

December 26, 2023

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

Subject: **Arif Habib Limited - Certified Copy of Resolution passed in
Extraordinary General Meeting held on December 26, 2023**

Dear Sir,

In continuation of our previous communication, this is to inform that in compliance with the Order of the High Court, an Extraordinary General Meeting (EOGM) of the members of Arif Habib Limited was held today, i.e. on Tuesday, December 26, 2023 at 11:00 a.m. at Karachi for consideration and approval of the Scheme of Arrangement (**Scheme**) under Sections 279 to 283 and 285 of the Companies Act, 2017 (Act), involving the demerger of certain non-core business, including assets, liabilities and obligations, from Arif Habib Limited (**AHL**), and merger / amalgamation of the same with and into Arif Habib Corporation Limited (**AHCL**), the holding company of AHL, along with all ancillary matters.

The resolution for approval of the aforementioned matter have been passed by the requisite majority of shareholders present in person or as proxies or through e-voting / postal ballot who were entitled to vote thereat. In compliance with the PSX Regulations, certified true copy of resolution passed during the EOGM is reproduced as follows:

Special business

Resolved that:

“The Scheme of Arrangement dated November 17, 2023, prepared under the provisions of Sections 279 to 283 and 285 of the Companies Act, 2017, for, inter alia, the bifurcation / separation of Arif Habib Limited into two segments / undertakings i.e. the Demerged Undertaking and the Retained Undertaking, and merger, by way of amalgamation, of the Demerged Undertaking with and into Arif Habib Corporation Limited, along with all ancillary and incidental matters thereto, placed before the meeting for consideration and approval, be and is hereby approved and adopted, along with any modifications / amendments required or conditions imposed by the High Court of Sindh at Karachi, subject to sanction by the Honorable High Court of Sindh at Karachi, in terms of the provisions of the Companies Act, 2017.”

CERTIFIED TRUE COPY

Further, minutes of the EOGM will be submitted to the Exchange within the stipulated time.

Yours faithfully,



Muhammad Taha Siddiqui
Company Secretary



cc :

The Registrar of Companies

Securities and Exchange Commission of
Pakistan
Company Registration Office
4th Floor, State Life Building No. 2
Off I. I. Chundrigar Road, Karachi

Executive Director / HOD

Offsite-II Department, Supervision Division
Securities & Exchange Commission of Pakistan
63, NIC Building, Jinnah Avenue, Blue Area
Islamabad