



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

T: +92 42 36041998-9
E: corporate.affairs@mcb.com.pk

PSX-100(5F)2024/25
April 24, 2024

General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Dear Sir,

Sub: Disclosure of Material Information – Approval of Scheme of Compromises, Arrangements and Reconstruction (Demerger of business and operations of 39 branches)

In accordance with Sections 96 and 131 of the Securities Act, 2015 and Clause 5.6.1 of the Rule Book issued by the Pakistan Stock Exchange Limited ("PSX"), MCB Bank Limited (the "Bank") hereby conveys the following information:

"The Board of Directors of MCB Bank Limited ("MCB") in its meeting held on April 24, 2024 has approved the Scheme of Compromises, Arrangements and Reconstruction (the "Scheme") under Section 279 to 283 & 285 of the Companies Act, 2017 whereby the existing business, assets, liabilities and operations of the 39 branches of MCB along with all rights and obligations pertaining thereto, as detailed in the Scheme, shall be demerged from MCB, conversion into Islamic banking branches and the same shall be merged with and into MCB Islamic Bank Limited ("MIB") on the Effective Date against payment of cash consideration. The Scheme shall inter alia be subject to the No Objection Certificates of the State Bank of Pakistan ("SBP"), approval of the shareholders of MCB & MIB, sanction by the Honorable Lahore High Court, Lahore (the "Court") and other consents as may be directed by the Court and conditions attached thereto."

A disclosure form as required under S.R.O. 143/(1)/2012 dated December 05, 2012 read with Sections 96 and 131 of the Securities Act, 2015 is also enclosed as **Annexure "A"** hereto.

You may please inform the Trading Right Entitlement ("TRE") Certificate Holders of the Exchange accordingly.

Yours sincerely,

Farid Ahmad
Company Secretary



Encl: **As Above**

Cc: Executive Director/HOD,
Offsite-II Department, Supervision Division,
Securities & Exchange Commission of Pakistan,
63, NIC Building, Jinnah Avenue, Blue Area,
Islamabad.

Registered Office: MCB House, 15 Main Gulberg, Jail Road, Lahore, Pakistan

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Annexure – A

**DISCLOSURE FORM
IN TERMS OF SECTIONS 96 AND 131 OF THE SECURITIES ACT, 2015**

Name & Address of Company:	MCB Bank Limited MCB Building, 15 - Main Gulberg, Jail Road, Lahore
Date of Report:	April 24, 2024
Contact Information	Mr. Farid Ahmad Company Secretary MCB Bank Limited MCB Building, 15-Main Gulberg, Jail Road, Lahore Tel Number: +92-42-36041621 Fax Number: +92-42-35776616 Email Address: farid.ahmad@mcb.com.pk

[*] Disclosure of price sensitive / inside information by MCB Bank Limited.

Public disclosure of price sensitive / inside information, which directly concerns the listed securities:

"The Board of Directors of MCB Bank Limited ("MCB") in its meeting held on April 24, 2024 has approved the Scheme of Compromises, Arrangements and Reconstruction (the "Scheme") under Section 279 to 283 & 285 of the Companies Act, 2017 whereby the existing business, assets, liabilities and operations of the 39 branches of MCB along with all rights and obligations pertaining thereto, as detailed in the Scheme, shall be demerged from MCB, conversion into Islamic banking branches and the same shall be merged with and into MCB Islamic Bank Limited ("MIB") on the Effective Date against payment of cash consideration. The Scheme shall inter alia be subject to the No Objection Certificates of the State Bank of Pakistan ("SBP"), approval of the shareholders of MCB & MIB, sanction by the Honorable Lahore High Court, Lahore (the "Court") and other consents as may be directed by the Court and conditions attached thereto."

The Company has duly caused this form/statement to be signed on its behalf by the undersigned hereunto duly authorized.



Farid Ahmad
Company Secretary

April 24, 2024