

HO:SBoD: 591
October 23, 2026

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 of the Bank, held on October 22, 2026 at 10:30 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 (A)

Encl: (a.a)

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

1. To confirm the minutes of the 77th Annual General Meeting (AGM) of Shareholders held on March 30, 2026 at Karachi.

“RESOLVED THAT the minutes of the 77th Annual General Meeting (AGM) of the shareholders held on 30 March 2026 through electronic means, be and are hereby confirmed.”

2. To elect one (01) Director from the private shareholders against a vacancy, as fixed by the Board of Directors in accordance with Section 159 (1) of The Companies Act, 2017 (The Act), for a term of three (03) years in place of Mr Farid Malik, who has completed his term of office as Director.

“Resolved That Mr Muhammad Afzal be and is hereby elected as a Director of the National bank of Pakistan for a term of three years commencing from October 22, 2026 by securing 213,498,993 votes (i.e. 75.4517%, %age out of the total votes cast) out of total vote cast 282,961,201, cast in the meeting subject to clearance from SBP”

3. To consider and approve Key Performance Indicators (KPIs) of the President & CEO of NBP for the year 2026.

The agenda item is withdrawn.

4. To consider and approve the compensation package of the President & CEO of the Bank, as recommended by the Board of Directors.

"RESOLVED THAT the following compensation package of Mr. Imran Sarwar, President/CEO of the Bank, as recommended by the Board of Directors of the Bank with effect from the date he assumed the office of the President/CEO, NBP i.e., September 09, 2026, be and is hereby approved in terms of Section 11 (3) (a) of the Banks (Nationalization) Act, 1974 subject to deduction of applicable taxes:

S.NO	Subject	Compensation Package of Imran Sarwar (2026-2029)
1	Gross Salary	PKR 9,500,000 per month
2	Variable Salary / Annual Performance Bonus	The Performance bonus of the President/CEO will be based on the Key Performing Indicators, as approved by the shareholders. The performance evaluation for the year will be conducted and approved by the Board of Directors.
3	House Rent Allowance	PKR 1.0 million per month in lieu of concessional staff home loan.
4	Utilities, Security arrangements and Domestic Help	- Utilities (Electricity, gas, water) at actual. - Two (2) telephone(s) at residence / Two (2) Mobile Phone(s) and monthly bills at actual.



		Security arrangement to be provided by the Bank. Deployment of four (04) security guards i.e. two security guards on 12 hours shift basis at residence. Salary of five (05) persons for domestic help (PKR 150,000/-) per month on reimbursement basis.
5	Home Furnishing Allowance	Amount equivalent to one gross salary payable once during tenure of the Presidency.
6	Vehicles and Fuel	The President & CEO will be entitled to two vehicles. One vehicle upto 3,500 cc (Entitlement Vehicle) and the second vehicle from the available Bank's pool. The President & CEO will have the option to purchase the Entitlement Vehicle at 10% of the cost or written down value (WDV), whichever is higher on expiry of the contract. In case of a rescission of the contract by the employer, the WDV will be considered in accordance with the separation clause of this contract (Clause No. 17). Fuel for the Bank provided vehicle at actual.
7	House Loan	The Incumbent President & CEO opted not to avail this facility.
8	Drivers	Two drivers to be provided by the Bank or alternatively, salary of two drivers to be reimbursed @ PKR 45,000/- per driver per month.
9	Leave Entitlement	Annual leave of 30 days and casual / sick leave 18 days per annum. Annual leave may be accumulated up to 90 days, which is encashable on the basis of last drawn gross salary.
10	Generator facility at Residence	Up to 1.5 Million generator to be amortized over the period of contract.
11	Official Travel/Expenses Reimbursement	As per Bank's travel policy available for senior executives of the Bank.
12	Medical	Medical / Dental coverage for self and dependent family members within Pakistan on reimbursement basis at actual.
13	Group/ Life Insurance	Life Insurance coverage to be provided by the Bank (Amount PKR 30 million) during the tenure of contract. 50% yearly premium to be paid by President & CEO and remaining 50% yearly premium to be paid by the Bank during the tenure of contract only.
14	Terminal Benefits	Gratuity to be paid at one-month last drawn gross salary for each year of service. Service of six (06) months or more to be treated as a completed year of service.
15	Club Membership	Membership (Entry fee) for two clubs of incumbent's choice to be paid by the Bank. Subscription / other charges of 3 clubs to be paid by the Bank.
16	Annual Salary and Benefits Review	The package shall remain fixed during the tenure of the contract.



17	Separation from Bank's Service	<u>In case of Termination of Contract:</u> In the event that the employment agreement is terminated by the employer, prior to the expiry of its agreed term, the President & CEO shall be paid for the remaining unexpired term of the agreement in accordance with the applicable terms and conditions of the approved contract. <u>In case of Resignation:</u> The President & CEO shall proceed on a three months' gardening leave as part of notice period."
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