Bank AL Habib

Bank AL Habib Limited

April 01, 2019

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

Subject: **Certified True Copies of the Resolutions adopted by the Shareholders in the 28th Annual General Meeting**

Dear Sir,

As required under regulation 5.6.4 (b) of Pakistan Stock Exchange Rule Book, we are enclosing herewith Certified True Copies of the Resolutions adopted by the shareholders in the Annual General Meeting held on March 27, 2019 in Multan.

Regards

Yours truly,

Mohammad Taqi Lakhani
Company Secretary

Encl: As Above

PRINCIPAL OFFICE: 2nd FLOOR MACKINNONS BUILDING, I.I. CHUNDRIGAR ROAD, KARACHI-PAKISTAN
PHONES : (92-21) 32412421-32412986 & 111-786-110 FAX : (92-21) 32419752 & 32401171
EMAIL: info@bankalhabib.com WEBSITE: www.bankalhabib.com
REGISTERED OFFICE: 126-C, OLD BAHAWALPUR ROAD, MULTAN

Bank AL Habib

Bank AL Habib Limited

RESOLUTION PASSED IN THE
ANNUAL GENERAL MEETING
OF THE BANK HELD ON MARCH 27, 2019

"**RESOLVED** that the Audited Annual Accounts and Consolidated Accounts of Bank AL Habib Limited for the year ended December 31, 2018, together with the Reports of Chairman, Directors and Auditors be adopted."

CERTIFIED TRUE COPY

Mohammad Taqi Lakhani
Company Secretary
April 01, 2019

Bank AL Habib Limited

RESOLUTION PASSED IN THE
ANNUAL GENERAL MEETING
OF THE BANK HELD ON MARCH 27, 2019

"**RESOLVED** that the payment of Cash Dividend @ 25% i.e., Rs. 2.50 per share of Rs. 10/- each for the year ended December 31, 2018, as recommended by the Directors, be and is hereby approved."

CERTIFIED TRUE COPY

Mohammad Taqi Lakhani
Company Secretary
April 01, 2019

PRINCIPAL OFFICE: 2nd FLOOR MACKINNONS BUILDING, I.I. CHUNDRIGAR ROAD, KARACHI-PAKISTAN
PHONES : (92-21) 32412421-32412986 & 111-786-110 FAX : (92-21) 32419752 & 32401171
EMAIL: info@bankalhabib.com WEBSITE: www.bankalhabib.com
REGISTERED OFFICE: 126-C, OLD BAHAWALPUR ROAD, MULTAN

Bank AL Habib Limited

RESOLUTION PASSED IN THE
ANNUAL GENERAL MEETING
OF THE BANK HELD ON MARCH 27, 2019

"**RESOLVED** that EY Ford Rhodes, Chartered Accountants, be and are hereby appointed Auditors of Bank AL Habib Limited for the year ending December 31, 2019, at a remuneration to be determined by the Board of Directors."

CERTIFIED TRUE COPY

Mohammad Taqi Lakhani
Company Secretary
April 01, 2019

PRINCIPAL OFFICE: 2nd FLOOR MACKINNONS BUILDING, I.I. CHUNDRIGAR ROAD, KARACHI-PAKISTAN
PHONES : (92-21) 32412421-32412986 & 111-786-110 FAX : (92-21) 32419752 & 32401171
EMAIL: info@bankalhabib.com WEBSITE: www.bankalhabib.com

REGISTERED OFFICE: 126-C, OLD BAHAWALPUR ROAD, MULTAN

Bank AL Habib Limited

**RESOLUTION PASSED IN THE
ANNUAL GENERAL MEETING
OF THE BANK HELD ON MARCH 27, 2019**

"**RESOLVED** that the remuneration of Mr. Qumail R. Habib, Executive Director shall not exceed Rs. 2,750,000/- per month exclusive of perquisites, benefits and other allowances to which he is entitled under the terms of his employment."

CERTIFIED TRUE COPY

Mohammad Taqi Lakhani
Company Secretary
April 01, 2019

PRINCIPAL OFFICE: 2nd FLOOR MACKINNONS BUILDING, I.I. CHUNDRIGAR ROAD, KARACHI-PAKISTAN
PHONES : (92-21) 32412421-32412986 & 111-786-110 FAX : (92-21) 32419752 & 32401171
EMAIL: info@bankalhabib.com WEBSITE: www.bankalhabib.com
REGISTERED OFFICE: 126-C, OLD BAHAWALPUR ROAD, MULTAN

Bank AL Habib

Bank AL Habib Limited

RESOLUTION PASSED IN THE
ANNUAL GENERAL MEETING
OF THE BANK HELD ON MARCH 27, 2019

"RESOLVED that in the event of appointment of Mr. Abbas D. Habib as Chairman of the Board of Directors and upon his acceptance of the same, he be offered remuneration of Rs. 30,000,000/- per annum subject to an increment not exceeding 10% per annum together with three bank-maintained cars, security guard services, payment of utility bills, club and entertainment bills, and travelling bills.

"FURTHER RESOLVED that in the event of his acceptance as Chairman, Mr. Abbas D. Habib may also be provided adequate and appropriate office, staff, and administrative support as may be required to enable him to perform the extra services as assigned to him by the Board of Directors."

CERTIFIED TRUE COPY

Mohammad Taqi Lakhani
Company Secretary
April 01, 2019

PRINCIPAL OFFICE: 2nd FLOOR MACKINNONS BUILDING, I.I. CHUNDRIGAR ROAD, KARACHI-PAKISTAN
PHONES : (92-21) 32412421-32412986 & 111-786-110 FAX : (92-21) 32419752 & 32401171
EMAIL: info@bankalhabib.com WEBSITE: www.bankalhabib.com
REGISTERED OFFICE: 126-C, OLD BAHAWALPUR ROAD, MULTAN

Bank AL Habib Limited

RESOLUTION PASSED IN THE
ANNUAL GENERAL MEETING
OF THE BANK HELD ON MARCH 27, 2019

"**RESOLVED** that the Term Finance Certificates ("TFCs") of Bank AL Habib Limited in the amount of Rs. 4,000,000,000/= (Rupees Four Billion) issued pursuant to the terms of the Trust Deed dated November 28, 2018 for the purpose of Tier 2 Capital under Basel III Capital Instructions of the State Bank of Pakistan ("SBP"), may be converted into ordinary shares of the Bank subject to a maximum of 50,000,000 (Fifty Million) additional ordinary shares being issued upon such conversion, if so directed by SBP on the occurrence of a point of non-viability as determined by SBP, at a price equivalent to the market value of the shares of the Bank on the date of trigger of the point of non-viability as declared by SBP, in accordance with the applicable rules and regulations of SBP, and all such ordinary shares shall be issued other than by way of rights in accordance with Section 83(1)(b) of the Companies Act, 2017 and shall further be subject to the approval of Securities and Exchange Commission of Pakistan in accordance with Section 83(1)(b) of the Companies Act, 2017.

"**FURTHER RESOLVED** that the Board of Directors of the Bank ("the Board") or such officer or officers of the Bank as may be authorized by the Board, be and are hereby authorized to take all steps necessary, ancillary, and incidental to the above-mentioned conversion, as and when required, and are further authorized to sign, execute, and deliver all necessary documents, agreements, and letters on behalf of the Bank, as may be deemed appropriate and as may be required for the purposes above-mentioned."

CERTIFIED TRUE COPY

Mohammad Taqi Lakhani
Company Secretary
April 01, 2019

PRINCIPAL OFFICE: 2nd FLOOR MACKINNONS BUILDING, I.I. CHUNDRIGAR ROAD, KARACHI-PAKISTAN
PHONES : (92-21) 32412421-32412986 & 111-786-110 FAX : (92-21) 32419752 & 32401171
EMAIL: info@bankalhabib.com WEBSITE: www.bankalhabib.com
REGISTERED OFFICE: 126-C, OLD BAHAWALPUR ROAD, MULTAN