

# Summit S Bank

Ref: SMBL/CSD/2018/09-02

Date: 03.09.2018

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

**Subject: Certified Copies of the Resolutions passed in the Extra Ordinary General Meeting of the Shareholders of Summit Bank Limited**

Dear Sir,

In terms of Rule 5.6.4 (b) of the Rule Book of Pakistan Stock Exchange Limited, we enclose copies of the following Ordinary and Special Resolutions passed by the shareholders in the Extra Ordinary General Meeting of Summit Bank Limited held on August 31, 2018 at Serena Hotel, Islamabad.

1. Ordinary Resolution for the confirmation of the Minutes of the Twelfth Annual General Meeting held on April 26, 2018.
2. Special Resolution for the approval of the 'Scheme of Amalgamation' for the amalgamation of Summit Bank Limited with and into Sindh Bank Limited in pursuance of Section 48 of the Banking Companies Ordinance, 1962 ("BCO").

The above may be acknowledged for record purposes.

Thanking You,

Very truly yours,

For and on behalf of  
Summit Bank Limited

  
Syed Muhammad Talib Raza  
Company Secretary



**COMMITTED TO YOU**

Summit Bank Limited  
Company Secretary  
5-Business & Finance Centre,

2nd Mezzanine Floor, I. I. Chundrigar Road, Opp: State Bank of Pakistan, Karachi.

Phone: (021) 32410851 & 32473205 Fax: (021) 32472193 Website: www.summitbank.com.pk, Toll Free No. 0800-24365

**Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extra Ordinary General Meeting held on August 31, 2018 at Serena Hotel, Islamabad.**

1. **“RESOLVED THAT** the Minutes of the Twelfth Annual General Meeting of the shareholders of Summit Bank Limited held on April 26, 2018 be and is hereby confirmed without any amendment”.



**Syed Muhammad Talib Raza**  
Company Secretary

**Certified that the following resolution was passed by the shareholders of Summit Bank Limited in the Extra Ordinary General Meeting held on August 31, 2018 at Serena Hotel, Islamabad.**

2. a. **RESOLVED THAT** subject to all applicable regulatory approvals and compliances (including without limitation the approval of the State Bank of Pakistan (“**SBP**”) and the permission of the Honourable Supreme Court of Pakistan), Summit Bank Limited be amalgamated with and into Sindh Bank Limited in accordance with the Scheme of Amalgamation to be sanctioned by SBP subject to any modifications as may be directed by SBP and/or requirements/conditions imposed by the Honourable Supreme Court of Pakistan.
- b. **RESOLVED THAT** the Scheme of Amalgamation under the provision of Section 48 of the BCO (as circulated to the members of Summit Bank Limited and placed in draft form before the shareholders) be and is hereby approved, adopted and agreed by a majority in number representing at least two thirds in value of the shareholders present personally or by way of proxy subject to any modifications as may be required by SBP;.
- c. **FURTHER RESOLVED THAT** the Chief Executive and/or the Company Secretary be and are hereby jointly or severally authorized to (i) submit the Scheme of Amalgamation as approved by the shareholders to the SBP; (ii) take all necessary steps and to do or cause to be done all acts, deeds and things that may be necessary for effective implementation of the Scheme of Amalgamation; (iii) take all actions hereafter to be taken in respect of the proposed amalgamation including any changes in the Scheme of Amalgamation under the directives of SBP and/or the Honourable Supreme Court of Pakistan; (iv) to take such other steps, execute such other documents and make corporate filings as may be necessary or expedient for the purpose of giving effect to the spirit and intent of the above resolution.



Syed Muhammad Talib Raza  
Company Secretary