



Bank Alfalah

LDN/CA/2025
21st March 2025

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

Dear Sir,

Certified Copies of Resolutions passed in the 33rd Annual General Meeting

We enclose certified copies of the following Ordinary Resolutions passed by the shareholders in the 33rd Annual General Meeting of Bank Alfalah Limited ("**the Bank**") held on 20th March 2025 at Karachi.

1. Confirmation of Minutes of the Extra-Ordinary General Meeting held on 27th May 2024;
2. Grant of leave of Absence;
3. Approval of the audited Annual Accounts for the year ended December 31, 2024;
4. Approval of the payment of final cash dividend;
5. Appointment of Auditors for the year 2025;
6. Approval for the sale of entire shareholding of the Bank in its Subsidiary Company

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 33rd Annual General Meeting held on 20th March 2025 at Karachi.

Quote

“RESOLVED that the Minutes of the Extra-Ordinary General Meeting held on 27th May 2024 at Karachi, be and are hereby confirmed.”

Unquote

Karachi
21st March 2025



Muhammad Akram Sawleh
Company Secretary



Bank Alfalah

Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in 33rd Annual General Meeting held on 20th March 2025 at Karachi.

Quote

“RESOLVED that leave of absence be and is hereby granted to H.H. Sheikh Nahayan Mabarak Al Nahayan, Mr. Abdulla Nasser Hawaileel Al Mansoori and Mr. Gyorgy Tamas Ladics, Directors of Bank Alfalah Limited to attend the 33rd Annual General Meeting being held on 20th March 2025.”

Unquote

Karachi
21st March 2025



Muhammad Akram Sawleh
Company Secretary



Bank Alfalah

Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in 33rd Annual General Meeting held on 20th March 2025 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 31st December 2024, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with notes thereon for the year 1st January 2024 to 31st December 2024, 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 31st December 2024, profit and loss account, statement of comprehensive income, cash flow statement and statement of changes in equity together with notes thereon for the year 1st January 2024 to 31st December 2024 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 42 of the Annual Accounts, be and is hereby approved.”

Unquote

Karachi
21st March 2025



Muhammad Akram Sawleh
Company Secretary



Bank Alfalah

Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in 33rd Annual General Meeting held on 20th March 2025 at Karachi.

Quote

“RESOLVED that as recommended by the Board of Directors of Bank Alfalah Limited (**“the Bank”**), payment of final cash dividend @ Rs. 2.5/- per share i.e. 25%, in addition to the three Interim Cash Dividends already paid by the Bank @ 20% each (cumulative 85% i.e. Rs. 8.5/- per share up to 31st December 2024), be paid to the shareholders, whose names appear on the Register of Members as at close of business on 11th March 2025.

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
21st March 2025



Muhammad Akram Sawleh
Company Secretary



Bank Alfalah

Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in 33rd Annual General Meeting held on 20th March 2025 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 2025 at the fee/remuneration of PKR 47,140,000/- excluding applicable taxes and out of pocket expenses (which will be billed at actual) plus any new certification / review requirements, including tax and other consultancies and IFRS-9 related engagements for matters which are applicable from 2025. These will be billed separately at mutually agreed fee.”

Unquote

Karachi
21st March 2025



Muhammad Akram Sawleh
Company Secretary



Bank Alfalah

Certified that the following Resolution was passed by the shareholders of Bank Alfalah Limited in 33rd Annual General Meeting held on 20th March 2025 at Karachi.

Quote

“RESOLVED THAT pursuant to Section 183(3) of the Companies Act, 2017, Bank Alfalah Limited (**“the Bank”**) be and is hereby authorized to sell its entire shareholding in its subsidiary, Alfalah Securities (i.e. 324,999,912 shares constituting 95.59% of the issued and paid up share capital of Alfalah Securities) to Optimus Capital Management (Private) Limited for an amount equivalent to the sum of PKR 313,042,698/- (Pak Rupees Three Hundred and Thirteen Million, Forty-Two Thousand, Six Hundred and Ninety-Eight Only), subject to adjustment based on the net equity as of the closing date.

FURTHER RESOLVED THAT the Chief Executive Officer, the Chief Financial Officer and Group Head Strategy, Transformation, Customer Experience & VC Investments of the Bank and the Company Secretary of the Bank (**“Authorized Representatives”**) be and are hereby jointly and severally, authorized to take all necessary steps and to do all such acts deeds and things for and on behalf of, and in the name of the Bank, as may be necessary or required as they may think fit for or in connection with or incidental for the purposes of the above-mentioned resolution, as well as carry out any other act, deed, matter or step which may be ancillary and / or incidental to the above and necessary to fully achieve the objects of the aforesaid resolution and / or the proposed transaction

FURTHER RESOLVED THAT all actions taken by the Authorized Representatives and / or the Board of Directors of the Bank in connection with any matter referred to or contemplated in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects.”

Unquote

Karachi
21st March 2025

Muhammad Akram Sawleh
Company Secretary

