



MCB Bank Limited

Company Secretary Office
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SE-100(5F)2019/58
November 25, 2019

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

Sub: **CERTIFIED TRUE COPY OF RESOLUTIONS**
EOGM – 2019 | MCB BANK LIMITED

Dear Sir,

In pursuance of Rule No. 5.6.4 (b) of the Rule Book of Pakistan Stock Exchange Limited, please find enclosed herewith Certified True Copy of Resolutions passed by the Shareholders of the Bank at Extraordinary General Meeting held on Thursday, November 21, 2019 at 11:00 AM (PST) at Grand Ball Room-A, The Nishat Hotel, Emporium Mall, Near Expo Center, Abdul Haq Road, Johar Town, Lahore, for your perusal and record.

Yours truly,

for **Fida Ali Mirza**
Company Secretary

Encl: As above

**CERTIFIED TRUE COPY OF ORDINARY RESOLUTION PASSED BY
THE SHAREHOLDERS AT EXTRAORDINARY GENERAL MEETING
OF MCB BANK LIMITED HELD ON THURSDAY, NOVEMBER 21, 2019
AT GRAND BALL ROOM-A, THE NISHAT HOTEL, EMPORIUM MALL,
NEAR EXPO CENTER, ABDUL HAQ ROAD, JOHAR TOWN, LAHORE**

Disposal of MCB Financial Services Limited:

The Shareholders approved the following resolutions as Ordinary Resolutions in their Extraordinary General Meeting of MCB Bank Limited held on **Thursday, November 21, 2019 at 11:00 AM (PST)** at Grand Ball Room-A, The Nishat Hotel, Emporium Mall, Near Expo Center, Abdul Haq Road, Johar Town, Lahore:

- i. ***“RESOLVED THAT approval of the members of MCB Bank Limited (‘MCB’ or the ‘Bank’) be and is hereby accorded in terms of Section 183 of the Companies Act, 2017 (‘Companies Act’) and other applicable provisions of the law, and MCB be and is hereby authorized to dispose of its wholly owned subsidiary, MCB Financial Services Limited (‘MCBFSL’) to ISE Towers REIT Management Company Limited (‘ISE RMC’) and its co-purchaser, Infotech (Private) Limited (‘Infotech’), subject to all applicable regulatory approvals, including the Securities and Exchange Commission of Pakistan (‘SECP’), Competition Commission of Pakistan (‘CCP’) and/or any other relevant authority.”***
- ii. ***“RESOLVED FURTHER THAT approval of the Members of MCB be and is hereby accorded in terms of Section 183 of the Companies Act and other applicable legal provisions, and MCB be and is hereby authorized to dispose of MCBFSL for a minimum consideration of PKR 89,459,258/- (Pakistani Rupees Eighty-Nine Million Four Hundred Fifty-Nine Thousand Two Hundred and Fifty-Eight only), calculated at a value of PKR 32.53 per share.”***
- iii. ***“RESOLVED FURTHER THAT the Chief Executive Officer / the Chief Financial Officer/ the Company Secretary of the Bank be and are hereby singly empowered and authorized to do all acts, matters, deeds and things, take any or all necessary actions including signing and execution of agreement(s) and to complete all the regulatory, legal and other formalities including filing of applications to the State Bank of Pakistan (‘SBP’), the SECP or any other authority as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolutions.”***

**CERTIFIED TO BE A TRUE COPY
For MCB BANK LIMITED**

Secretary



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