



Al Baraka Bank (Pakistan) Limited
Election of Directors
Notice under Section 159(4) of the Companies Act 2017

All Members of Al Baraka Bank (Pakistan) Limited (ABPL) are hereby notified that following persons have filed with the Company a Notice of their intention to offer themselves for Election of Directors on the Board at the 12th Extra Ordinary General Meeting (EOGM) scheduled to be held at 11:00 AM on Thursday June 03, 2021 at the Registered office of the Company 162 Bangalore Town, Shahrah-e-Faisal Karachi.

Sr. #	Name of Candidates	Nominated By
Non-Executive Director		
1.	Dr. Jehad El-Nakla	Al Baraka, Bahrain
2.	Mr. Tareq Mahmood Kazim	Al Baraka, Bahrain
3.	Mr. Azhar Aziz Dogar	Al Baraka, Bahrain
4.	Mr. Abdul Malek Shehadeh Ibrahim Mezher	Al Baraka, Bahrain
5.	Mr. Ikbal Haji Karim Daredia	ICD, Jeddah
6.	Mr. Zahid Rahim	Mal Al Khaleej, UAE
Independent Directors		
7.	Mr. Mohamed Tareq Sadeq	Independent
8.	Mr. Azhar Hamid	Independent
9.	Ms. Aminah Zahid (Female)	Independent
10.	Dr. Ali Abdelaziz M. Soliman	Independent

Since the numbers of persons who have offered themselves for election are more than the number of Directors to be elected, the election will be held to elect only 9 (Nine) Directors according to the provisions of Section 159(5) of the Companies Act 2017 in the forthcoming EOGM. Detailed profiles of Candidates contesting election are attached herewith for information.

Irfan Hassan
Company Secretary

Karachi
Monday, May 24, 2021



BALLOT PAPER FOR ELECTION OF DIRECTORS

**12TH Extra Ordinary General Meeting of
Al Baraka Bank Pakistan Limited (ABPL) Shareholders
At 11:00 am on Thursday June 03, 2021 at the Registered Office of the
Company 162 Bangalore Town, Shahrah-e-Faisal Karachi.**

Name of Share Holder:	
Name of Proxy (if any)	
Numbers of Shares:	
No. of Votes: (Total Shares x number of directors to be elected i.e. 9)	
CNIC No. / Passport No.	
CDC Account No.	
Directors to be Elected	Nine (09)

Sr. #	Name of Candidates	Nominated By	Vote Casted
Non-Executive Director			
1.	Dr. Jehad El-Nakla	Al Baraka, Bahrain	
2.	Mr. Tareq Mahmood Kazim	Al Baraka, Bahrain	
3.	Mr. Azhar Aziz Dogar	Al Baraka, Bahrain	
4.	Mr. Abdul Malek Shehadeh Ibrahim Mezher	Al Baraka, Bahrain	
5.	Mr. Iqbal Haji Karim Daredia	ICD, Jeddah	
6.	Mr. Zahid Rahim	Mal Al Khaleej, UAE	
Independent Directors			
7.	Mr. Mohamed Tareq Sadeq	Independent	
8.	Mr. Azhar Hamid	Independent	
9.	Ms. Aminah Zahid (Female)	Independent	
10.	Dr. Ali Abdelaziz M. Soliman	Independent	

Place & Date _____

Signature of Shareholder/ Proxy Holder _____

Notes/Procedure for submission of Ballot Papers

- Shareholder(s) is entitled to vote.
- Shareholder(s) shall have such numbers of votes as in equal to the product of number of voting shares held by him/her and the number of directors to be elected.
- Duly filed ballot paper should be sent to Company Secretary at 162 Bangalore Town, Shahrah-e-Faisal Karachi. Email address Irfan.hassan@albaraka.com.pk;
- A Member may give all his/her votes to a single candidate or divided them between more than one of the candidates in such manner as he/she may choose, however, number of votes cast must be not exceed the number of votes available to the Member
- In-complete, un-signed, incorrect, defected over written Ballot Paper will be rejected
- An instrument of Ballot Paper and the power of attorney or other authority (if any) under which it is signed, or notarially certified copy of such power of attorney, must be valid and deposited with the Ballot Paper.
- Ballot paper has also placed at website of the Bank www.albaraka.com.pk



Profile of prospective Directors for Elections

Non-Executive Directors:

1. Dr. Jehad El-Nakla - (Director nominated by Al Baraka Islamic Bank)

Dr. Jehad El-Nakla is currently an Independent member of the Board of Directors in Al Baraka Banking Group (ABG) and a Senior Advisor at Acreditus, which is a boutique advisory services covering risk, governance, credit ratings and Sukuk. Prior to this, he served as the General Manager at Moody's Investors Services Middle East (Moody's Credit Rating Agency) in Dubai from November 2007 until March 2020, in which he was responsible for managing expansion plans, supervising and coordinating Moody's business and activities. He successfully positioned the Moody's as the rating agency of choice in the Middle Eastern region as evident in the number of public ratings. Dr. El-Nakla served in the board of three of Moody's subsidiaries in Egypt, Cyprus and the UAE.

He has over thirty years of experience in mixed commercial banking and credit rating agency at senior levels as well as possessing strong credit, risk management and financial analysis skills. Dr. El-Nakla has a PhD degree in Numerical Analysis from Loughborough University in the UK.

2. Mr. Tariq Mahmood Kazim - (Director nominated by Al Baraka Islamic Bank)

Mr. Tariq Kazim has over 36 years of experience in Banking & General Management, 26 of which have been in Senior Management Positions. He is currently serving as General Manager Business Group and in charge of Corporate, Commercial, SME, Retail, FI and Treasury units of Al Baraka Islamic Bank B.S.C. He has also served as Deputy General Manager - Support Services and Overseas Branches at Al Baraka Islamic Bank B.S.C. Amongst his main responsibilities included Pakistan operations, Bahrain Information Technology Operations, Human Resources-Bahrain, Administration, PR and Security & Safety Departments. He also headed Group Business Process Re-Engineering, Project Management Office at BIB and ABG. He has also served as a board member of Al Baraka Bank Syria. Prior to becoming an integral part of ABG, Mr. Tareq was General Manager of Arabian Network Information Services W.L.L.

3. Mr. Azhar Aziz Dogar - (Director nominated by Al Baraka Islamic Bank)

Mr. Azhar Aziz Dogar has over 28 years of international banking experience that includes ME&A/GCC and Asia regions with short assignments in U.K., Netherlands and U.S.A. His banking experience encompasses credit and risk management covering all business segments inclusive of corporate/investment banking, commercial/middle market and retail. Over the years, his work also involved corporate strategy and buy-side due diligence on financial sector acquisitions. He commenced his career with Citigroup in its investment banking division and later moved to ABN AMRO Bank taking on a variety of leadership roles including Deputy Regional Risk Manager for MENA and Head of Credit Portfolio Management. Within the credit and risk management area, he has held a number of senior positions including Chief Risk Officer for DIB Capital (wholly owned subsidiary/investment banking arm of Dubai Islamic Bank), Chief Risk Officer of SAMBA Capital in Saudi Arabia and Chief Risk Officer of National Bank of Abu Dhabi for its corporate and investment banking business. Prior to joining ABG group, his last role with National Bank of Abu Dhabi was as the Chief Credit Officer for

Wholesale & International Banking. He has also been a board member of Dubai Islamic Bank in Pakistan. Within banking, he has worked across 3 lines of defense - i.e., risk taking, risk oversight and risk assurance. His experience entails both working for conventional and Islamic banks. Mr. Azhar Aziz Dogar is graduate of University of Pennsylvania and Brown University, USA with a Bachelors and Masters in Economics. His Masters' thesis was in Islamic Finance.

4. Mr. Abdulmalek Mezher - (Director nominated by Al Baraka Islamic Bank)

BA in Accounting from University of Jordan, Professional Certificates in Compliance and AML/CTF fields, ICGC-International Corporate Governance Certificate and GRCP - Governance, Risk and Compliance Professional. Mr. Abdulmalek Mezher joined ABG in November 2019 and has over 16 years of experience in Compliance, AML/CTF, Operational Risk, Corporate Governance and Board Secretariat matters in Banking and Asset Management sectors. Prior to joining ABG, he worked for Alistithmar Capital, the subsidiary of the Saudi Investment Bank, as Head of Corporate Governance besides handling matters related to Board Affairs.

Mr. Abdulmalek Mezher holds a BA in Accounting from the University of Jordan. He has several Professional Certificates in the Compliance and AML/CTF fields. He also holds the ICGC-International Corporate Governance Certificate, and is a GRCP - Governance, Risk and Compliance Professional. He recently obtained the CSAA - Certified Shari'a Advisor & Auditor designation.

5. Mr. Ikbal Daredia - (Director nominated by the Islamic Corporation for the Development of the Private Sector, Jeddah)

Mr. Ikbal Daredia has over 35 years of experience in Islamic banking. Prior to joining ICD, he was Senior Executive Director (Capital Markets and Treasury) of Ibdar Bank BSC. He was also the Global Head of Investment Banking in Bank Alkhair. He has held the positions of Acting Group CEO of Bank Alkhair and CEO of its Malaysian subsidiary Alkhair International Islamic Bank. Prior to that he was the Deputy Chief Executive Officer of Noriba, UBS's former global Islamic platform for Shari'ah compliant products and services. Prior to Noriba, Mr. Daredia worked for four years with ABN Amro Bank in Bahrain as the Global Head of Islamic Financial Services. Mr. Daredia has originated and executed several Islamic ally structured cross-border transactions for sovereign entities and corporates in Turkey, the GCC countries, the Philippines, India, Pakistan and the United Kingdom.

Mr. Daredia is an Associate of the Chartered Institute of Bankers, England.

6. Mr. Zahid Rahim - (Director nominated by Mal Al Khaleej, UAE)

Mr. Zahid Rahim last served Arab National Bank as the General Manager / Head of Corporate Bank. He was additionally responsible for the Financial Institution Group, Islamic banking Division, Projects and structured Finance Division and strategic investments Group which primarily comprised an Insurance company, an operating lease financing company and a home financing company all in joint venture with strategic partners. He has previous long experience of working with a major international bank - Standard Chartered Bank - over a period of 35 years, spanning nine countries over UK, Europe, Middle East, Africa and South Asia. He has held several prominent roles at Standard Chartered Bank. Whilst serving at SCB,

as Chief Executive Officer for Levant, the geographic responsibility covered "Jordan, Lebanon, Israel, Palestine, Syria and Egypt". He has also served as the Regional Head of Corporate and Institutional Banking for South Asia, based in Dubai and Jordan. In previous roles, Mr. Rahim served as the Chief Executive Officer for Pakistan (1996-2000) with overall responsibility of Sri Lanka and as Executive Director for Corporate and Institutional Banking in East Africa. He is a graduate in Arts and an Associate Member and Fellow of the London Institute of Bankers. He also holds an Honorary Fellowship from the Institute of Bankers in Pakistan.

Independent Directors:

7. Mr. Tareq Sadeq

Mr. Tareq is the Managing Director of Keystone Consulting Inc. W.L.L., a boutique consulting firm based in the Kingdom of Bahrain, since 2013. He is engaged in providing specialist advisory services to niche family and corporate clients as well as to high net worth individuals. Currently he is the Independent director on the Boards of Ahli United Bank K.S.C.P. Kuwait, Ahli United Bank Egypt S.A.E., Cairo, Egypt, National Bank of Bahrain B.S.C, Bahrain, Bahrain International Golf Course Co. B.S.C (c) Bahrain, Al Zayani Investments B.S.C (c) Bahrain, First Motors W.L.L., A.M. Yateem Brothers W.L.L., Bahrain, Yateem Air Conditioning W.L.L., Bahrain. Previously he served as independent director of BMI Bank, Bahrain, Ibdar Bank B.S.C. (c), Bahrain, and Ahli United Bank Limited, Dubai. Mr Sadeq served EY Middle East and North Africa (MENA) for well over 34 years and held various leadership roles with the firm from partner of the Bahrain office to senior member of the MENA leadership team - as Account and Business Development Leader and retired in 2013 as the Head of Advisory practice of the Firm. At EY he was closely involved in developing the Firm's Assurance and Advisory practices in Bahrain and across the MENA region. During this period he spear-headed several significant initiatives for the Firm especially for the Government and Public Sector and Financial Services Sector by providing valuable insights to the various Ministries and the Central Bank of Bahrain (CBB). These include, but not be limited to, establishment of One Stop Shop for the investors, assisting the regulatory bodies, including Central Bank of Bahrain, in formulating and setting up diverse policy frameworks. He is a Chartered Accountant from the Institute of Chartered Accountants in England & Wales.

8. Mr. Azhar Hamid

Mr. Azhar Hamid is an international banker with a career spanning over 55 years with Grindlays Bank, ANZ Bank and latterly Standard Chartered Bank. He was appointed as the first Pakistani Country Head of ANZ Grindlays Bank in Pakistan in 1994. After acquisition of the Bank in 2000 by Standard Chartered Bank, he was asked to continue as the Country Head of the combined bank, retiring in 2003. After introduction of a Riba free financial system in Pakistan in 1985, he led the team that established the First Grindlays Modaraba which became the most successful and dominant Modaraba Company in the Country. Senior overseas assignments with ANZ Bank include UK, Bahrain, Jordan, and Australia. He has served on the board of Grindlays Bahrain Bank in Bahrain. Upon retirement in 2003, he served as Director Board of the State Bank of Pakistan the position that he relinquished when asked by the Government to establish a Banking Mohtasib (Ombudsman) function in the Country. He was thus the first Banking Mohtasib (Ombudsman) in Pakistan and completed his 3 years term in

May 2008. He has served as Director on the Board of the Bank of Punjab, the position which he was relinquished in September 2009 and served on the Board of Burj Bank for 3 years up to end 2015. He is currently serving as a Chairman of UBL Fund Managers since July 2017. He has also served on several Pakistan Government and State Bank of Pakistan committees on economic reforms and monetary policy.

9. Ms. Aminah Zahid Zaheer

Having worked with large global conglomerates for over 30 years, she has immense exposure and diverse working experience in the FMCG, Pharmaceutical as well as the NBFI arena.

She holds over 20 years of Boardroom experience and have been a member on the board of various Private Limited companies as well as listed companies. She has completed the Directors Training Program on Corporate Governance from PICG in 2007 followed by a refresher course in 2018 and am certified by PICCG on Corporate Governance Leadership Skills. She has also completed several specialized training courses from PICG as well as the CFA Institute Singapore. She has participated as a Panelist and an expert on various platforms including the recent Survey held on Corporate Governance Practices in Pakistan by the Pakistan Institute of Corporate Governance in December 2019. She is passionate about imparting knowledge and have conducted several training sessions on the Corporate Governance environment in Pakistan at the Lahore University of Management Sciences (LUMS).

At present, she sit on the Board of ORIX Leasing Pakistan Ltd, Feroze 1888 Mills Ltd and Fauji Foods Pakistan Ltd in the capacity of an independent director. I am a member of the Audit Committee, Business Review Committee and the Chairperson for the HR Committee as well as the Risk Committees.

Having worked in a cross section of industries both locally and globally, including Food & Beverage, Pharmaceuticals, Home Cleaning, Health and Personal Care, Banking and in a Non-Banking Financial Institution (NBFI) she has cross sector exposure. She has worked in several geographies within Asia Pacific3, including Dubai, China, Australia and most recently, in Singapore.

10. Dr Ali Soliman

Dr Ali Soliman has a B.Sc. (Honors) in Economics from Cairo University, and a Ph.D. in Economics from the University of Iowa, USA, 1975.

He was the founding CEO and General Manager of ICD, a \$ 500 million multinational development institution in Jeddah, 2001-2007, and taught economics on Full time Basis at a number of Universities in Egypt and the US. Currently, he is Chairman of the UN- Association of International Civil Servants, an Egyptian NGO (2014-). This NGO provides advice to the Government and Civil society on matters of UN related expertise.

Dr Soliman was a senior member of MID Bank in Egypt, 1981-88. Throughout his career he helped establish a number of financial and industrial companies. He sat on the Board of Directors and helped manage a score of Banks, Financial and industrial companies in Egypt, Sudan, and UAE.

He also served as Senior Undersecretary, Ministries of Economy and International Cooperation, Egypt, 1992- 2001; and, and as Economic Advisor to the governments of the Maldives (under a World Bank/UNDP project) and of Saudi Arabia.

Dr Soliman has published ten books and contributes widely on matters of economic development and international cooperation.