



**Bank Alfalah**

LDN/CA/2024  
21<sup>st</sup> March 2024

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

Dear Sir,

**Certified Copies of Resolutions passed in the 32<sup>nd</sup> Annual General Meeting**

We enclose certified copies of the following Resolutions passed by the shareholders in the 32<sup>nd</sup> Annual General Meeting of Bank Alfalah Limited (“**the Bank**”) held on 20<sup>th</sup> March 2024 at Karachi.

1. Ordinary Resolution for confirmation of Minutes of the 31<sup>st</sup> Annual General Meeting held on 20<sup>th</sup> March 2023;
2. Ordinary Resolution for grant of leave of absence;
3. Ordinary Resolution for approval of audited Annual Accounts of the Bank for the year ended December 31, 2023;
4. Ordinary Resolution for approval of the payment of final cash dividend;
5. Ordinary Resolution for appointment of Auditors for the year 2024;
6. Ordinary Resolution for transmission of Annual Audited Financial Statements through QR enabled code and Weblink;
7. Special Resolution for Investment in the Subsidiary Company of the Bank

This is for your information.

Yours truly,

**Muhammad Akram Sawleh**  
Company Secretary

Encls: as above



**Bank Alfalah**

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**

Quote

**“RESOLVED** that Minutes of the 31<sup>st</sup> Annual General Meeting held on 20<sup>th</sup> March 2023 at Karachi, be and are hereby confirmed.”

Unquote

Karachi  
21<sup>st</sup> March 2024

**Muhammad Akram Sawleh**  
**Company Secretary**



Bank Alfalah

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**

Quote

“**RESOLVED** that leave of absence be and is hereby granted to H.H. Sheikh Nahayan Mabarak Al Nahayan and Mr. Abdulla Nasser Hawaileel Al Mansoori Directors of Bank Alfalah Limited to attend the 32<sup>nd</sup> Annual General Meeting being held on 20<sup>th</sup> March 2024.”

Unquote

Karachi  
21<sup>st</sup> March 2024

**Muhammad Akram Sawleh**  
**Company Secretary**



# Bank Alfalah

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**

**Quote**

**“RESOLVED** that as recommended by the Board of Directors of Bank Alfalah Limited (**“the Bank”**), the audited unconsolidated statement of financial position as at 31<sup>st</sup> December 2023, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with notes thereon for the year 1<sup>st</sup> January 2023 to 31<sup>st</sup> December 2023, the Chairman’s Review Report and the Directors’ Report presented to this meeting and the Auditors’ Report read before this meeting, be received and adopted.

**RESOLVED FURTHER** that as recommended by the Board of Directors of the Bank, the audited consolidated statement of financial position as at 31<sup>st</sup> December 2023, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with notes thereon for the year 1<sup>st</sup> January 2023 to 31<sup>st</sup> December 2023 presented to this meeting and the Auditors’ Report read before this meeting, be received and adopted.

**RESOLVED FURTHER** that the remuneration paid to the non-executive directors of the Bank for attending Board and Board Committees meetings reported in Note 40 of the Annual Accounts, be and is hereby approved.”

**Unquote**

Karachi  
21<sup>st</sup> March 2024



**Muhammad Akram Sawleh**  
Company Secretary



Bank Alfalah

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**


Quote

**“RESOLVED** that as recommended by the Board of Directors of Bank Alfalah Limited (**“the Bank”**), payment of final cash dividend @ Rs. 5/- per share i.e. 50%, in addition to the interim cash dividend already paid at Rs. 3/- per share i.e. 30%, be paid to the shareholders, whose names appear on the Register of Members as at close of business on 14<sup>th</sup> March 2024.

**RESOLVED FURTHER** that the Chief Executive Officer, Chief Financial Officer and the Company Secretary of the Bank be and are hereby authorized jointly and/or severally to take all actions and do all acts, deeds and things as may be necessary in the matter of payment of the above cash dividend.”

Unquote

Karachi  
21<sup>st</sup> March 2024



**Muhammad Akram Sawleh**  
Company Secretary



Bank Alfalah

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**

Quote

**“RESOLVED** that M/s. A. F. Ferguson & Co. (PWC), Chartered Accountants, be and are hereby appointed as Statutory Auditors of Bank Alfalah Limited for the year 2024 at the fee/remuneration of PKR 35,140,000/- excluding applicable taxes and out of pocket expenses (which will be billed at actual) plus any new certification / review requirements, including tax consultancy and IFRS-9, which will be billed separately at mutually agreed fee.”

Unquote

Karachi  
21<sup>st</sup> March 2024

**Muhammad Akram Sawleh**  
Company Secretary



Bank Alfalah

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**

Quote

**“RESOLVED** that in terms of SRO 389(I)/2023 dated 21<sup>st</sup> March 2023 issued by the Securities & Exchange Commission of Pakistan, Bank Alfalah Limited (**“the Bank”**) be and is hereby authorized to circulate the annual report, including but not limited to, annual balance sheet, profit & loss account, auditor’s report, and directors’ report etc. (**“annual audited financial statements”**), to its members through QR enabled code and weblink.”

Unquote

Karachi  
21<sup>st</sup> March 2024

**Muhammad Akram Sawleh**  
Company Secretary



# Bank Alfalah

**Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in the 32<sup>nd</sup> Annual General Meeting held on 20<sup>th</sup> March 2024 at Karachi.**

**Quote**

**“RESOLVED** that in accordance with Section 199 of the Companies Act, 2017, read together with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and other applicable laws, and subject to obtaining of all necessary regulatory approvals, the Bank be and is hereby authorized to make further investments in the aggregate amount of upto PKR 1,200,000,000/- (Pak Rupees one billion two hundred million only) in its subsidiary, Alfalah CLSA Securities (Private) Limited (“**Alfalah CLSA**”), by purchasing and / or subscribing to additional ordinary shares at a price of up to PKR 10/- (Pak Rupees Ten only) per share.

**FURTHER RESOLVED** that such investment may be made by the Bank for an indefinite period, in such manner as deemed appropriate by the Authorized Persons from time to time, and the Board is further empowered and authorized to dispose of such investment(s) or any portion thereof as deemed fit by the Board, from time to time.

**FURTHER RESOLVED** that the Chief Executive Officer, Chief Financial Officer, Group Head, Strategy, Transformation, CE and VC, the Company Secretary and the Chief Risk Officer of the Bank (“**Authorized Persons**”), or any person(s) authorized by them, be and are hereby jointly or severally authorized to:

- (i) determine the manner in which, along with actual amount of investment required to be made from time to time along with the price per share (subject to maximum price and amount as stated above);
- (ii) invest the necessary amounts, from time to time to purchase and / or subscribe to further ordinary shares of Alfalah CLSA; and
- (iii) generally to do all acts, deeds and things and sign all such documents, applications etc. and take any and all actions from time to time as may be required for the fulfilment of the above resolutions along with all matters ancillary and incidental thereto including obtaining all necessary approvals, filing and submitting all the requisite statutory forms, applications and other documents and completing all legal formalities.”

**Unquote**

Karachi  
21<sup>st</sup> March 2024

**Muhammad Akram Sawleh**  
Company Secretary

