

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 77TH ANNUAL 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 77th Annual General Meeting of the Bank, held on March 30, 2026 at 11:00 A.M. in Karachi. The above may be noted for your information and record purpose.

You may inform the TRE Certificate holders accordingly.

Yours truly,



(Mehnaz Salar)

Company Secretary (Acting)

Encl: (02)

**CERTIFIED COPY OF RESOLUTIONS PASSED AND ADOPTED BY THE
SHAREHOLDERS IN THE 77TH ANNUAL GENERAL MEETING HELD ON MARCH
30, 2026 AT BALLROOM-A, PEARL CONTINENTAL HOTEL, KARACHI,
PAKISTAN, AND THROUGH ELECTRONIC MEANS**

Ordinary Business

1. **TO CONFIRM THE MINUTES OF THE 76TH ANNUAL GENERAL MEETING (AGM) OF SHAREHOLDERS HELD ON MARCH 25, 2025, CONDUCTED IN PERSON AND VIA ELECTRONIC MEANS.**

"RESOLVED THAT The minutes of the 76th Annual General Meeting (AGM) of shareholders held on March 25, 2025, conducted in person and via electronic means, be and are hereby confirmed."

2. **TO RECEIVE, CONSIDER AND ADOPT THE ANNUAL AUDITED UNCONSOLIDATED AND CONSOLIDATED FINANCIAL STATEMENTS OF NATIONAL BANK OF PAKISTAN AND ITS SUBSIDIARIES FOR THE YEAR ENDED DECEMBER 31, 2025, TOGETHER WITH THE DIRECTORS' REPORT, AUDITORS' REPORT AND CHAIRMAN'S REVIEW REPORT THEREON.**

"RESOLVED That the annual audited unconsolidated and consolidated financial statements of National Bank of Pakistan and its subsidiaries for the year ended December 31, 2025, together with the Directors' Report, Auditors' Report and Chairman's Review Report thereon, be and are hereby adopted."

3. **TO APPOINT AUDITORS FOR THE YEAR ENDING DECEMBER 31, 2026, AND FIX THEIR REMUNERATION. THE BOARD OF DIRECTORS HAS RECOMMENDED THE RE-APPOINTMENT OF MESSRS. BDO EBRAHIM & CO., CHARTERED ACCOUNTANTS, AT A FEE OF PKR 38.962 MILLION, INCLUDING SOME STATUTORY CERTIFICATION, AND THE APPOINTMENT OF MESSRS. YOUSUF ADIL, CHARTERED ACCOUNTANTS, AT A FEE OF PKR 38.962 MILLION, INCLUDING SOME STATUTORY CERTIFICATION, TO BE AUDITORS OF THE BANK FOR THE YEAR ENDING DECEMBER 31, 2026. IN ADDITION, ANY FEDERAL OR PROVINCIAL TAXES AND REIMBURSEMENT OF OUT-OF-POCKET EXPENSES WILL BE PAID AT ACTUALS.**

"RESOLVED THAT Messrs. BDO Ebrahim & Co., Chartered Accountants, at a fee of PKR 38.962 million, including some statutory certification, and Messrs. Yousuf Adil, Chartered Accountants, at a fee of PKR 38.962 million, including some statutory certification, be and are hereby appointed as Statuary auditors of the Bank for the year ending December 31, 2026 in addition, any Federal or Provincial taxes and reimbursement of out-of-pocket expenses will be paid at actuals."

4. **TO CONSIDER AND APPROVE CASH DIVIDEND OF PKR 35/- PER SHARE, I.E., 350% AS RECOMMENDED BY THE BOARD OF DIRECTORS FOR THE YEAR ENDED DECEMBER 31, 2025 (SUBJECT TO THE GOVERNMENT OF PAKISTAN'S APPROVAL UNDER SECTION 17 OF THE BANKS (NATIONALIZATION) ACT, 1974).**

"RESOLVED THAT the Cash Dividend of PKR 35/- per share, i.e., 350% to the Bank's Shareholders whose names appear in the Shareholders' Register as of March 17, 2026 (close of business), as recommended by the Board of Directors for the year ended December 31, 2025, be and are hereby approved (subject to the Government of Pakistan's approval under Section-17 of The Banks' Nationalization Act, 1974)."



Special Business

5. TO CONSIDER AND APPROVE A PERFORMANCE BONUS TO THE PRESIDENT & CEO AS RECOMMENDED BY THE BOARD OF DIRECTORS.

“RESOLVED THAT in view of the impressive financial performance of the Bank, the performance bonus of the President & CEO, Mr. Rehmat Ali Hasnie, for the financial years ending 2023 (prorated), 2024 and 2025 be and is hereby approved, at the rate of five (5) gross salaries for each respective year as follows:

Item no.	Financial Year	No of Months Served as President	Gross Salary (Monthly Gross + House Rent)	Performance Bonus @ 5 Gross Salaries
1.	2023	4 months 25 days (146 days)	10 M	20 M (prorated)
2.	2024	12	10 M	50 M
3.	2025	12	10 M	50 M

