



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

March 29, 2021

Dear Sir,

Certified Copy of Resolutions Passed and Adopted by the Shareholders of Habib Bank Limited in 79th Annual General Meeting

In compliance with Clause 5.6.9(b) of PSX Regulations, please find enclosed attested copy of Resolutions passed in Annual General Meeting of the Bank held on March 26, 2021 at 10:00 A.M. at HBL Tower, Islamabad which is duly adopted and become effective.

The above may be noted for your information and record purposes.

Yours faithfully,

Neelofar Hameed
Company Secretary



Certified Copy of Resolutions Passed and Adopted by the Shareholders
in 79th Annual General Meeting of the Bank held on March 26, 2021 at
Islamabad

Ordinary Business:

1. To receive, consider and adopt the Audited Accounts (consolidated and unconsolidated) of Habib Bank Limited for the year ended December 31, 2020, together with the Reports of the Directors and Auditors thereon.

“RESOLVED THAT the Annual Audited Accounts (consolidated and unconsolidated) of the Bank for the year ended December 31, 2020, together with the Reports of the Directors and Auditors thereon, be and hereby adopted and approved.”

2. To appoint Auditors for a term ending at the conclusion of the next Annual General Meeting. The retiring Auditors, A.F. Ferguson & Co., Chartered Accountants, have completed five years as Auditors of the Bank and are no longer eligible for appointment. The Board of Directors recommended that KPMG Taseer Hadi & Co., Chartered Accountants, who have indicated their consent to act as Auditors, be appointed as Auditors at a fee of Rs. 27.901 million (i.e. the same statutory audit fees as paid to the retiring Auditors). In addition, any Federal or Provincial taxes and reimbursements of out of pocket expenses will be paid at actuals.

“RESOLVED THAT as recommended by the Bank’s Board of Directors, Messers, KPMG Taseer Hadi & Co., Chartered Accountants, be and hereby appointed as External Auditors for a term ending at the conclusion of the next Annual General Meeting, at a fees of Rs. 27.901 million. In addition, any Federal and Provincial taxes and reimbursements of out of pocket expenses will be paid at actuals.”

3. To approve payment of a Final Cash Dividend of Rs. 3 per share, i.e. 30% for the year ended December 31, 2020, as recommended by the Board of Directors to Shareholders as at close of business on March 19, 2021, which is in addition to the 12.5% Interim Cash Dividend (i.e. Rs. 1.25 per share) already paid.

“RESOLVED THAT a Final Cash Dividend for the year ended December 31, 2020 at the rate of 30% i.e. Rs. 3 per share each, in addition to the 12.5% Interim Cash Dividend (i.e. 1.25 per share) already paid, be and is hereby approved for payment to those who are shareholders at close of business on March 19, 2021.





4. To elect 7 Directors of the Bank, as fixed by the Board under the provisions of section 159 of the Companies Act, 2017 ("the Act") for a period of 3 years commencing from March 27, 2021. As the number of persons who have offered themselves for election under Section 159(1) of the Companies Act, 2017 was the same as fixed by the Board of Directors; it was approved as below:

"RESOLVED THAT the following persons have been elected at the Annual General Meeting for a period of 3 years commencing from March 27, 2021:

- (i) Mr. Sultan Ali Allana
- (ii) Mr. Shaffiq Dharamshi
- (iii) Mr. Moez Ahamed Jamal
- (iv) Mr. Syed Salim Raza
- (v) Dr. Najeeb Samie
- (vi) Mr. Khaleel Ahmed
- (vii) Ms. Saba Kamal

Special Business:

5. To approve and authorize equity investment in The First MicroFinanceBank Ltd. (FMFB) of up to Rs 4 billion over the next three years to help FMFB to maintain a stronger capital base and provide sufficient headroom in its Capital Adequacy Ratio (CAR) for on-going business expansion and growth plans. The proposal is subject to approval of the State Bank of Pakistan.

"RESOLVED THAT Habib Bank Limited ("the Bank") be and is hereby authorised to invest up to Rs 4 billion in The First MicroFinanceBank Limited over the period of 3 years, subject to the approval of the State Bank of Pakistan."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolution, the Board of Directors of the Bank or such person or persons as may be authorised by the Board of Directors of the Bank, be and each of them is hereby authorised to do all such acts, deeds and things and to execute and deliver for and on behalf and in the name of the Bank all such deeds, agreements, declarations and undertakings as may be necessary or required or as they or any of them may think fit for or in connection with the aforesaid investment, including without limiting the generality of the foregoing, any approval, sanction or permission required thereof or in connection therewith."

Certified to be true Copy

Neelofar Hameed
Company Secretary

