

# IGI

## Insurance

SERVING YOU SINCE 1953



Our Ref:- Fin-0048/2017

February 22, 2017

**The General Manager**  
Pakistan Stock Exchange Limited  
Stock Exchange Building,  
Stock Exchange Road,  
Karachi- 74000.

Dear Sir,

**Subject:** Compliance of clause 5.6.4(b) of PSX Rule Book

In compliance of clause No. 5.6.4(b) of the Listing Regulation of Pakistan Stock Exchange Limited, we enclosed herewith certified copies of resolutions as approved by shareholders in Extraordinary General Meeting held today.

Yours Sincerely

**Adil Ali Abbasi**  
Company Secretary

A handwritten signature in black ink, appearing to read 'Adil Ali Abbasi', is written over the printed name and title.

Ends as above.

**Head Office & Karachi Branch**

7th Floor, The Forum, Suite No. 701 - 713, G-20, Block-9, Khayaban-e-Jami, Clifton, Karachi-75600, Pakistan.  
UAN: +92 (21) 111-308-308 I Fax: + 92 (21)35301706 I E-mail: contact.center@igi.com.pk I Web: www.igiinsurance.com.pk

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***EXTRACT OF RESOLUTION PASSED IN  
EXTRAORDINARY GENERAL MEETING THE COMPANY  
HELD ON FEBRUARY 22, 2017***

RESOLVED THAT the Scheme of Amalgamation between IGI Insurance Limited and IGI Investment Bank Limited ("Amalgamation Scheme") under Sections 284 to 288 of the Companies Ordinance, 1984 (the "Ordinance") for the amalgamation of the entire undertaking, assets, entitlements and liabilities of IGI Investment Bank Limited with and into IGI Insurance Limited, considered by this meeting and initiated by the Chairman of this meeting for purpose of identification, be and are hereby approved, adopted and agreed.

FURTHER RESOLVED THAT the Scheme of Arrangement between IGI Insurance Limited, IGI General Insurance Limited and IGI Investments (Pvt) Limited ("Arrangement Scheme") under Sections 284 to 288 of the Ordinance prepared in connection with the arrangement of IGI Insurance Limited by: (i) division of its insurance segment, inclusive of all assets, rights, liabilities and obligations pertaining thereto, and simultaneously transferring to and amalgamating the same with IGI General Insurance Limited; and (ii) division of certain investments held by IGI Insurance Limited, inclusive of all assets, rights, liabilities and obligations pertaining thereto and simultaneously transferring to and amalgamating the same with IGI Investments (Pvt) Limited, considered by this meeting and initiated by the Chairman of this meeting for purpose of identification, be and are hereby approved, adopted and agreed.

FURTHER RESOLVED THAT Mr. Tahir Masaud, Chief Executive Officer and Mr. Abdul Haseeb, Chief Financial Officer be and are hereby authorized, jointly and/or singly, to submit the Amalgamation Scheme and the Arrangement Scheme as approved by the shareholders, to the Honorable High Court of Sindh at Karachi and seek the sanction of the Honorable High Court of the Amalgamation Scheme and the Arrangement Scheme to effectuate: (i) the amalgamation of IGI Investment Bank Limited with and into IGI Insurance Limited; and (ii) the arrangement of IGI Insurance Limited, IGI General Insurance Limited and IGI Investments (Private) Limited, in accordance with Section 284 read with Section 287 of the Ordinance."

**CERTIFIED TRUE COPY:**

I hereby certify that the above resolution duly passed by the shareholders in Extraordinary General Meeting of the Company held on February 22, 2017 and the same has been entered in the minute's book of the company in accordance with the Articles of Association of the Company.

  
Adil Ali Abbasi

Company Secretary

Dated: February 22, 2017

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