



The Bank of Khyber

BOK/HO/AGM/2024

March 29, 2024

The General Manager
Pakistan Stock Exchange Ltd.
Stock Exchange Building
Stock Exchange Road
Karachi

Subject: **The Bank of Khyber**
Resolutions adopted by the Shareholders in 33rd Annual General Meeting

Dear Sir,

In compliance with the Regulation No.5.6.9 (b) of the PSX Rule Book, we are enclosing herewith certified copy of the Resolutions adopted by the Shareholders in their 33rd Annual General Meeting of the Bank held on Friday, March 29, 2024 at 10:00 a.m. at The Bank of Khyber, Head Office, BOK Tower, 24 – The Mall, Peshawar.

Yours Sincerely,

Sara Shah
Company Secretary

Certified True Copy of Resolutions Passed by the Shareholders of the Bank of Khyber in their 33rd Annual General Meeting held on Friday, March 29, 2024, at 10:00 a.m. at The Bank of Khyber, Head Office, BOK Tower, 24-The Mall, Peshawar.

ORDINARY BUSINESS

1. To confirm the minutes of 32nd Annual General Meeting held on March 30, 2023.

“It is resolved that the minutes of 32nd Annual General Meeting, be and are hereby confirmed.”

2. To receive, consider and adopt the Audited Accounts of the Bank for the year ended December 31, 2023, together with the Director’s and Auditor’s Reports thereon.

“It is resolved that the Audited Accounts of the Bank for the year ended December 31, 2023, together with the Directors’ and Auditors’ Report thereon be and are hereby approved.”

3. To appoint Auditors for the year December 31, 2024 and fix their Remuneration.

“It is resolved that M/s. PwC A.F Ferguson & Co., Chartered Accountants, be and are hereby appointed as External Auditors of the Bank for the year ending December 31, 2024 with an increase of 12% over the last year fee.”

4. To consider, and if thought fit, approved as recommended by the Board of Directors, Final Cash Dividend for the year ended 2023 @ Rs. 1.50 per share i.e. 15% to the Shareholders of the Bank

“It is resolved that a Final Cash Dividend @ Rs.1.50 per share i.e. 15% for the year ended December 31, 2023, be and is hereby approved.”

SPECIAL BUSINESS

5. To consider, and if thought fit, approve as recommended by the Board of Directors, issuance of Bonus Shares for the year 2023 in proportion of 5 ordinary shares for every 100 ordinary shares i.e. 5% to the Shareholders of the Bank.

“It is resolved that Bonus Shares for the year 2023 in proportion of 5 ordinary shares for every 100 ordinary shares i.e. 5% to the shareholders, be and is hereby approved.”



6. To grant approval for increase in fee to the non-executive Directors / independent Directors for attending meetings of the Board / Board Committee / Board Special Committee.

“It is resolved that Directors’ fee for attending meetings of Board / Board Committee/ Board Special Committees meetings to be paid to Non-Executive Directors, Independent Directors shall be Rs. 200,000/-(net of applicable taxes) and for Chairman of the Board, the fee shall be Rs.250,000/-(net of applicable taxes) on actual attendance on per meeting basis.”

7. To approve circulation of the annual balance sheet and profit and loss account, auditor’s report and directors’ report, etc. (“Annual Audited Financial Statements”) to its members through QR enabled code and web link.

“IT IS RESOLVED THAT Management is authorized to circulated/send the annual audited financial statements of the Bank of Khyber to the Shareholders, through QR enabled code and web link, subject to the requirements of Notification NO. S.R.O. 389(1)2023 of Securities & Exchange Commission of Pakistan dated 21st March 2023 instead of CD/DVD/USB.”

“FURTHER RESOLVED THAT notice of general meeting be dispatched to members, as per the requirement of the Companies Act, 2017, on their registered address, containing the QR code and the web link address to view and download the annual audited financial statements together with the reports and documents required to be annexed hereto under the Act.”

“FURTHER RESOLVED THAT the Bank shall provide hard copy of all the future annual audited financial statements to those members only who request in writing to receive hard copies.”

Certified True Copy



Sara Shah
Company Secretary