

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

Dear Sir,

**CERTIFIED COPY OF RESOLUTIONS PASSED AND ADOPTED  
BY THE SHAREHOLDERS OF NATIONAL BANK OF PAKISTAN  
AT EXTRAORDINARY GENERAL MEETING**

In compliance with Clause 5.6.9 (b) of PSX Regulations, please find attached the attested copy of the Resolutions adopted in the Extraordinary General Meeting ("EOGM") of the Bank, held on January 06, 2025 at 04:00 P.M. in Karachi.

The above may be noted for your information and record purpose.

Yours truly,



(S. M. Ali Zamin)

Secretary (Board)



Encl: (02)

**CERTIFIED COPY OF RESOLUTIONS PASSED AND ADOPTED BY THE SHAREHOLDERS IN THE EXTRAORDINARY GENERAL MEETING AT NBP HEAD OFFICE, KARACHI, AND THROUGH ELECTRONIC MEANS HELD ON January 06, 2025**

---

**Special Business:**

**“RESOLVED THAT** the Scheme of Arrangement filed with the Hon’ble Islamabad High Court, Islamabad, prepared under the provisions of Sections 279-283 and 285(8) of the Companies Act, 2017, as approved by the Board of Directors and circulated to the members of NBP for, *inter alia*, demerger of a specified portion of the lending portfolio of SME Bank along with all associated rights, obligations, titles, contracts, benefits, claims, interests and liabilities (**“Demerged Lending Portfolio”**), involving the following:

- a. the separation of the Demerged Lending Portfolio from SME Bank;
- b. the transfer to, and vesting in NBP, of the Demerged Lending Portfolio; and
- c. the retention of all assets and liabilities not forming part of the Demerged Lending Portfolio (**“Retained Undertaking”**) by the SME Bank;

along with ancillary matters thereto, placed before the meeting for consideration and approval, be and hereby approved and adopted, along with any modification/ amendment required or conditions imposed by the Hon’ble Islamabad High Court, Islamabad.

**“FURTHER RESOLVED THAT** Head-Legal Division and National Business Head (Karachi) of Inclusive Development Group, be and are hereby singly authorized to complete any or all the necessary corporate, legal and regulatory compliances and formalities to give effect to the above, including to sign execute, deliver and issue, on behalf of the Company, all such notices, documents, forms, instruments and other papers of any nature whatsoever that may be required in connection with the above resolution(s), and to complete regulatory requirements including filing of required documents with the Hon’ble Islamabad High Court.”



The stamp is circular with the text "National Bank of Pakistan" around the top edge and "Secretary Board of Directors" around the bottom edge. In the center, there is a smaller circular logo of the bank. The stamp is blue and appears to be an official seal.