



**MCB Bank Limited**  
**Company Secretary Office**  
6th floor, MCB House  
15 Main Gulberg, Jail Road  
Lahore, Pakistan

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PSX-100(5F)2021/20  
**April 15, 2021**

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

Dear Sir,

Sub: **CERTIFIED TRUE COPY OF RESOLUTIONS**  
*AGM – 2021 | MCB BANK LIMITED*

In pursuance of Rule No. 5.6.9 (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 Annual General Meeting held on Saturday, March 27, 2021 at 11:00 AM (PST) through Video Link Facility, for your perusal and record.

Yours sincerely,

A handwritten signature in blue ink, appearing to read 'Fida Ali Mirza', written over a large, stylized blue circular mark.

**Fida Ali Mirza**  
Company Secretary

Encl: As above

-BA-

**CERTIFIED TRUE COPY OF ORDINARY RESOLUTIONS PASSED BY THE  
SHAREHOLDERS AT ANNUAL GENERAL MEETING OF MCB BANK LIMITED, HELD ON  
SATURDAY, MARCH 27, 2021, THROUGH VIDEO LINK**

**Approval/Confirmation of the Minutes of AGM held on March 19, 2020:**

*“RESOLVED THAT the Minutes of Annual General Meeting held on March 19, 2020 be and are hereby confirmed/approved.”*

**Consideration and Adoption of the Annual Audited Separate and Consolidated Financial Statements of the Bank together with the Directors’ and Auditors’ Reports thereon and Chairman’s Review for the year ended December 31, 2020:**

*“RESOLVED THAT the Annual Audited Separate and Consolidated Financial Statements of MCB Bank Limited together with Directors’ and Auditors’ Reports thereon and Chairman’s Review for the year ended December 31, 2020 be and are hereby received, considered, approved and adopted.”*

**Appointment of External Auditors and fix their remuneration:**

*“RESOLVED THAT M/s A. F. Ferguson & Co., Chartered Accountants, be and are hereby appointed to hold the office of Statutory Auditors of MCB Bank Limited (the ‘Bank’) from the conclusion of this meeting till the conclusion of next Annual General Meeting, at an annual remuneration of PKR 16,500,000/-, excluding charges for other services not prohibited by listing regulations of PSX and out of pocket expenses on actual basis with cap of 10% of audit fee and applicable sales tax.”*

**Approval of Final Cash Dividend-2020:**

- i. *“RESOLVED THAT as recommended by the Board of Directors, the payment of Final Cash Dividend @ 150% i.e., PKR 15.00 per share in addition to Interim Cash Dividend @ 50% i.e. PKR 5.00 for the First Quarter-2020 already declared and paid; thus total 200% i.e. PKR 20.00 per share for the year ended December 31, 2020, to be paid to the members whose names were appearing on the Register of Members at the close of business on March 15, 2021 be and is hereby approved.”*
- ii. *“FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to complete all formalities for issuance of Final Cash Dividend for the year ended December 31, 2020.”*



**CERTIFIED TRUE COPY OF ORDINARY RESOLUTIONS PASSED BY THE  
SHAREHOLDERS AT ANNUAL GENERAL MEETING OF MCB BANK LIMITED, HELD ON  
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**Election of Directors:**

- i. *"RESOLVED THAT subject to clearance by the State Bank of Pakistan, the following twelve (12) persons who have filed notices of their intention to offer themselves for election of the Board of Directors of MCB Bank Limited (the 'Bank') under Section 159 (4) of the Companies Act, 2017, be and are hereby elected unopposed as Directors of the Bank for the term of next three years commencing from March 27, 2021."*

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|------------------------------|--|
| 1. Mian Mohammad Mansha.     | 7. Mr. Mohd Suhail Amar Suresh bin Abdullah. |
| 2. Mr. S. M. Muneer.         | 8. Mr. Yahya Saleem.                         |
| 3. Mr. Muhammad Tariq Rafi.  | 9. Mr. Salman Khalid Butt.                   |
| 4. Mian Umer Mansha.         | 10. Mr. Masood Ahmed Puri.                   |
| 5. Mrs. Iqraa Hassan Mansha. | 11. Mr. Shahzad Hussain.                     |
| 6. Mr. Muhammad Ali Zeb.     | 12. Mr. Shariffuddin Bin Khalid.             |

- ii. *"FURTHER RESOLVED THAT the Company Secretary be and is hereby authorized to undertake all such actions, execute all such documents and do all such things for and on behalf of the Bank including filing of requisite returns with the Registrar of Companies, the Securities & Exchange Commission of Pakistan and to comply with all other regulatory requirements in respect of election of directors."*

**Winding Up of a Subsidiary of MCB Bank Limited:**

- i. *"RESOLVED THAT pursuant to the provisions of the Section 183 (3)(b) of the Companies Act, 2017 (the 'Act') and other applicable provisions of the laws, rules and regulations, for the time being in force, the approval of the Members of MCB Bank Limited (the 'Bank') be and is hereby accorded for the voluntary winding up of M/s Financial & Management Services (Pvt.) Limited (the 'Company'), a subsidiary of the Bank, subject to compliance with all applicable legal requirements by the Company."*
- ii. *"FURTHER RESOLVED THAT the Company Secretary and/or Chief Financial Officer of the Bank be and are hereby jointly/severally 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 application(s) to the SECP, the SBP or any other authority as may be necessary or incidental or expedient for the purpose of implementing the aforesaid resolution."*

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

**Secretary**



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