

To be retained by Shareholder / Renouncee

K- 4/3 & 4/4, Ch. Khaliq- uz- Zaman Road, Gizri, Karachi.

Pho: 021- 35865352-55, Fax: 021- 35865017, e-mail: info@apnabank.com.pk

IMPORTANT TERMS, CONDITIONS AND PROCEDURES FOR DEALING WITH THIS LETTER ARE GIVEN ON PAGE 2, WHICH SHALL BE REGARDED AS FORMING PART OF THE CONDITIONS OF THIS LETTER

**LETTER OF ORDINARY RIGHT SHARES**

Issue of 85,000,000 Ordinary shares by way of 24.71038% Right Issue  
 Right shares offered to all shareholders of the Bank at par of Rs. 10.00 per share  
 payable in full on acceptance on or before July 16, 2021.

Please see terms and procedure on Page 2

NAME & ADDRESS OF SHAREHOLDER	NAME(S) OF JOINTHOLDER(S), IF ANY

A	B	C	D	E	F
Folio/CDC Account No.	Letter of Right No.	No. of Shares Held on January 21, 2021	Total No. of Letter(s) of Right Issued	No. of Right Shares now offered through this Letter of Right	Amount Payable on or Before July 16, 2021 (Rs.)

Dear Sir / Madam,

In accordance with the provisions of Section 83 of the Companies Act, 2017 and the Companies (Further Issue of Shares) Regulations, 2020 and pursuant to the resolution passed by the Board of Directors of the Company in its meeting held on October 26, 2019, we are pleased to offer you Right Share in the ratio of 2.471038 additional shares for every 10 share (i.e. 24.71038%) registered in your name as on January 21, 2021 as indicated above, subject to the conditions mentioned on page 2 of this letter. Please note that the Letter of Right is being issued for your entitlement of your ordinary right shares at par value of Rs. 10/- per share. The Letter of Right has been declared "Eligible Security" w.e.f. January 21, 2021 vide CDC Notice of declaration dated January 20, 2021.


Information as per Schedule I to Companies (Further Issue of Shares) Regulations, 2020 required to be sent along with Letter of Rights under Section 83 of the Companies Act, 2017 is enclosed herewith.

The Shareholders holding shares in physical form should please note that under the CDC applicable Right Shares Procedure, the Physical shareholder can renounce his/ her Letter of Right (LoRs) by routing through his/ her own CDS investor or sub account to a person who is investor or sub-account holder with CDC. Further, physical shareholder can renounce his/her Letter of Rights by filling the Letter of Renunciation (Form "R") at Page 3 and Renouncee(s) can also get credit of right shares in book-entry form in his/her own CDS investor or sub-account by filling detail on Application by Renouncee(s) for Registration (Form "RR") at Page 3. Shareholder holding shares of the Bank in physical form can also get credit of right shares in his/her own CDS investor or sub-account by providing his/her own CDS investor or sub-account details on Letter of Acceptance (Form "A") at Page 4.

Please note that once the subscription amount for the Right Shares hereby offered has been paid, this Letter of Rights will cease to be negotiable and cannot be traded any further.

Karachi.

Dated: June 11, 2021

By Order of the Board  
  
 Rafat Abbas  
 Joint Secretary

**(TO BE COMPLETED BY ASKARI BANK LIMITED)**

Folio No. \_\_\_\_\_ Letter of Right No. \_\_\_\_\_

On acceptance / after renunciation

RECEIVED from Mr. /Mrs. /Miss. \_\_\_\_\_ the sum of Rs. \_\_\_\_\_ Cash/ Cheque/ Pay

Order/ Bank Draft No. \_\_\_\_\_ dated \_\_\_\_\_ Drawn on \_\_\_\_\_ for a sum of

Rs. \_\_\_\_\_ (Rupees \_\_\_\_\_) in respect of \_\_\_\_\_ Ordinary shares at

par value of Rs. 10/- each.

BANK: \_\_\_\_\_ BRANCH: \_\_\_\_\_ BRANCH CODE \_\_\_\_\_ DATE: \_\_\_\_\_

NOTE: Cheque subject to realization

Authorized Signature &  
 Stamp of Receiving Bank.



## TERMS, CONDITIONS AND PROCEDURES

### NOTES:

- 1) This right issue is being made in accordance with the Companies Act, 2017 and Companies (further issue of Shares) Regulations, 2020. All necessary approvals and permissions have been obtained and formalities have been completed in connection with the issue.
- 2) This document is negotiable and of value and must not be destroyed. After making payment to the Company's Banker to the Issue, it should be carefully retained for exchange with the definitive share certificates, when ready.
- 3) The Right Shares now once issued shall rank **pari-passu** with the existing Ordinary Shares of the Company in all respects.
- 4) Right Shares are being offered to all the existing shareholders strictly in proportion to the paid-up value of the shares held by them on January 21, 2021.
- 5) *The Letter of Right will be quoted on the Pakistan Stock Exchange from June 17, 2021 to July 9, 2021.*  
The Instrument of Transfer shall be verified against fully paid Letter of Right, pending issue of Definitive Share Certificate(s) on presentation of this Letter at the office of the Company's Share Registrars M/s. F. D. Registrar (Pvt.) Ltd. Office no. 1705, 17<sup>th</sup> Floor, Saima Trade Tower- A, I.I. Chundrigar Road, Karachi. Phone : 021 32271905 & 32271906.  
If payment is not received by the Bank and/or the Bank's banker on or before July 16, 2021, this Letter of Right shall be deemed to have declined by you and will be treated as cancelled. In that event, these will be offered to and taken up as decided by the Board of Directors of the Bank as per the requirement of Section 83 of the Companies Act, 2017.

### INSTRUCTIONS:

#### 1) PAYMENTS- BANKER:

- (a) Bankers to the Issue: ASKARI BANK LIMITED, All Branches, account #2350100000314
- (b) Submit this Letter of Rights intact on or before July 16, 2021 to Apna Bank's Banker to the issue, namely ASKARI BANK LIMITED ("the Bank") at any of the authorized branches in Pakistan with your payment which should be made by Cash or Crossed Cheque or Demand Draft or Pay Order for credit to ASKARI BANK LIMITED, account "7<sup>th</sup> Right Share Issue" as indicated on Page 1 (also shown on Page 4).
- (c) The Bank will not accept the payment of Letter of Rights if posted after the close of business on July 16, 2021 and shall be deemed to have been declined by you and will be treated as canceled unless evidence is available that these have been paid before the last date of payment.
- (d) The Banker to the issue will not accept the payment/ Letter of Right delivered by post or courier, which reach after the close of business on July 16, 2021.

#### 2) PROCEDURE FOR DEPOSIT OF PHYSICAL LOR INTO CDS:

- (a) Unpaid Right Issued in Physical form can be deposited in CDS as per normal deposit procedure. However this process would only be allowed till 7 business days prior to the last trading date i.e. July 9, 2021.
- (b) Account holders/ participant will send letter of Right duly signed by shareholders and renounced in favor of CDC with securities deposit form and CDS print out. The other deposit formalities will remain same.

#### 3) ACCEPTANCE (last date for payment July 16, 2021)

- (a) Payment of the amount indicated on page-1 to the Banker to the Issue on or before July 16, 2021 shall be treated as acceptance of the offer.
- (b) FORM "A" on page-4, should be completed when making payment. The Letter of Rights should be handed over to the Bankers to the Issue intact. The receipted Letter of Right will be returned to you whilst pages 3 & 4 will be retained by the Bank for onward transmission to the Company.

#### 4) RENUNCIATION (last date for renunciation July 16, 2021)

If you wish to dispose off the right shares offered to you, FORM "R" on page 3, should be completed and signed by all the shareholders named on page-1, of this Letter of Rights. The Renouncee(s) should then complete FORM "RR" on page-3, and present this Letter of Right intact to the Banker to the Issue along with the payment. The receipted Letter of Right will be returned to the Renouncee(s) whilst pages 3 & 4 will be retained by the Bank for onward transmission to the Company.

#### 5) SPLITTING OF LETTER OF RIGHTS (Latest by June 30, 2021)

This Letter of Right should be returned intact to the Company's Share Registrar, when requesting for splitting of shares into smaller denomination.

#### 6) GENERAL

If any Rights are renounced, the existing shareholders (holding physical share certificates), should take care to write their Name(s), Folio No. and affix their signature(s) in the same style, as per specimen already with the Company's Share Registrar. Shareholder must provide attested copy of CNIC for verification.

#### 7) CDC ACCOUNT HOLDERS:

In compliance with the new CDC Regulations relating to Right Shares Issue, separate Intimation Letters have been dispatched to CDC Account Holders, containing procedures for subscription against their Right Shares entitlement.

#### 8) FRACTIONAL RIGHTS

As per Regulation 3 of the Companies (Further issue of Shares), the Fractional shares cannot be offered, however if any, shall be consolidated and issued to Pakistan Stock Exchange and proceeds thereof.



## RENUNCIATION

(Valid till July 16, 2021)

(To be completed by the shareholder(s), if Ordinary Right Shares offered in this Letter are to be renounced)

The Company Secretary,  
Apna Microfinance Bank Limited,  
Karachi.

Dated \_\_\_\_\_, 2021

Dear Sirs,

The share offered through this Letter of Rights are hereby renounced in favour of the person(s) who sign(s) the Registration Application Form (Form RR below). You are hereby authorized to deliver share certificate(s) to the said person(s), as the case may be without reference to the undersigned, subject to fulfillment of CDC procedure relating to Right Shares.

FULL NAME

SIGNATURE

1.		
2.		
3.		
4.		

- NOTE:**
- 1) In case of joint holding, all joint holders must sign. Signature (s) must be the same as already recorded with the Company.
  - 2) This Form R must be signed by the shareholders(s) who renounce their right and their signatures must be the same as already recorded with the Company's Share Registrar. In the case of CDC Account Holders, signature must confirm with signature(s) on attested Computerized National Identity Card.
  - 3) In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature shall be submitted.

## APPLICATION BY RENOUNCEE(S) FOR REGISTRATION Form "RR"

(To be completed by the person(s) in whose favour this Letter of Right has been renounced)

The Company Secretary,  
Apna Microfinance Bank Limited,  
Karachi.

Dated \_\_\_\_\_, 2021

Dear Sirs,

Having paid to the your bankers the amount shown on page -1 and 4 of this Letter of Rights, it is requested that the shares may please be registered in my/our name(s) upon the terms contained therein and subject to the Memorandum and Article of Association of the Company.

I/We declare that I/We am/are National(s) of Pakistan and I/We am/are not minor(s).

If not nationals of Pakistan, then please specify nationality.

**Folio No. (in case of existing shareholders)** \_\_\_\_\_

Full Name \_\_\_\_\_ Father's/ Husband's Name \_\_\_\_\_  
 Occupation \_\_\_\_\_  
 Address \_\_\_\_\_ Signature \_\_\_\_\_

**JOINT HOLDERS:** When share are to be registered in the name of more than one person, all joint holders must sign.

The shares will be registered in joint names of more than four persons

Full Name	Father's/ Husband's Name	Occupation	Address	CNIC No.	Signature
1. _____	_____	_____	_____	_____	_____
2. _____	_____	_____	_____	_____	_____
3. _____	_____	_____	_____	_____	_____
4. _____	_____	_____	_____	_____	_____

Note: All joint holders must sign if shares are to be acquired jointly. Attested copy of CNIC must be attached.

In case of renunciation in favour of Central Depository Company of Pakistan Limited (CDC) (conversion into book entry form through deposit)

CDC Participant/ CDC Investor accounts Services ID	Sub A/c. / House A/c. / CDC Investor a/c. No.

Signature(s) of CDS A/c holder(s)

For and on behalf of the Central Depository Company of Pakistan (Only for the purpose of Securities in the name of CDC under Regulation 8.2.1(c) of the CDC regulations)

**Name: CDC Participant / Investor Account Services**

**Signature(s) & Stamps**

Please note that pursuant to the new CDC Right Shares procedures, now no credit of Right Shares be allowed in book entry form against subscription of physical LoRs.

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To be retained by the Bank

**ACCEPTANCE****Form A**

(To be completed by person(s) to whom this Letter of Rights is addressed and who have accepted the Shares offered valid up to July 16, 2021)

A Folio / CDC Account No.	B Letter of Right No.	C Right Shares Subscribed	
		Number	Amount Paid Rs.

The Company Secretary,  
Apna Microfinance Bank Limited,  
Karachi.

Dated \_\_\_\_\_, 2021

Dear Sirs,

Having paid to your banker the amount indicated above, I/we accept the ordinary shares offered through this Letter of Rights and request that said ordinary shares be registered in my/ our name(s). I/we to hold such shares on the terms and conditions contained in the Letter of Right and subject to the Memorandum and Articles of Association of the Company.

I/We declare that I/We am/are National(s) of Pakistan and I/We am/are not minor(s).

If not nationals of Pakistan, then please specify nationality.

**Folio No.** (in case of existing shareholders) \_\_\_\_\_

I/We desire to receive the Right Shares by credit direct to my/our following account on the Central Depository System of the Central Depository Company of Pakistan Limited.

Full Name	Father's/Husband's Name	Occupation	CN I C	Signature
1. _____	_____	_____	_____	_____
2. _____	_____	_____	_____	_____
3. _____	_____	_____	_____	_____
4. _____	_____	_____	_____	_____

**NOTE:** Signature(s) must be the same as registered with the Company. If shares are held jointly by more than one person, all joint holders must sign this form. In case of Corporate Entity, the Board of Directors Resolution/ Power of Attorney with specimen shall be submitted.

Please note that pursuant to the new CDC Right Shares procedures, now no credit of Right be allowed in book entry form against submission of Physical LoRs.

**BANKER'S CONFIRMATION TO COMPANY FOR RECEIPT OF SUBSCRIPTION AMOUNT**

Folio No. \_\_\_\_\_

Letter of Right No. \_\_\_\_\_

We confirm having received the subscription amount of Rs. \_\_\_\_\_/- from the Shareholder / Renouncee named on page 3 and 4, as the case may be.

BANK: \_\_\_\_\_ BRANCH: \_\_\_\_\_ DATE: \_\_\_\_\_

**Authorized Signature & Stamp of Receiving Bank**



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Apna Microfinance Bank Limited  
K- 4/3 & 4/4, Ch. Khaliq- uz- Zaman Road, Gizri, Karachi.  
Pho: 021- 35865352-55, Fax: 021- 35865017, e-mail: [info@apnabank.com.pk](mailto:info@apnabank.com.pk)

THE COMPANIES ACT, 2017  
UNDER SECTION 83

(CIRCULAR TO BE SENT TO MEMBERS ALONG WITH OFFER FOR ISSUE OF NEW SHARES)

**Part I- Issuer**

- a) Company profile and history
- |  |  |
|--|--|
| (i) Name of Company                    | APNA MICROFINANCE BANK LIMITED         |
| (ii) Incorporation date                | May 8, 2003                            |
| (iii) Date of commencement of business | December 28, 2004                      |
| (iv) Status                            | Listed at Pakistan Stock Exchange Ltd. |
| (v) Registration No.                   | 0045352                                |
- b) Profile of management & sponsors (I & II)

Sr.#	Name of BoD Members	Representation	Occupation	Other Key Experience
1.	Mr. Muhammad Akram Shahid [LLB] 1961	United International Group of Companies	<ul style="list-style-type: none"> <li>Chairman/ Director AMBL</li> <li>Chairman-UIG</li> </ul>	Founder/Chairman of United International Group of Companies
2.	Mr. Imad Muhammad Tahir [MSc Investment and Financial Risk Management] 1989	Stakeholder	<ul style="list-style-type: none"> <li>Businessman</li> <li>Director</li> </ul>	Pakistani origin residing in United Kingdom, having its Import/Export business from other Countries including Pakistan
3.	Mr. Muhammad Saleem Shaikh [Master in Science] 1945	<ul style="list-style-type: none"> <li>Director SPI</li> <li>UIC</li> </ul>	Director	Over 40 years of banking experience, Remained President & CEO of Allied Bank of Pakistan Ltd, Rozgar Microfinance Bank Ltd. From May1, 2021 President/ CEO of SPI Insurance
4.	Mr. Mohammad Asghar [LLB, BA] 1948	Stakeholder	Director	1971-2013 United Bank Limited, Directorship 2004-2013 PASCO 2005-2010 UBL Fund Managers 2007-2010 UBL Insurer Ltd
5.	Syed Rahat Ali Shah 2010 CISA- certified Information system Auditor 2009 ACA Associate Chartered Accountant 2006 Master of Economics 1982	Nominee- The United Insurance Company of Pakistan	Director	2005-2008 Audit Associate, RSM AHLN 2008-2010 Manager Audit, RSM AHLN 2011-2014 Senior Manager Audit, RSM AHLN 2014-todate Head of Corporate Compliance
6.	Mr. Abdul Aziz Khan 2016 Ph.D (Business Administration) 2011 M. Phil (B.A) 1992 MBA 1968	Independent	<ul style="list-style-type: none"> <li>Professor</li> <li>Director</li> </ul>	2016-todate Assistant Professor IB&M 2007-2016 General Manager UIC 2004-2007 General Manager Trust Investment Bank 2002-2004 Chief Manager Trust Leasing
7.	Mr. Javaid Sadiq 1971 M.A. University of Manchester 1967 B.A. (Hons) University of Liverpool 1962 B.A. University of Punjab 1939	Stakeholder	Director	2019-todate advisor Greenstar Social Marketing 2010-2014 MD/CEO First National Bank Modarba 2004-2010 Advisor Greenstar Social Marketing 1998-2001 MD/Chairman IDBP 1996-1998 Regional Director NDPC 1994-1996 EVP-NDPC
8.	Ms. Parveen Akhter Malik- 1955 1983 MSc. Economics from Quaid-e-Azam University, Banking Diploma I from PIB,	Stakeholder	Director	Nov. 2018 to date Director, Nimir Industrial Chemicals Ltd, Feb2019, Director, Prosperity Weaving Mills Ltd, April 2020, Director, Fazal Cloth Mills Ltd.

- c) Address of the Issuer
- |                        |  |
|------------------------|--|
| i) Registered Office   | K- 4/3 & 4/4, Ch. Khaliq- uz- Zaman Road, Gizri, Karachi.    |
| ii) Head Office        | 23-A, Sundardas Road, (Thandi Sarak) Zaman Park, Lahore.     |
| iii) Website address   | <a href="http://www.apnabank.com.pk">www.apnabank.com.pk</a> |
| d) Name of the Auditor | Ilyas Saeed and Company, Chartered Accountants               |



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- e) Existing capital indicating classes of shares, if any  
 (i) Authorized Capital  
 (ii) Paid-up capital  
 f) Particulars regarding holding company, if any  
 g) Particulars regarding subsidiary company, if any  
 h) Financial Highlights of the Company for preceding three year

Rs. 5,000,000,000/- divided into 500,000,000  
 Ordinary shares of Rs. 10/- each.  
 Rs. 3,439,849,620/- divided into 343,984,962  
 Ordinary shares of Rs. 10/- each.  
 None  
 None

Rs.000				
Description	2017	2018	2019	2020
Total Assets	13,983,590	17,623,047	20,543,253	28,831,387
Total Liabilities	12,963,177	16,149,301	18,668,926	26,572,140
Net equity	1,015,087	1,468,419	1,871,967	2,259,186
Earnings per share	(0.35)	0.21	0.17	0.11
Sales (Revenue)	1,577,980	2,157,836	2,899,784	3,418,310
Gross Profit (Net Markup Income)	874,036	1,357,036	1,690,703	2,029,043
Profit/(Loss) before Interest, tax, depreciation & amortization	(118,633)	181,146	182,134	183,125
Profit/(Loss) after tax	(79,511)	53,261	53,525	37,219
Accumulated profit/loss	(1,036,520)	996,574)	(956,430)	(928,516)

- i) Financial Highlights of consolidated finance  
 Statements same as h) above, if any.  
 j) Major related party transactions  
 k) Details of issue of capital in previous five years  
 (i) Year wise detail of issue of capital

None  
 refer note 33 of Balance Sheet attached

Rs. 939,849,620/- in 2019, 93,984,962 shares at  
 Discounted rate of Rs. 5.91 for sponsors/ director and 5.32 for all other  
 shareholders of the Bank against par value of Rs. 10/-  
 Rs. 300 million in 2017, 30 million shares of  
 Rs. 10/- each.  
 Rs. 550 million in 2015, 110 million shares of  
 Rs. 10/- each at a discount of 50% i.e. Rs. 5/-  
 each.  
 Rs. 400 million in 2014, 80 million shares of  
 Rs. 10/- each at a discount of 50% i.e. Rs. 5/ each.  
 To meet the Capital Adequacy Ratio of the  
 National level Bank License as per Prudential  
 Regulation for Microfinance Banks (MFBs)

- (ii) Detail of fund utilization

## Part II – Issue Details

- a) Description of Issue  
 Amount of the proposed issue  
 b) Par value  
 c)  
 d)  
 e) Proportion of new issue to existing share with any  
 Condition applicable thereto  
 f) Date of meeting of Board of Directors (BOD)  
 Announcing right issue  
 g) Names of directors ratified the resolution  
 h) Primary purpose of issue (description & amount)  
 (i) Details of main projects/ objects for which  
 Funds are raised through right issue

Rs. 850,000,000/- divided into 85,000,000  
 Shares at par value of Rs. 10/-.  
 Rs. 10/- each  
 Basis of determination of price of right issue  
 As per value of Rs. 10/-

24.71038: 100 (24.71038 Right Shares at par value against 100 ordinary  
 right share at par value) offered to the existing shareholders

October 26, 2019 (approved in 94<sup>th</sup> Board of Directors Meeting)

- Mr. Muhammad Akram Shahid
- Mr. Imad Muhammad Tahir
- Mr. Muhammad Saleem Shaikh
- Mr. Muhammad Asghar
- Syed Rahat Ali Shah
- Mr. Abdul Aziz Khan
- Mr. Javaid Sadiq

To meet the Capital Adequacy Ratio for the Nationwide Level Bank license  
 Prudential Regulation for Microfinance Banks (MFBs).

The Board of Directors intends to raise the Bank Paid-up-capital up to,  
 RS. 4.289 billion In order to maintain the requirement of CAR and MCR as  
 per Prudential Regulations for Microfinance Banks. The Sponsors have  
 deposited Rs. 850 million in Escrow account for issuance of 7<sup>th</sup> Right Shares  
 for Rs. 850 million and agreed to underwrite the 100% Right Shares by  
 themselves with the permission from SECP, as per exemption letter no.  
 as per The Companies (Further Issue of Shares) regulations, 2020.



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- j) Expected benefit to accrue from proposed right is including financial projection for five years
- k) Has the market price remained below par during preceding six months
- l) Financial effects arising from right issue
- Changes in share capital
  - Net asset per share before and after right issue
  - Gearing ratio before and after right issue
- m) Total expenses to the issue
- Bankers Commission
  - Others

Refer Annex A

No

Increase by 24.71038%

0.35% of the subscribed amount  
CDC, PSX and regulatory fees etc.

**Part III – Risk and Risk mitigating factors**

- a) Description of major risks and company's efforts to mitigate them
- Risk relating to the project for which right issue is announced
  - Risks relating to subscription/ under-subscription of right issue
  - Material contingencies
  - Material Commitments
  - Description of major court cases
  - Any adverse issue reported by the auditor in their reports in previous five years

Names of underwriters, (if required)

The company planned to maintain the business at jurisdiction at National level for which the MCR is Rs. 1 billion (net of losses), in order to meet the requirement the capital is enhanced by Rs. 850 (m) by issue of 24.71038% Right Shares at par value of Rs. 10/-.

The Right is 100% underwritten by the sponsors.  
N/A  
N/A  
Nil

No adverse issue relating to Right issue is reported by the Auditors  
The Right is 100% underwritten by the sponsors.

**Part IV – Eligibility criteria & associated matters**

- a) Eligible shareholders/ investor
- b) Bankers to the issue
- c) Date by which offer to be accepted
- d) Mode of acceptance
- Bank account number
  - Date by which amount to be credited in bank account to constitute valid Acceptance
- e) Any other material information having a Bearing on the issue

Right Shares are being offered to all the existing Shareholders strictly in proportion to the number of the shares held by them on January 21, 2021.

Askari Bank Ltd. (All Branches)  
From June 17, 2021 to July 9, 2021  
Cash/ cheque/ P.O.  
2350100000314

July 16, 2021

Nil

**Part V- any other material information**

Any information which has direct or indirect Bearing on the investment decision

N/A

**Part VI- Annexures**

- a) Extract of Resolution passing the right issue
- b) Certificate of chief executive and CFO that the Circular constitutes full and true disclosure of all material facts relating to the right issue and that the Company will provide copies of financial statements on demand.

Directors or officers authorized by Board of Directors:

1. Mr. Saleem Shaikh  
Director

Signature

2. Mr. Muhammad Gulistan Malik  
Officiating President/ CEO

Signature

3. Mr. Rafat Abbas  
Company Secretary

Signature

4. Mr. Ali Murtza  
Chief Financial Officer

Signature

حصہ VI انیکسز

- ۱۔ منظور کرتے ہوئے قرارداد کا نچوڑ
- ۲۔ چیف ایگزیکٹو اور سی ایف او کا سرٹیفکیٹ کہ سرگرمی میں معاملات سے متعلق تمام مادی حقائق کا مکمل اور صحیح انکشاف ہوا ہے اور یہ کہ کمپنی مطالبہ پر مالی بیانات کی نقول فراہم کرے گی۔
- بورڈ آف ڈائریکٹرز کے ذریعے مجاز پیش کش۔

Signature: \_\_\_\_\_

۱۔ سلیم شیخ  
ڈائریکٹر

Signature: \_\_\_\_\_

۲۔ محمد گلستان ملک  
بانی/CEO

Signature: \_\_\_\_\_

۳۔ رفات عباس  
کمپنی سیکریٹری

Signature: \_\_\_\_\_

۴۔ علی مرتضیٰ  
چیف فنانس آفیسر



حصہ III۔ رسک اور رسک تخفیف کرنے والے عوامل

- بڑے خطرات اور ان کو کم کرنے کے لیے کمپنی کی کوششوں کی تفصیل۔

(۱)۔ اس منصوبے سے متعلق خطرہ جس کے لیے مسئلے کا اعلان کیا گیا ہے۔

کمپنی نے قومی سطح پر کاروبار کو دائرہ اختیار میں رکھنے کا منصوبہ بنایا جس کے لیے ایم سی آر ایک ارب روپے ہے۔ (تقصانات) تاکہ ضرورت کو پورا کرنے کے لئے سرمائے کو 24.71038% کے اضافے سے 850 روپے بڑھایا جائے۔۔۔/Rs.10 فی حصہ کی مساوی قیمت پر۔

اسپونسرز کے ذریعے 100% تحریر ہے۔

N/A

N/A

NIL

- اشاعت کے تحت سپرکیشن سے متعلق خطرہ

- مادی ہنگامی حالات

- مادی وابستگی

- بڑے کورٹ کیسز کی تفصیل

- آڈیٹر کے ذریعے پچھلے پانچ سالوں میں ان کی رپورٹس

- میں کوئی بھی منفی مسئلہ درپیش ہے۔

- تحریر کنندہ کے نام (اگر ضرورت ہو)

حق سے متعلق کوئی اشتہار آڈیٹر کے ذریعے پیش نہیں کیا جاتا ہے 100% تحریر اسپونسرز کے ذریعے ہوتی ہے۔

حصہ IV، اہلیت کا کرٹیریا اور اس سے منسلک معاملات

- حصہ داروں / انویسٹرز کی اہلیت

جنوری 2021، 21 پر ان کے حصص کی تعداد کے تناسب کے مطابق تمام موجودہ شیئرز ہولڈرز کو حصص کی پیش کش کی جارہی ہے۔

Askari Bank Ltd. (All Branches)

جون 17، 2021ء سے جولائی 9، 2021ء

Cash/Cheque/P.O.

2350100000314

- بینکر جاری کرنے کے سلسلے میں

(۱)۔ بینک اکاؤنٹ نمبر

(۲)۔ درست قبولیت قائم کرنے کے لیے

جولائی 16، 2021ء۔

NIL

بینک اکاؤنٹ میں جو رقم جمع کرنی ہے اس کی تاریخ

اس پر اثر پڑنے والی کوئی دوسری مادی معلومات

حصہ V اور دیگر مادی معلومات

ایسی کوئی بھی معلومات جس میں براہ راست یا بالواسطہ سرمایہ کاری



جاری۔۔۔ صفحہ نمبر ۶



صفحہ نمبر ۴

ڈائریکٹر کے لیے -/Rs.10 پر Rs.5.91 کے  
ڈسکاؤنٹ (پھوٹ) پر، اور -/Rs.10 پر 5.32 کا  
ڈسکاؤنٹ (پھوٹ) بینک کے تمام شیئرز ہولڈرز کے لیے۔  
2017ء میں -/Rs.300 ملین، 30 ملین کے شیئرز  
-/Rs.10 فی شیئر کے حساب سے۔  
-/Rs.550 ملین 2015ء میں، 110 ملین کے شیئرز فی  
شیئر -/Rs.10 کے حساب سے بعد 50% ڈسکاؤنٹ  
یعنی کہ -/Rs.5 فی شیئر۔

مانگرو فنانس بینکوں کے لئے حکمت عملی کے مطابق قومی سطح  
کے بینک لائسنس کے دارالحکومت کی وافر مقدار کے تناسب  
کو پورا کرنے کے لیے۔

(ii)۔ فنڈز کے استعمال کی تفصیل

حصہ دوم، جاری کنندہ (جاری کرنے والا):

جاری شدہ کی تفصیل	-
بجوزہ شمارے کی رقم	-
مالیت فی شیئر	-
صحیح قیمت کے عزم کی بنیاد	-
-/Rs.10 کے حساب سے	-
اس میں قابل اطلاق کسی بھی شرائط کے ساتھ موجودہ شیئرز میں تناسب	-
	24.71038)24.71038:1

اکتوبر 26، 2019ء (94th بورڈ آف ڈائریکٹرز میٹنگ  
میں منظور شدہ۔

- (۱)۔ محمد اکرم شاہد
- (۲)۔ ایما محمد طاہر
- (۳)۔ محمد سلیم شیخ
- (۴)۔ محمد اصغر
- (۵)۔ سید راحت علی شاہ
- (۶)۔ عبدالعزیز خان
- (۷)۔ جاوید صادق

بورڈ آف ڈائریکٹر (BOD) کی میٹنگ کی تاریخ

ڈائریکٹرز کے نام جنہوں نے قرارداد کی توثیق کی

مانگرو فنانس بینکس (ایم ایف بی) کے لیے حکمت عملی کے  
مطابق قومی سطح کے بینک لائسنس کے کپٹل کے تناسب کو وافر

جاری کرنے کی بنیاد اور مقصد (تفصیل اور رقم)

جاری۔۔ صفحہ نمبر ۵



23-A، سندھ داس روڈ، (ٹھنڈی سڑک)

(ii) - حیدر آفس

زمان پارک، لاہور۔

www.apnabank.com.pk

(iii) - ویب سائٹ کا پتہ

ایلیس سعید اینڈ کمپنی، چارلز ڈاگلاس ٹرسٹ

(iv) - آؤٹ کٹندہ (آؤٹ کرنے والا) کا نام:

(v) - حصوں (شیرز) کی نشاندہی کرنے والا موجودہ سرمایہ (اگر ہو):

Rs. 5,000,000.000/- میں - Rs. 10/- کے حساب سے

(اے) مجاز سرمایہ

فی حصہ کی تقسیم۔

Rs. 3,439,849,620/- میں سے Rs. 343,984,962

(بی) ادا شدہ سرمایہ

میں - Rs. 10/- کے حساب سے فی حصہ کی تقسیم

(vi) - ہولڈنگ کمپنی کے بارے میں تفصیلات، اگر کوئی ہے: نہیں

(vii) - ماتحت کمپنی کے بارے میں تفصیلات، اگر کوئی ہے: نہیں

(viii) - پچھلے تین سالوں میں کمپنی کی مالی جھلکیاں:

Rs.000

2020	2019	2018	2017	تفصیل
28,831,387	20,543,253	17,623,047	13,983,590	مجموعی اثاثے
26,572,140	18,668,926	16,149,301	12,963,177	کل واجبات (قرضہ جات)
2,259,186	1,871,967	1,468,419	1,015,087	نیٹ آکویٹی
0.11	0.17	0.21	(0.35)	فی حصہ (شیرز) آمدنی
3,418,310	2,899,784	2,157,836	1,577,980	فروخت (آمدنی) ریونیو
2,029,043	1,690,703	1,357,036	874,036	کل منافع (خالص مارک اپ آمدنی)
183,125	182,134	181,146	(118,633)	منافع / نقصان سود سے پہلے ٹیکس، پر سودی اور قرابت
37,219	53,525	53,261	(79,511)	منافع / نقصان ٹیکس کے بعد
(928,516)	(956,430)	(996,574)	(1,036,520)	جمع شدہ منافع / نقصان

(ix) - مستحکم قس کی مالی جھلکیاں

بیان جیسا کہ اوپر دیا گیا (اگر کوئی ہو)

نہیں

منسلک کردہ پینٹس شیٹ کے ریفرنس نمبر 33

(x) - پارٹی سے متعلق بڑی لین دین

(xi) - پچھلے پانچ سالوں میں سرمائے کے اجراء کی تفصیلات

2019 میں - Rs. 939,849,620/-

(i) - سرمائے کے اجراء کی سالانہ تفصیل

Rs. 93,984,962 کے شیرز، جو کہ اسپونسرز اور

جاری - - صفحہ نمبر ۳۳



صفحہ نمبر ۲

۳۔	محمد اصغر (ایل ال بی اے) 1948ء	حصہ دار	ڈائریکٹر 1971-2013 یونائیٹڈ بینک لمیٹڈ، ڈائریکٹر شپ 2004-2013 PASCO 2005-2010 یو بی
۵۔	سید راحت علی شاہ، 2010ء CISA سرٹیفائیڈ انفارمیشن سسٹمز آڈیٹر 2009ء ACA ایسوسی ایٹ چارٹرڈ پاکستان اکاؤنٹنٹ، 2006ء ماسٹر آف ایکناکس 1982ء	نامزد منتخب کردہ؛ یونائیٹڈ انشورنس کمپنی آف پاکستان	ڈائریکٹر 2005-2008 آڈٹ ایسوسی ایٹ آر ایس ایم اے ایچ ایل این۔ 2008-2010 مینیجر آڈٹ، آر ایس ایم اے ایچ ایل این۔ 2011-2014 سینیئر مینیجر آڈٹ، آر ایس ایم اے ایچ ایل این۔ 2014 سے اب تک ہیڈ آف کورپوریٹ کمپلائنس -
۶۔	عبدالحزیز خان، 2016 پی ایچ ڈی (بزنس ایڈمنسٹریشن) 2011ء ایم فل 1992ء (بی اے) ایم بی اے 1968ء۔	آزاد	پروفیسر ڈائریکٹر ایم 2016 سے اب تک اسٹنٹ پروفیسر آئی بی اینڈ 2007-2016 جنرل مینیجر پوائنٹی سی 2004-2017 جنرل مینیجر ٹرسٹ انویسٹمنٹ بینک 2002-2004 چیف مینیجر ٹرسٹ لینڈنگ۔
۷۔	جاوید صادق 1971ء ایم اے یونیورسٹی آف مانیجر 1971ء بی اے (انٹرز) 1962ء بی اے یونیورسٹی آف پنجاب 1939ء	حصہ دار	ڈائریکٹر مارکیٹنگ 2010-2014 ایم ڈی اسی ای او فرسٹ بینکل بینک مودار بہ 2004-2010 ایڈوائزر گرین اسٹار سوشل مارکیٹنگ 1998-2001 ایم ڈی / چیئر مین آئی ڈی بی پی 1996-1998 ریجنل ڈائریکٹر این ڈی ایف سی 1994-1996 ای ڈی پی۔ این ڈی ایف سی۔
۸۔	پروین اختر ملک-1955 1983ء ایم ایس سی اکنامکس، قائد اعظم یونیورسٹی، بینکنگ ڈپلومہ، بی بی آئی بی۔	Stackholder.	ڈائریکٹر Nov 2018 to date Director Nimir Industrial Chemicals Ltd. Feb 2019, Director, Prosperity Weaving Mills Ltd, April 2020, Director, Fazal Cloth Mills Ltd.

انشورنس جاری کنندہ کا پتہ:

(i) رجسٹرڈ آفس (دفتر)

K-4/3 & 4/4 چوہدری خالق الزمان روڈ، گلدری، کراچی۔

جاری ہے۔ صفحہ نمبر ۲



# اپنا مائکرو فنانس بینک لمیٹڈ

K-4/3 & 4/4, Ch. Khaliq uz Zaman Road, Gizri, Karachi.

Phone No. 021-35865352-55, Fax: 021-35865017, E-mail: info@apnabank.com.pk

کمپنی ایکٹ، 2017ء

سیکشن 83

نئے شیئرز (حصول) کے اجراء کی پیش کش کے ساتھ ممبران کو بھیجا جانے والا سرٹکر۔

حصہ اول: جاری کنندہ (جاری کرنے والا)؛

کمپنی کی پروفائل ورتاریخ:

اپنا مائکرو فنانس بینک لمیٹڈ۔

(1) کمپنی کا نام؛

مئی 8، 2003ء۔

(2) شرکت کی تاریخ؛

دسمبر 28، 2004ء۔

(3) کاروبار شروع ہونے کی تاریخ؛

پاکستان اسٹاک ایکسچینج میں درج۔

(4) درجہ؛

0045352۔

(5) رجسٹریشن نمبر؛

مختصات اور سائپانسرز کی پروفائل؛

نمبر	سیرکل	BOD ممبران کے نام	نمائندگی	ویڈیو اشعار	دیگر اہم تجربہ
1۔	محمد اکرم شاہد (ایل ایل بی) 1961ء	یونائیٹڈ انٹرنیشنل گروپ آف کمپنیز	بانی چیئر مین ایڈمنسٹریٹو ایس ایس سی	بانی چیئر مین ایڈمنسٹریٹو ایس ایس سی	بانی چیئر مین ایڈمنسٹریٹو ایس ایس سی
2۔	ایم اے محمد طاہر	حصہ دار	کاروباری (تاجر)	کاروباری (تاجر)	کاروباری (تاجر)
3۔	محمد سلیم شیخ (سائنس میں ماسٹر) 1945ء	ایڈمنسٹریٹو ایس ایس سی	ایڈمنسٹریٹو ایس ایس سی	ایڈمنسٹریٹو ایس ایس سی	ایڈمنسٹریٹو ایس ایس سی

جاری۔۔۔ صفحہ نمبر 2



**R 7**

K- 4/3 & 4/4, Ch. Khaliq- uz- Zaman Road, Gizri, Karachi.  
Pho: 021- 35865352-55, Fax: 021- 35865017, e-mail: [info@apnabank.com.pk](mailto:info@apnabank.com.pk)  
Share Registrar: F.D. Registrar (Pvt.) Ltd. Office no, 1705, 17<sup>th</sup> Floor, Saima Trade Tower- A,  
I.I. Chundrigar Road, Karachi. Phone: 021 32271905 & 32271906

**INTIMATION LETTER REGARDING RIGHT ENTITLEMENT CONFIRMATION**  
**ISSUE OF 85,000,000 ORDINARY SHARES BY WAY OF RIGHT i.e. 24.71038% RIGHT ISSUE OF RS. 10 EACH TO BE ISSUED AT PAR**  
**VALUE OF RS. 10 PER SHARE PAYABLE IN FULL ON ACCEPTANCE ON OR BEFORE JULY 16, 2021**  
**IMPORTANT NOTE AND INSTRUCTION ARE GIVEN ON PAGE -2 WHICH SHOULD BE CAREFULLY READ AND FOLLOWED**

Date: 11-June-2021

Right Issue # 7

Dear Shareholder,

In accordance with the provisions of Section 83 of the Companies Act, 2017 and the provisions of the Companies (Issue of Shares) Regulations, 2020 and the decision of the Board of Directors of the Bank, we are pleased to inform you that your Right Shares in the ratio of **2.471038 right share** against every **10 Shares (i.e. 24.71038%)** registered in your name as on **January 21, 2021**, have been credited into your CDS Account. Thus, physical letter of right is not required to be issued to you.

CDS Account #	No. of securities	Right Offer credited*

\*This right offer is now available for trading & settlements in book entry form as per scheduled dates of trading.

The right offer (as above) must be accepted and paid for in full to the extent of such subscription on or before July 16, 2021. For the purpose of exercising the right offer, you will have to request the CDC participant / Investor Account Services (IAS) department (on behalf of IAS account holders) to initiate Right Subscription Request transaction into CDS on your behalf. Upon execution of right subscription request, CDC participant / IAS department will provide two copies of Right Subscription Request printouts to you to make the payment with authorized banker(s) to the right issue as mentioned in the right subscription request printout.

If any right offer is not taken up by the CDS account holder, then these right offers shall be deemed to have declined by you and will be treated as cancelled. In that event these will be offered to and taken up as decided by the Board of Directors of the Bank as per requirement of section 83(1) of the Companies Act, 2017.

As per Regulation 3 of the Companies (Further issue of Shares) Regulation, 2020, the fractional cannot be offered, however, if any, shall be consolidated and issued in the name of Company Secretary or Chief Financial Officer and the same be sold to Pakistan Stock Exchange Limited and proceeds thereof shall be distributed in due course in the manner provided under the applicable law, as may be permitted/ directed by the Securities and Exchange Commission of Pakistan.

Please note that once the Right Subscription Request has been initiated by CDC Participant / IAS Department into CDS, right offer to the extent included in such request will be blocked and therefore cannot be traded further. Please also note that securities against paid Right Subscription Request will be credited into your respective CDS account within 14 business days from the last payment date.

Information as per Schedule I to Companies (Further issue of Shares) Regulations, 2020 required to be sent along with offer letter under Section 83 of the Companies Act, 2017 and trading and payment details are enclosed.

Yours sincerely,

Karachi.

By Order of the Board  
Rafat Abbas  
Company Secretary



## PAYMENT OF RIGHT OFFER BY CDS ACCOUNT HOLDERS

### Details of Trading, Subscription and Credit of right securities for CDS Account holders:

Activities	Date
Date of commencement of trading of unpaid right at Stock Exchange(s)	June 17, 2021
Last date of trading of unpaid right	July 9, 2021
Subscription of right offer start date	June 17, 2021
Last date of subscription of right offer	July 16, 2021
Date of credit of right securities into CDS	August 5, 2021

### PAYMENT PROCEDURES:

#### 1) **BANKER(S) TO THE RIGHT ISSUE:**

Askari Bank Limited

Title: AML - 7TH RIGHT SHARE ISSUE

A/C#: 2350100000314

IBAN #: PK42ASCM0002350100000314

Branch Name: Punjab Chowrangi Branch (Code: 0235),

Branch Address: Plot # G-21/22, ACM Towers, KDA Sch # 5, Block # 8 Clifton, Karachi - Pakistan.

#### 2) **EXERCISING THE RIGHT OFFER IN CDS:**

- a) For subscription of right offer, CDS account holder will request in writing to his CDC participant / IAS dept. to initiate Right Subscription Request into CDS on his behalf and CDC participant / IAS department will provide him two copies of Right Subscription Request printouts enabling him to make the payment with authorized banker(s) to the right issue.
- b) Right Subscription Request can be initiated for full or partial right offer.

#### 3) **PAYMENT:**

- a) Payment as indicated on **Right Subscription Request** should be made by cash or crossed cheque or demand draft or pay order made out to the credit of **"AMBL- 7<sup>th</sup> Right Share Issue"** through any of the authorized branches of above mentioned bank(s) on or before July 16, 2021 along with **Right Subscription Request** duly filled in and signed by the subscriber(s).
- b) In case of Non-Resident Pakistani / Foreign shareholder, the demand draft of equivalent amount in Pak Rupees should be sent to the Registrar, (Issuer Name) at the registered office of the company along with Right Subscription Request (both copies) duly filled and signed by the subscriber(s) with certified copy of NICOP / Passport well before the last date of payment.
- c) All cheques and drafts must be drawn on a bank situated in the same city where Right Subscription Request is deposited. Cheque is subject to realization.
- d) The Bank will not accept Right Subscription Request delivered by post which may reach after the closure of business on July 16, 2021, unless evidence is available that these have been posted before the last date of payment.

#### 4) **ACCEPTANCE OF PAYEMENT THROUGH RIGHT SUBSCRIPTION REQUEST:**

- a) Payment of the amount indicated on Right Subscription Request to the Company's Banker(s) to the issue on or before July 16, 2021 shall be treated as acceptance of the Right offer.
- b) Two copies of Right Subscription Requests should be handed over to the Company's Banker(s) to the issue intact. Client's copy of Right Subscription Request will be returned to the subscriber whilst Issuer's copy will be retained by the Banker for onward transmission to the Company. The Client's copy must be preserved and retained safely by the subscriber.