

NOTICE OF THE 17TH ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting of Telenor Microfinance Bank Limited (the "Bank") will be held on Wednesday, 30th March 2022 at 12:00 PM at 19-C, Khayaban-e-Nishat, Ittehad Commercial Area, Phase 6, DHA, Karachi to approve and transact the following business:

Ordinary Business

1. Approval of Minutes of the 16th Annual General Meeting.
2. To receive, consider and adopt the audited financial statements for the financial year ended 31st December 2021 and reports of the auditors and directors thereon.
3. To appoint auditors and fix their remuneration for the financial year ending 31st December 2022. The present auditors M/s. EY Ford Rhodes are retiring and being eligible, have offered themselves for reappointment.
4. To appoint the statutory legal advisor for the year ending 31st December 2022. The present legal advisors M/s. Haidermota & Co. are retiring and being eligible, have provided their consent to act as the legal advisor for the year 2022.

Special Business

5. To approve the related party transaction to be executed between the Telenor Microfinance Bank Limited (TMBL) and Telenor Pakistan (TP), in the form of the Master Agreement (BCA), by approving the attached resolution.

Other Business

6. To transact such other ordinary business as any be placed before the meeting with the permission of the chair.
7. To note the resolutions of the members by way of circulation, if any, passed prior to the date of the annual general meeting.

By Order of the Board


Amna Abbas
Company Secretary

Karachi:

Dated: 09th March 2022

NOTES: -

- (1) A member entitled to attend and vote at this meeting is entitled to appoint a proxy to attend instead of him/her and such proxy will have the right to attend, speak and vote in place of the member.

- (2) Instrument of proxy must be deposited at the registered office of the Bank not less than 48 hours before the time appointed for the meeting and in default thereof, instrument of proxy will not be treated as valid.
- (3) In case of corporate shareholder, the board of directors' resolution (or legal equivalent) shall be submitted to the Bank prior to the meeting.
- (4) Shareholders are requested to notify at the registered office of the Bank promptly of changes in their address.