

**Habib Metropolitan Bank Ltd**  
**Code of Conduct**  
**For Directors of the Bank**

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The members of Board of Director of Habib Metropolitan Bank Ltd, hereinafter called HabibMetro Bank and/or the Bank, are expected to uphold the core values of the Bank relating to lawful and ethical conduct of business, Key aspects of the Bank's Code of Conduct include the following:

**1. Integrity and honesty**

The directors shall discharge their responsibilities with the highest standards of ethics and professional honesty and integrity in all dealings with the public, clients, investors and employees. The directors are also required to comply with the regulations of the Bank in letter and spirit in order to protect the interest of the Bank and to inform the Board if he became aware of any irregularity that might affect the interest of the Bank.

**2. Professionalism**

The directors shall serve the Bank honestly, faithfully, ethically and with utmost competence, and shall use their best endeavor to promote and uphold the interest and goodwill of the Bank.

**3. Fidelity and secrecy**

The directors shall not disclose to any person any information as to the practice, dealings and affairs of the Bank, or to divulge any information relating to the affairs of its customers, except in circumstances in which it is in accordance with law, practice and usage customary among banks, necessary or appropriate to divulge such information as director of the Bank.

**4. Conflict of interest**

The directors shall ensure that their personal interests do not conflict with the responsibilities they owe to the bank. In particular, they shall not become personally involved in any transaction, negotiation or contract on behalf the bank, with an entity in which they or any of their relative/friend has an interest, without full written disclosure and prior written consent of the Board of Directors.

**5. Insider dealing**

The directors shall abide by the terms and conditions contained in all applicable laws and regulations on subscribing and/or acquiring the shares/securities of the Bank.