



# BML

بنک مکرمہ  
Bank Makramah Ltd.

Ref: BML/CSD/2025/11-26

November 19, 2025

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

Subject: **DISCLOSURE OF MATERIAL INFORMATION**

Dear Sir / Madam,

In accordance with Sections 96 of the Securities Act, 2015 and Clause 5.6.1(a) of the PSX Rule Book, we hereby convey the following information:

The Board of Directors of BML have received a letter from His Excellency Nasser Abdulla Hussain Lootah, the sole sponsor shareholder of BML (attached with this disclosure) in which His Excellency has proposed an adjustment to the number of shares held by him in the Bank, which he believes would be beneficial for the Bank and its shareholders. The Board of Directors of BML will evaluate the legal, accounting and regulatory considerations for giving effect to the proposal of the Sponsor as per the attached letter. We will inform the Exchange accordingly.

You may disseminate this information to the TRE certificate holders of the Exchange accordingly.

Yours truly,

For and on behalf of  
Bank Makramah Limited

**Assad Rabbani**  
Company Secretary



Copy to:

- i. The Director (Enforcement), Securities Market Division, Securities & Exchange Commission of Pakistan, NIC Building, 63, Jinnah Avenue, Blue Area, Islamabad.
- ii. The Director, Banking Policy and Regulations Department, State Bank of Pakistan, I.I. Chundrigar Road, Karachi.
- iii. The Director, Banking Supervision Department – 2, State Bank of Pakistan, I.I. Chundrigar Road, Karachi.

Head Office:

Plot # G-2, Block # 2, Scheme # 5, Clifton, Karachi - Pakistan.

PABX: (021) 32402924 Email: info@bankmakramah.com, Website: www.bankmakramah.com

November 19, 2025

**The Board of Directors**  
Bank Makramah Limited

**Subject: Court Sanction of Scheme of Arrangement and Proposal on Share Swap Ratio**

Dear Respected Board Members,

I write to congratulate you on the successful sanction by the Honourable Islamabad High Court of the scheme of arrangement ("**Scheme**") for the restructuring of Bank Makramah Limited ("**Bank**"), comprising the merger of Global Haly Development Limited ("**GHDL**") into the Bank and the reduction of the Bank's share capital. This milestone represents a significant achievement in the Bank's ongoing capitalisation efforts and its progress toward meeting the minimum capital requirement (MCR) and capital adequacy ratio (CAR).

Following the sanction of the Scheme, I now own 86.1% of the shareholding in the Bank. The swap ratio in relation to the Scheme was determined over a year ago, based on a share value of Rs. 2.14 for the Bank. Currently, the quoted price of the Bank's share on the Pakistan Stock Exchange has increased significantly, and, in view thereof, I propose that the Bank should evaluate a mechanism to adjust the number of shares already issued to me under the Scheme in a manner so as to give the effect that the additional shares issued to me under the Scheme are based on share value of Rs. 6.25 per share of the Bank. This would be beneficial in the overall interest of the Bank and its other shareholders.

This adjustment would result in my holding approximately 75.8% of the shares in the Bank.

I appreciate that the foregoing will be subject to legal, accounting, and regulatory considerations. Kindly evaluate this proposal and advise whether it is feasible or suggest any alternative approach through which my proposed objective can be achieved.

I remain confident in the Bank's continued progress and appreciate your attention to this matter.

Yours sincerely,

**HIS EXCELLENCY NASSER ABDULLA HUSSAIN LOOTAH**