Ref # ComSec/PSX/028/2024 March 29, 2024

General Manager Pakistan Stock Exchange Limited, Stock Exchange Building, Stock Exchange Road, <u>Karachi</u>

Subject: Disclosure of Material Information

Dear Sir,

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Clauses 5.6.1 of the Rule Book of the Pakistan Stock Exchange Limited, we hereby convey the material information, contained in the disclosure form enclosed as **Annexure A** hereto.

Yours sincerely,

Syed Zia-ul-Husnain Shamsi Company Secretary

Cc:

Chairman Securities and Exchange Commission of Pakistan NIC Building, 63 Jinnah Avenue, Blue Area, Islamabad

> Samba Bank Limited Head Office : Arif Habib Centre Plot No. 23, Ground floor M. T Khan Road Karachi. Tel : +92-21-38136300, Fax : +92-21-35685442



Annexure A

March 29, 2024

Name of Company:	Samba Bank Limited
Date of Report:	March 29, 2024
Name of Company as specified in its Memorandum:	Samba Bank Limited
Company's registered office:	Samba Bank Limited, 1 st Floor, 19-Saleem Plaza, Blue Area, Jinnah Avenue, Islamabad.
Contact Information:	Company Secretary, Samba Bank Limited

Disclosure of inside information by listed company.

Public disclosure of inside information, which directly concerns the listed securities.

The Saudi National Bank ("SNB"), as the majority shareholder of Samba Bank Limited has notified that they have received a non-binding offer from Bank Alfalah Limited relating to the proposed divestment of SNB's 100% stake in Samba Bank Limited ("Samba Pakistan") (representing approximately 84.51% shares in Samba Pakistan) (the "Potential Transaction"). Any decision relating to the Potential Transaction or process relating thereto, including access to information for purposes of diligence, shall be subject to internal and regulatory approvals, and execution of definitive agreements. The letter received from the Saudi National Bank in this respect is appended hereto as Annexure 1.

SIGNATURES

In case of company, pursuant to the requirements of the Securities Act, 2015 and the Rule Book of the Pakistan Stock Exchange, the company has duly caused this form/ statement to be signed on its behalf by the undersigned hereunto duly authorized.

سامبا بینک 🕲 samba bank

Syed Zia-ul-Husnain Shamsi Company Secretary



Samba Bank Limited, Ground Floor, Arif Habib House, 23, Maulvi Tamizuddin Khan (M.T. Khan) Road, Karachi Pakistan

Attention: Mr. Mustafa Ilyas, Chairman, Samba Bank Limited

Re: Disclosure of Information Regarding Samba Bank Limited

Dear Mustafa,

We, Saudi National Bank ("SNB"), write to you in order to notify that SNB has received a nonbinding offer from Bank Alfalah Limited relating to the proposed divestment of SNB's 100% stake in Samba Bank Limited ("Samba Pakistan") (representing approximately 84.51% shares in Samba Pakistan) (the "Potential Transaction"). SNB has agreed to evaluate the non-binding offer and will, subject to compliance with requirements under applicable law, including execution of non-disclosure agreement, issuance of public announcement of intention by Bank Alfalah Limited under the Securities Act, 2015 and approval from the State Bank of Pakistan, invite Bank Alfalah Limited to conduct diligence on Samba Pakistan.

Any decision relating to the Potential Transaction shall be subject to internal and regulatory approvals, and execution of definitive agreements.

We will inform you if there are any material developments in the Potential Transaction. You may disseminate this information to the regulatory authorities, in accordance with applicable laws.

Yours truly,

وليد حسن عبدالشڪور Waleed Abdulshakoor Waleed Abdulshakoor

Group Chief Legal Counsel

البنك الأهلي السمودي | شركة مساهمة سعودية | رأس المآل 60,000,000 ربال سعودي مدفوع بالكامل | الرقم الخربيين 300002471110003 | س ت. 4030001588 | كاخبع لإشراف ورقابة البنك المركزين السعودي | مرجص له بموجب الأمر السامي رقم 3737 الصادر بتاريخ 1373/4/20هـ (الموافق 12/53/12/6م) | المبني الرئيسي برج البنك الأهلي السعودي مركز الملك عبدالله المالي | طريق الماك فود 3008 - حي العقيق | رقم الوحدة 788 | الرياض 1351 - 6676 | 20000100 | سعدا يرد ذكر اسم "البنك الأهلي النجاري" أو "الأسلي" فتكون الإشارة إلى "البنك الأهلي السعودي ا

The Saudi National Bank | A Saudi Joint Stock Company | Paid-up Capital SAR 60,000,000,000 | VAT Number 300002471110003 | C.R. 4030001588 | Under the supervision and control of The Saudi Central Bank | Licensed pursuant to Royal Decree No. 3737 issued on 20/4/1373H (corresponding to 26/12/1953G) | Head Office The Saudi National Bank Tower King Abdullah Financial District | King Fahd Road 320B - Al Ageeg District | Unit No. 778 | Riyadh 13519 - 6676 | 920001000 | www.alabli.com | Any reference to the "National Commercial Bank", "NCB" or "the Bank" shall mean "the Saudi National Bank"