



Bank Alfalah

LDN/MEA/910  
4<sup>th</sup> March 2016.

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

Dear Sir,

**NOTICE OF THE 24<sup>TH</sup> ANNUAL GENERAL MEETING**

We enclose a copy of Notice of 24<sup>th</sup> Annual General Meeting (“**AGM**”) of Bank Alfalah Limited (“**the Bank**”) to be held on Monday, 28<sup>th</sup> March 2016 at 10:30 AM at Karachi, for circulation amongst the TRE Certificate Holders of the Exchange.

The above Notice of AGM will be published in the newspapers of 7<sup>th</sup> March 2016 and we shall forward to you clippings of the same.

Yours truly,

MIAN EJAZ AHMAD  
Company Secretary

Encls: as above



# Bank Alfalah

## NOTICE OF THE 24<sup>TH</sup> ANNUAL GENERAL MEETING

**NOTICE** is hereby given that the 24<sup>th</sup> Annual General Meeting of Bank Alfalah Limited (“the Bank”) will be held on Monday, 28<sup>th</sup> March 2016 at 10:30 AM at Ball Room, Movenpick Hotel, Karachi, to transact the following business:

### **Ordinary Business:**

1. To confirm Minutes of the Extra-Ordinary General Meeting held on 27<sup>th</sup> May 2015
2. To receive, consider and adopt the audited Annual Accounts of the Bank for the year ended December 31, 2015 together with Directors’ Report and Auditors’ Report thereon including post-facto approval of remuneration paid to the non-executive directors for attending Board and Board Committees meetings as reported under Notes No. 27 and 36 of the Annual Accounts, in compliance with SBP Prudential Regulations.
3. To approve as recommended by the Board of Directors, payment of cash dividend at the rate of Re.1/- per share i.e. 10%
4. To appoint Auditors of the Bank for the year 2016 and fix their remuneration.
5. To transact any other business with the permission of the Chair.

**Karachi**

Dated: 7<sup>th</sup> March 2016

By Order of the Board

**MIAN EJAZ AHMAD**  
**Company Secretary**

### NOTES:

1. The Share Transfer Books of the Bank will be closed from 21<sup>st</sup> March 2016 to 28<sup>th</sup> March 2016 (both days inclusive). Transfers received at the office of the Share Registrar of the Bank, M/s. F. D. Registrar Services (SMC-Pvt) Limited, before the close of business on 20<sup>th</sup> March 2016 will be treated in time for the purpose of above entitlement to the transferees.
2. A member entitled to attend, and vote at the Meeting is entitled to appoint another member as a proxy to attend, speak and vote on his/her behalf. A corporation being a member may appoint as its proxy any of its official or any other person whether a member of the Bank or otherwise.
3. An instrument of proxy and a Power of Attorney or other authority (if any) under which it is signed, or notarized copy of such Power of Attorney must be valid and deposited at the Share Registrar of the Bank, F.D. Registrar Services (SMC-Pvt) Limited, Room No. 1705, 17<sup>th</sup> Floor, Saima Trade Tower “A”, I.I. Chundrigar Road, Karachi, not less than 48 hours before the time of the Meeting.



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4. Those shareholders whose shares are deposited with Central Depository Company of Pakistan Limited (CDC) are requested to bring their original Computerized National Identity Card (CNIC) along with participant's ID number and their account/sub-account numbers in CDC to facilitate identification at the time of Annual General Meeting. In case of Proxy, attested copies of proxy's CNIC or passport, Account and Participant's I.D. numbers must be deposited along with the Form of Proxy with our Share Registrar as per paragraph No. 3 above. In case of Proxy for corporate members, the Board of Directors' Resolution/Power of Attorney with specimen signature of the nominee shall be produced at the time of the meeting (unless it has been provided earlier to the Share Registrar).
5. Shareholders are requested to promptly notify change in their address, if any, to our Share Registrar, F.D. Registrar Services (SMC-Pvt) Limited.

6. **Mandatory submission of CNIC**

Please be informed that SECP vide its Notification No. SRO.831 (1)2012 of July 05, 2012 has made mandatory for Companies to provide CNIC number of registered shareholder on the dividend warrant. Further, mentioning of CNIC number in the Annual Return 'Form A' is also an obligatory requirement, which is required to be filed with SECP under Section 156 of the Companies Ordinance, 1984.

In view of the foregoing, those shareholders who have not yet submitted a valid copy of their Computerized National Identity Card (CNIC) are once again requested to submit the same immediately to our Share Registrar at their address mentioned at Sr. No. 3 above.

7. **Deduction of Income Tax from Dividend**

This is to inform the shareholders that the Government; through its Finance Act 2015 has made certain amendments in Section 150 of the Income Tax Ordinance, 2001 whereby different rates are prescribed for deduction of withholding tax on the amount of dividend paid by the companies. These tax rates are (a) For filers of income tax returns: 12.5%  
(b) For non-filers of income tax returns: 17.5%

Those shareholders, whose name will not be appeared (at the time of issuance of dividend) in the Active Tax Payers List of filers, as updated by the Federal Board of Revenue from time to time, will be subject to 17.5% withholding tax deduction on the dividend income.

8. **Payment of Cash Dividend Electronically (e-Dividend)/Dividend Mandate (optional)**

In accordance with SECP's letter No. 8(4) SM/CDC 2008 dated 5<sup>th</sup> April 2013, we would like to apprise the shareholders that SECP has devised a strategy for implementation and promotion of e-dividend mechanism whereby the cash dividend amount would be directly credited into the respective bank account of the shareholders through electronic fund transfer facilities. The benefits associated with this (e-dividend) mechanism include instant credit of cash dividends, no chances of dividend warrants getting lost in the post, undelivered or delivered to the wrong address etc. The shareholders can avail benefits of the e-dividend mechanism by providing dividend mandate in their CDS accounts through their Participants or to the respective share registrar.



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Those shareholders, who have shares in physical form and wish to receive their cash dividend through the afore mentioned e-dividend mechanism, are requested to send complete details of their bank account to our Share Registrar at the above address. The CDC sub-account holders are requested to provide the required information/document to their Participant/CDC Investor Account Services for the purpose.

9. **Financial Statements and Notice of Annual General Meeting through email**  
SECP vide SRO No. 787(I)2014 dated 8<sup>th</sup> September 2014 has allowed companies to circulate the audited financial statements and notice of Annual General Meeting to shareholders through their email address subject to their written consent. Desiring shareholders are requested to provide their complete email address through a duly signed letter along with copy of valid CNIC. Such shareholders are also required to notify immediately any change in email address in writing to our Share Registrar, F.D. Registrar Services (SMC-Pvt) Limited.

10. **Video Conference Facility for Attending General Meetings**

With reference to the SECP's Circular No. 10 of 2014 dated May 21, 2014 ("the Circular"), members may avail video conference facility in Lahore, Islamabad, subject to fulfillment of the requirements and procedures of the Circular, mentioned below:

The members should provide their consent as per the following format and submit to the registered address of the Bank, 10 days before holding of AGM.

**Consent Form for Video Conference Facility**

"I/We, \_\_\_\_\_ of \_\_\_\_\_, being a member of Bank Alfalah Limited, holder of \_\_\_\_\_ Ordinary shares as per Register Folio/CDC Account No. \_\_\_\_\_ hereby opt for video conference facility at \_\_\_\_\_ (geographical location).

\_\_\_\_\_  
Signature of member

If the Bank receives consent from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to date of the meeting, the Bank will arrange video conference facility in that city subject to availability of such facility in that city.

The Bank will intimate members regarding venue of video conference facility at least 5 days before the date of Annual General Meeting along with complete information necessary to enable them to access such facility.