

AMB/PSX/CS/04/2026
February 09, 2026

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building,
Stock Exchange Road
Karachi – 74000

Subject: Disclosure of Material Information – Approval by State Bank of Pakistan for Commencement of Due Diligence by Mobilink Microfinance Bank Limited

Dear Sir/Madam,

We are pleased to enclose herewith the **Disclosure Form** along with the required details in terms of **Section 96 and 131 of the Securities Act, 2015**, read with **S.R.O. 143(I)/2012 dated December 05, 2012** (as amended/updated), for dissemination to the market.

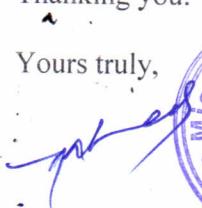
The material information pertains to the receipt of approval from the State Bank of Pakistan (SBP) permitting Mobilink Microfinance Bank Limited to conduct Due Diligence on APNA Microfinance Bank Limited with a view to possible merger/acquisition under Section 48 of the Banking Companies Ordinance, 1962.

A scanned copy of the SBP letter No. **BPRD/A&BLD/AMFB/2026/5472 dated February 06, 2026** is attached for your reference and record.

Please disseminate the enclosed information to the market forthwith.

Thanking you.

Yours truly,



Noshad Ahmed
Company Secretary



Enclosures:

1. Disclosure Form
2. Scanned copy of SBP approval letter dated February 06, 2026

Disclosure Form – Material Information

Disclosure of Material Information Pursuant to Section 96 and 131 of the Securities Act, 2015 Read with S.R.O. 143(I)/2012 dated December 05, 2012 (as amended)

Name of Company: APNA Microfinance Bank Limited **Date of Report:** February 09, 2026
Ticker Symbol: AMBL

Registered Office: K-4/3 & 4/4, Ch. Khaliq-uz-Zaman Road, Gizri, Karachi
Tel Number: 021-35865022 & 35221805
Email Address: noshad.ahmed@apnabank.com.pk

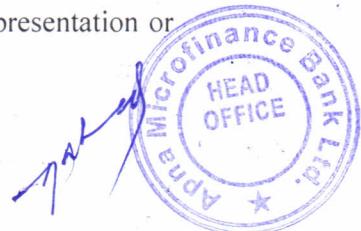
Subject: Approval by State Bank of Pakistan for Commencement of Due Diligence by Mobilink Microfinance Bank Limited with a view to possible merger.

Details of Material Information:

We wish to inform you that APNA Microfinance Bank Limited has received a copy of the letter from the State Bank of Pakistan (SBP) bearing No. **BPRD/A&BLD/AMFB/2026/5472 dated February 06, 2026**, addressed to the President & Chief Executive Officer of Mobilink Microfinance Bank Limited (MMBL), granting approval to MMBL to commence Due Diligence (DD) of APNA Microfinance Bank Limited.

The key points from the SBP letter are as follows:

- SBP has allowed MMBL to conduct Due Diligence of APNA, subject to compliance with applicable laws, rules, and regulations.
- In case of successful DD and negotiations, APNA shall be merged with and into MMBL under **Section 48 of the Banking Companies Ordinance, 1962**.
- The DD team shall sign confidentiality undertakings as per BPD Circular No. 8 of 2003 and BPD Circular Letter No. 40 of 2004, and a copy shall be submitted to SBP.
- The approval for DD is valid for a period of **two months** from the date of the letter (i.e., until approximately April 06, 2026).
- A copy of the DD report shall be submitted to SBP.
- It is clarified that this approval for DD **does not constitute final approval** for the acquisition/merger. Any final request for merger/acquisition will be considered separately on merit, including a satisfactory funding plan, and SBP may impose conditions as deemed appropriate.
- Depositors' funds of neither bank shall be used for the proposed transaction at any stage.
- SBP reserves the right to take appropriate action in case of any misrepresentation or contravention.



خواہوں سے خوشحالی تک

Impact on Financials / Operations: At this stage, the above development is at a preliminary stage (Due Diligence phase only) and does not have any immediate impact on the financial position or operations of the Company. Further updates will be disseminated to the Exchange as and when there are material developments in this regard.

We confirm that the above information is true, correct, complete, and not misleading in any respect.

Attachments:

- Scanned copy of SBP letter No. BPRD/A&BLD/AMFB/2026/5472 dated February 06, 2026.

For and on behalf of APNA Microfinance Bank Limited


Noshad Ahmed
Company Secretary



CC:

Director/HOD (Enforcement Department)
Securities and Exchange Commission of Pakistan
NIC Building, Jinnah Avenue
Islamabad



BPRD/A&BLD/AMFB/2026/5472

February 06, 2026

Mr. Haaris Mahmood Chaudhary
President & Chief Executive Officer
Mobilink Microfinance Bank Limited
Islamabad

Dear Sir,

Subject: Approval for Commencement of Due Diligence of APNA Microfinance Bank Limited by Mobilink Microfinance Bank Limited

This is with reference to your letter dated January 27, 2026 and subsequent correspondence on the subject.

2. In this regard, State Bank of Pakistan (SBP) is pleased to allow Mobilink Microfinance Bank Limited (MMBL) to conduct Due Diligence (DD) of APNA Microfinance Bank Limited (APNA), subject to compliance with applicable laws, rules, regulations. In case of successful DD and negotiations, APNA shall be merged with and into MMBL under section 48 of BCO 1962.

3. The DD team shall sign a confidentiality agreement in terms of BPD Circular No. 8 of 2003 & BPD circular letter No. 40 of 2004, undertaking that all information shall be kept confidential and not be divulged to any person/organization outside DD team. A copy of confidentiality agreement duly signed by the DD team members shall be submitted to SBP.

4. The approval to conduct DD will be valid for a period of two months from the date of this letter and a copy of the DD report shall be submitted to SBP. It is clarified that approval for DD should not be construed as Final Approval for the acquisition/merger. The request for final acquisition/merger will be considered separately in terms of applicable laws, rules, regulations, satisfactory funding plan and on merit. SBP at the time of Final Approval may also impose any condition as deemed appropriate. It may be noted that depositors' funds of neither of the banks shall be used for the proposed transaction at any stage.

5. SBP reserves the right to take appropriate action if any information/ document is subsequently found to have been misreported/ misrepresented to SBP or there is a contravention of applicable laws, rules, regulation or there is any adverse finding.

Regards,

Bushra Shafiq
Additional Director

Copy forwarded for information & necessary action to:
The President/CEO - APNA Microfinance Bank Limited

Banking Policy & Regulations Department