

## NOTICE OF EXTRAORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of the share holders of Apna Microfinance Bank Limited will be held on 20-06-2018, at 11:00 a.m. at Head Office Apna Bank, 23 Sunder das Road, Zaman Park, Lahore to transact the following business:

### **AGENDA:**

- 1 To confirm the minutes of the 15<sup>th</sup> Annual General Meeting held on April 27, 2018.

### **SPECIAL RESOLUTION**

- 2 To announce and resolve the issue of 6<sup>th</sup> Right Share at discount (i.e. Rs. 5.32 per share against the par value of Rs. 10/- each share), which comprise of 75,187,970 shares valuing Rs. 400 million at a ratio of 1 share at Discounted value of Rs. 5.32 against 3.325 Ordinary Shares at a par value of Rs. 10/- each to meet the requirement of MCR/ CAR of the Bank.
- 3 To transact any other business with the permission of the chair.

By order of the Board

Karachi.  
May 29, 2018

Rafat Abbas  
Company Secretary

### **Statement under section 134(3) of the Companies Act-2017. This statement set out the material facts covering the special Business to be transacted at Annual General Meeting of the Company**

The Board of Directors has been informed that the Minimum Capital Requirement (MCR) as per Prudential Regulation (PR) for Microfinance Institution (MFI) for National level Bank is Rs. 1 billion, which is eroding fast and soon the bank was not able to meet and maintain the MCR, further the Capital Adequacy Ratio (CAR) has not been according to the required ratio as per PR for MFIs. The only solution in hand is to increase the paid-up capital of the Bank.

Consequently, The Board of Directors resolved to call the Extraordinary General Meeting on June 20, 2018 at 11:00 a.m. venue Apna Bank Head Office, Lahore to consider, announce and resolve the issuance of 6<sup>th</sup> Right Share at discount at the rate of Rs. 5.325 per share against the par value of Rs. 10/- each share. 6<sup>th</sup> Right Share at discount at the rate of Rs. 5.32 per share against par value of Rs. 10/- per share of Rs. 400 million (i.e.1 shares at Discounted rate of Rs. 5.32 against 3.325 Ordinary Shares of Rs. 10/- each).

The Board of Directors further resolved that the un-subscribed Right Shares at Discount shall be distributed among the Sponsors Director/ Sponsors at discounted rate, where The United Insurance Company of Pakistan Ltd and SPI Insurance Company Ltd, (subject to the clearance of Fit and Proper Test from State Bank of Pakistan) as they have already deposited the full Right Share amount in the escrow account of the Bank.

NOTES:

1. A member of the Bank entitled to attend and vote at this meeting may appoint another member as his/her proxy to attend and vote instead of him/her. Proxies in order to be effective must receive by the Bank not less than 48 hours before the meeting.

Central Depository Company of Pakistan Limited (CDC) account holders will further have the following under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

**A) For Attending Meeting:**

- i) In the case of individuals, the account holder or sub account holder and/or the person whose securities are in group account and their registration details are uploaded as per the Regulations, shall authenticate his identity by showing his original National Identity Card (CNIC) or original Passport at the time of attending the meeting.
- ii) In the case of Corporate Entity, the Board of Directors' Resolution/ Power of Attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

**B) For Appointing Proxies:**

- i) In the case of individuals, the account holder or sub-account holder and /or the person whose securities are in-group account and their registration details are uploaded as per the regulations, shall submit the proxy form as per the above requirement.
  - ii) Two persons whose names, addresses and CNIC numbers shall be mentioned on the form shall witness the proxy.
  - iii) Attested copies of CNIC or the passport of the beneficial owners and proxy shall be furnished with the Proxy Form.
  - iv) The proxy shall produce his/her original CNIC or original Passport at the time of the meeting.
  - v) In the case of Corporate Entity, the Board of Directors' resolution/ power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) along with proxy form to the Bank.
2. Members are requested to immediately notify the change of their address, if any.
  3. The Share Transfer Book of the company will remain closed from June 13, 2018 to June 19. The share transfer office is situated at F.D. Registrar Services (SMC-Pvt) Ltd, Office no. 1705, 17<sup>th</sup> floor, Saima Trade Tower-A, I.I. Chundrigar Road, Karachi. (Phone No. 021-32271905, 32271906- Fax 021-32621233- [fdregistrar@yahoo.com](mailto:fdregistrar@yahoo.com)- [www.fdregistrar.com](http://www.fdregistrar.com)). Transfer received at the registered office at the close of business on June 12, 2018 will be treated in time.

For Apna Microfinance Bank Ltd.

Rafat Abbas  
Company Secretary

PROXY FORM

I/ We \_\_\_\_\_ of \_\_\_\_\_ a member/ members of the company/ merged companies, do hereby appoint Mr./ Ms. \_\_\_\_\_ of \_\_\_\_\_ a member of the company, or failing him/ her Mr./ Ms. \_\_\_\_\_ of \_\_\_\_\_ who is also a member of the company, as my/ our proxy to attend, speak and vote for me/ us and on my/ our behalf at the Extraordinary General Meeting of the company to be held on June 20, 2018 at 11:00 a.m. at Head Office Apna Bank, 23 Sundar das Road, Zaman Park, Lahore and at any adjournment thereof.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018.

**Witness: (1)**

Signature \_\_\_\_\_

Name \_\_\_\_\_

Address \_\_\_\_\_

CNIC \_\_\_\_\_

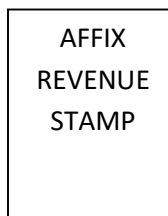
**Witness: (2)**

Signature \_\_\_\_\_

Name \_\_\_\_\_

Address \_\_\_\_\_

CNIC \_\_\_\_\_



Signature: \_\_\_\_\_

(The signature should agree with the Specimen Registered with the Company)

Folio No. \_\_\_\_\_

CDC A/c No. \_\_\_\_\_

No. of shares held \_\_\_\_\_

Distinctive Numbers \_\_\_\_\_

**IMPORTANT:**

- 1 The proxy Form must be deposited at the registrar office of the company, at F.D. Registrar Services (SMC-Pvt) Ltd, Office no. 1705, 17<sup>th</sup> floor, Saima Trade Tower-A, I.I. Chundrigar Road, Karachi. (Phone No. 021-32271905, 32271906- Fax 021-32621233- [fdregistrar@yahoo.com](mailto:fdregistrar@yahoo.com)- [www.fdregistrar.com](http://www.fdregistrar.com)), as soon as possible but not later than 48 hours before the time of holding the meeting and default Proxy form will not be treated as valid.

- 2 No person shall act as proxy unless he/ she is a member of the company except a corporation being a member may appoint as its proxy any officer of such corporation whether a member of the company or not.
- 3 The proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- 4 Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- 5 The proxy shall produce his/ her original CNIC or original passport and bring Folio number at the time of the meeting.
- 6 In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature shall be submitted along with proxy form to the Company (if not provided earlier).