if any.

None

(c) The name(s) and Address(s) of the Manager to the Offer of the Acquirer

- i. Name :** KASB Securities Limited
- ii. Registered Office :** 5th Floor, Trade Center, I. I. Chundrigar Road,
Karachi 74200, Pakistan
UAN: 021-111 222 000
Fax: 021-3263 0202

(d) (i) Names of the chief executive and directors of the Acquirer.

- i. Authorized Representative : Mr. William Gordon Rodgers
- ii. Directors : Silverstream Directors (No. 1) Limited (Corporate Director)
Silverstream Directors (No. 2) Limited (Corporate Director)

(e) (ii) Names of major shareholders of the Acquirer.

- i. Name : Vision Growth Holdings Limited

2. Information about the Target Company:**(a) Name of the Target Company, its directors and major shareholders**

- i. Name : Meezan Bank Limited
- ii. Directors : Mr. Irfan Siddiqui
Mr. Ariful Islam
Mr. H. E. Sheikh Ebrahim Bin Khalifa Al-Khalifa
Mr. Abdullateef A. Al-Asfour
Mr. Shaharyar Ahmad
Mr. Rana Ahmed Humayun
Mr. Riyadh S. A. A. Edrees
Mr. Mohammed Azzaroog Rajab
Mr. Alaa A. Al-Sarawi
Mr. Mohammad Abdul Aleem
- iii. Major Shareholders : Noor Financial Investment Company, Kuwait Holding (49.11%)
Pakistan Kuwait Investment Company (Private) Limited (30.00%)
Islamic Development Bank, Jeddah (9.32%)

(b) Total number of issued shares of the Target Company

- i. Issued Shares : 1,002,737,895 ordinary shares of PKR 10.00/- each

3. Number of Shares already held by the Acquirer, if any.

None

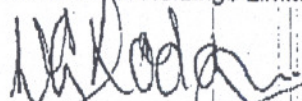
4. Number of shares along with the percentage intended to be acquired by the Acquirer through Public Offer or Agreement

The Acquirer intends to acquire 492,484,378 ordinary shares (constituting 49.11% of the total issued and paid up share capital) of the Target Company through agreement, subject to the grant of requisite approvals from the State Bank of Pakistan, the Competition Commission of Pakistan and other governmental agencies and regulatory authorities.

If the Acquirer proceeds to acquire these shares, the Acquirer will make a public announcement of offer to acquire further ordinary shares of the Target Company in accordance with the requirements of the Listed Companies (Substantial Acquisition of Voting Shares and Takeovers) Ordinance, 2002.

Karachi: Dated this 19 Day of November 2013

For and on behalf of
Vision Financial Holdings Limited



William Gordon Rodgers
Authorized Representative