

Summit S Bank

Ref: SMBL/CSD/2023/08-12

Date: 16.08.2023

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

Subject: **Certified Copies of the Resolutions passed in the Extraordinary General Meeting of Summit Bank Limited**

Dear Sir,

In terms of Rule 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange Limited, we enclose copies of the following Ordinary & Special Resolutions passed by the shareholders in the Extraordinary General Meeting of Summit Bank Limited ('the Bank') held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad.

Ordinary Business:

1. Confirmation of the minutes of the 17th (Adjourned) Annual General Meeting of the Bank held on April 06, 2023.

Special Business:

2. Approval, by way of special resolution, relating to the change of name of the Bank from "Summit Bank Limited" to "Bank Makramah Limited" (abbreviated as 'BML') in accordance with the applicable provisions of the Companies Act, 2017 and the Banking Companies Ordinance, 1962.
3. Approval, by way of special resolution, relating to the revision of / alterations in the Memorandum and Articles of Association of the Bank subsequent to the change of name and aligning it further in accordance with the requirements of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019.
4. Approval, by way of ordinary resolution, relating to the disposal of certain portions of the head office of the Bank, both in entirety or on a piece meal basis, in accordance with the requirements of the Companies Act, 2017 and the Banking Companies Ordinance, 1962.
5. Approval for revocation of Special Resolutions passed in the Adjourned Extraordinary General Meeting of the Bank held on June 08, 2022, at 12:00 pm at Marriot Hotel, Islamabad.
6. Approval for circulation / dissemination of Annual Audited Financial Statements through QR enabled code and weblink.



COMMITTED TO YOU

Corporate Affairs Division

Summit Tower | Head Office

Level-11, Plot No. G-2, Block-2, Clifton, Karachi

Direct: +9221-32410851 | 32473205 PABX: +9221-32468400 Ext. 2861 Fax: +9221-32472194

Email: companysecretary@summitbank.com.pk Website: www.summitbank.com.pk

The above furnished intimation may be acknowledged for the record purposes.

Thanking you,

Yours truly,

For and on behalf of
Summit Bank Limited



Syed Muhammad Talib Raza
Company Secretary



Encl.: As above

c.c:

*The Director,
Banking Policy and Regulations
Department,
State Bank of Pakistan,
I.I. Chundrigar Road,
Karachi*

*The Director,
Banking Supervision
Department - I,
State Bank of Pakistan,
I.I. Chundrigar Road,
Karachi*

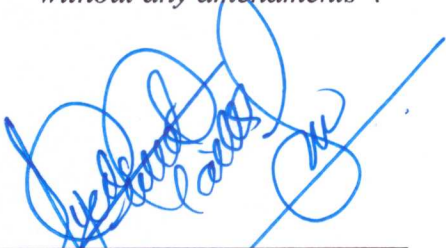
*The Additional Director / HOD,
Primary Market Approvals and
Development Department,
Securities Market Division, Securities
& Exchange Commission of Pakistan,
NIC Building, 63, Jinnah Avenue,
Blue Area, Islamabad.*

*The Director,
Banking Licensing Department
State Bank of Pakistan,
I.I. Chundrigar Road,
Karachi*

*The Joint Registrar,
Companies Registration Office,
Securities and Exchange
Commission of Pakistan,
State Life Building No. 7,
China Chowk, G-6/4,
Blue Area, Islamabad*

Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extraordinary General Meeting held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad

1. ***“RESOLVED THAT the minutes of the 17th (Adjourned) Annual General Meeting of the Shareholders of Summit Bank Limited held on April 06, 2023 be and are hereby confirmed without any amendments”.***



Syed Muhammad Talib Raza
Company Secretary



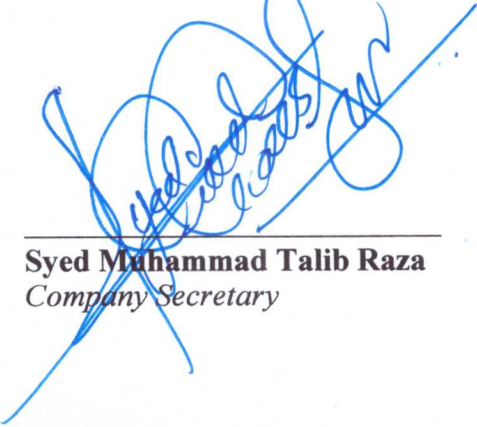
Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extraordinary General Meeting held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad

2. ***“RESOLVED THAT the name of the Bank be changed from “Summit Bank Limited” to “Bank Makramah Limited” (abbreviated as ‘BML’) be and are hereby approved, subject to all the necessary Regulatory approvals.”***

“FURTHER RESOLVED THAT the Memorandum of Association and Articles of Association of the Bank be amended, as required, to give effect to the aforementioned resolution and for this purpose to change the name of the Bank wherever appearing in these documents from “Summit Bank Limited” to “Bank Makramah Limited” (abbreviated as ‘BML’).

“FURTHER RESOLVED THAT the President and Chief Executive Officer and / or the Company Secretary of the Bank (“Authorised Signatories”), be and are hereby jointly and/or severally authorized to prepare, finalize, execute and file all necessary documents, and take all necessary steps and to do all such acts, deeds and things, as may be necessary or required for change of name of the Bank, as deemed fit or incidental for the purposes of the abovementioned resolutions, as well as carry out any other act or step which may be ancillary and/or incidental to, and necessary to fully achieve the objects of the aforesaid resolutions, including without limitation, the submission of all necessary applications and documents, and obtaining all required approvals and permissions.”

“FURTHER RESOLVED THAT all actions taken by the authorized representatives of the Bank 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.”




Syed Muhammad Talib Raza
Company Secretary



Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extraordinary General Meeting held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad

3. ***“RESOLVED THAT the revisions / alterations in the Memorandum and Articles of Association of Summit Bank Limited subsequent to the change of name of the Bank and further bringing it in line with the requirements of the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019, being made and submitted herewith, be and are hereby approved subject to compliance with applicable laws, rules and regulations and obtaining of regulatory consent and clearances thereof.”***

“FURTHER RESOLVED THAT the Chief Executive Officer and the Company Secretary of the Bank be and are hereby jointly and/or severally authorized to give effect to the above resolution and to do all acts, deeds and things that may be necessary or required and to sign such documents and take such steps from time to time as and when necessary.”



Syed Muhammad Talib Raza
Company Secretary



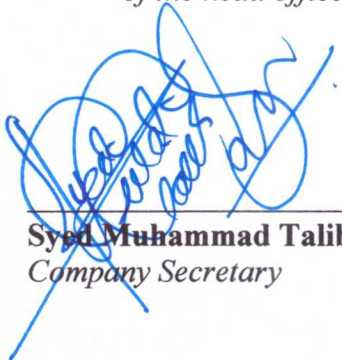
Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extraordinary General Meeting held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad

4. **“RESOLVED THAT** the approval of shareholders of Summit Bank Limited be and are hereby given under section 183(3)(a) of the Companies Act, 2017 and section 10 of the Banking Companies Ordinance, 1962, for disposal of certain portions of the head office of the Bank.”

“FURTHER RESOLVED THAT the approval is be and hereby given for the utilization of sale proceeds generated through disposal of certain portions of the head office of the Bank, that will be used for various strategic purposes including without limitation the compliance with the regulatory prescribed capital requirements, strengthening of the Bank’s financials for operational viability and financial turnaround of the Bank.”

“FURTHER RESOLVED THAT as part and parcel of the foregoing consent, the President and Chief Executive Officer of the Bank be and is hereby authorized and empowered to dispose certain portions of the head office of the Bank and further delegate to any other person(s) on such terms and conditions as deemed fit, to act on behalf of the Bank in carrying out and performing all acts, matters, things and deeds to implement and/ or give effect to the disposal and utilization of consideration thereof, that shall include, without limitation the following:

- Ascertainment of the latest fair value of certain portions of the Bank’s head office by an independent valuation expert, on such terms and conditions as shall be in the best interest of the Bank.
- Utilization of the sale proceeds of certain portions of the head office of the Bank towards compliance with the regulatory prescribed capital requirements and strengthening of the Bank’s financials.
- Performing and executing in all respects the disposal of certain portions of the head office in lawful deeds, agreements, acts and things as the President and Chief Executive Officer may think fit and proper to implement in order to effectuate the disposal of certain portions of the head office of the Bank.”



Syed Muhammad Talib Raza
Company Secretary



Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extraordinary General Meeting held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad

5. **“RESOLVED THAT** Special Resolutions passed in the Adjourned Extraordinary General Meeting of the Bank held on June 08, 2022, at 12:00 pm at Marriot Hotel, Islamabad, be and is hereby rescinded.”

“FURTHER RESOLVED THAT the President and Chief Executive Officer and / or the Company Secretary of the Bank (**“Authorised Signatories”**), be and are hereby jointly and/or severally authorized to prepare, finalize, execute and file all necessary documents, and take all necessary steps and to do all such acts, deeds and things as deemed necessary or as they may think fit in connection with or incidental for the purposes of the abovementioned resolutions, as well as carry out any other act or step which may be ancillary and/or incidental to, and necessary to fully achieve the objects of the aforesaid resolutions, including without limitation, the submission of all necessary applications and documents, and obtaining all required approvals and permissions.”



Syed Muhammad Talib Raza
Company Secretary



Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extraordinary General Meeting held on August 15, 2023 at 12:00 p.m. at Serena Hotel, Islamabad

6. ***“RESOLVED THAT circulation / dissemination of Annual Audited Financial Statements to the shareholders through QR enabled code and weblink as notified by the Securities and Exchange Commission of Pakistan vide its S.R.O. 389 (I)/2023 dated March 21, 2023, or any other transmission medium allowed by the regulators, be and is hereby approved.”***

“FURTHER RESOLVED THAT Chief Executive Officer and/or Company Secretary, be and are hereby jointly and/or severally authorized to take and do all necessary actions, deeds and things which are or may be necessary, incidental and/or consequential to give effect to the aforesaid resolution.”



Syed Muhammad Talib Raza
Company Secretary

