



Soneri Bank

Ref No. SBL/Secy/PSX/22/276

02 November 2022

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

SUBJECT: DISCLOSURE OF MATERIAL INFORMATION
EXERCISING OF CALL OPTION IN RESPECT OF LISTED, RATED,
SUBORDINATED AND UNSECURED TERM FINANCE CERTIFICATES (TFC-II)

Dear Sirs,

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Clause 5.6.1(a) of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the following information:

NOTICE IS GIVEN to the TFC Holders of the Listed, Rated, Subordinated and Unsecured Term Finance Certificates in the aggregate amount of PKR 3,000,000,000/- (Pak Rupees Three Billion) (the "TFC Issue") of Soneri Bank Limited (the "Issuer"), that the Issuer wishes to exercise the Call Option in full in respect of the TFC Issue in accordance with Clause 3.13 of the Trust Deed dated 11 March 2015 executed between Soneri Bank Limited (as the Issuer) and Pak Brunei Investment Company Limited (as the Trustee) (the "Trust Deed") and Condition 27 of the Terms and Conditions for the TFC Issue.

For the purposes of the Call Option, please note that the date to exercise the Call Option shall be 20 December 2022 (the "Redemption Date"), on which date we shall redeem in full the entire principal outstanding amount of PKR 2,991,600,000/- (Pak Rupees Two Billion Nine Hundred Ninety One Million Six Hundred Thousand Only) along with accrued profit thereon (subject to deduction of Zakat and tax at source as per applicable laws).

For determining the entitlement under the Call Option, the transfer books pertaining to the TFC Issue will remain closed from 06 December 2022 to 19 December 2022 (both days inclusive). Transfer received by our Shares Registrar M/s. THK Associates (Private) Limited at Plot No.32-C, Jami Commercial Street 2, D.H.A, Phase-7, Karachi at the close of business on 05 December 2022 will be considered for the entitlement under the Call Option.

We also refer to our earlier disclosure of Material Information bearing no. SBL/Secy/PSX/22/166 dated 01 August 2022 through which issuance of new TFC-III worth PKR 4,000,000,000/- (Pak Rupees Four Billion) was communicated as being Listed, Rated, Subordinated and Unsecured. With commitments in excess of PKR 3,000,000,000/- (Pak Rupees Three Billion) already in hand, we hereby further apprise the TREC Holders that the instrument would be Privately Placed and subsequently listed under the Debt Security Listing Regulations.

This is for your information and circulation to the TREC Holders, please

Yours sincerely,

Muhammad Altaf Butt
Company Secretary

Cc:
The Director/HOD,
Offsite-II Department, Supervision Division,
The Securities and Exchange Commission of Pakistan,
NIC Building, 63 Jinnah Avenue, Blue Area,
Islamabad.