

In terms of requirement of Clause (g) of Section 2 of S.R.O. 1196(I)/ 2019 dated 03 October 2019, we are providing on website of the Bank the following information relating to Election of Directors:-

**i) NOTICE OF ELECTION OF DIRECTORS**


**Soneri Bank**

**ELECTION OF DIRECTORS**

**Notice under Section 159(4) of the Companies Act, 2017**

Pursuant to Section 159(4) of the Companies Act, 2017, Shareholders of Soneri Bank Limited are hereby notified that the following persons have filed with the Bank notices of their intention to offer themselves for election as directors:

1. Mr. Amin A. Feerasta	2. Mr. Nooruddin Feerasta
3. Mr. Ahmed A. Feerasta	4. Mr. Jamil Hassan Hamdani
5. Ms. Navin Salim Merchant	6. Dr. Sohail Razi Khan
7. Mr. Manzoor Ahmed – NIT nominee	

Since the number of persons who have offered themselves for election is not more than the number of directors to be elected, as fixed under Section 159(1) of the Companies Act, 2017, the above-named persons shall stand elected at the forthcoming Annual General Meeting scheduled for Thursday, 12th March 2026 at 09:00 a.m. However, their appointment will be subject to clearance from the State Bank of Pakistan.

Further, President & CEO of the Bank shall continue to be a deemed director in terms of Article 54 of the Articles of Association of the Bank read with Sub-section (3) of Section 188 of the Companies Act, 2017.

By Order of the Board  
**Muhammad Altaf Butt**  
 Company Secretary  
 Karachi  
 05 March 2026

10x2


**Soneri Bank**

**ڈائریکٹرز صاحبان کا انتخاب**

**اطلاع برائے کمپنیوں کے قانون مجریہ 2017 کی سیکشن 159(4)**

سونیری بینک لمیٹڈ کمپنیوں کے قانون مجریہ 2017 کی سیکشن 159(4) کے تحت اپنے حصص یا شیئنگان کو مطلع کرتا ہے کہ مندرجہ ذیل اشخاص نے ڈائریکٹرز کے انتخاب میں حصہ لینے کیلئے اظہار دلچسپی کیا ہے۔

1- جناب امین اے فیراستا	2- جناب نورالدین فیراستا
3- جناب احمد اے فیراستا	4- جناب جمیل حسن ہمدانی
5- محترمہ نواہین سلیم مرچنٹ	6- ڈاکٹر سہیل رازی خان
7- جناب منظور احمد (این آئی ٹی کے نمائندے)	

چونکہ انتخاب میں دلچسپی کا اظہار کرنے والے اشخاص کی تعداد کمپنیوں کے قانون مجریہ 2017 کی سیکشن 159(1) کے تحت تعیین کردہ تعداد سے زیادہ نہیں لہذا مندرجہ بالا تمام سات اشخاص کو آئندہ منعقد ہونے والے سالانہ اجلاس عام میں جو بروز جمعرات مورخہ 12 مارچ 2026 صبح 09:00 بجے منعقد ہوگا منتخب تصور کیا جائے گا۔ تاہم ان کی تقرری بینک دولت پاکستان کی منظوری سے مشروط ہوگی۔

بینک کے آرٹیکل 54 جس کو کمپنیوں کے قانون مجریہ 2017 کی سیکشن 188(3) کے ممبر پڑھا جائے، کے تحت صدر اور چیف ایگزیکٹو آفیسر اس حیثیت میں بینک کے ڈائریکٹرز بھی تصور کئے جائیں گے۔

منجانب بورڈ  
**محمد اظاف بٹ**  
 سیکریٹری  
 کراچی  
 05 مارچ 2026

10x2

**ii) NAMES AND PROFILES OF PERSONS CHOSEN FROM DATABANK FOR ELECTING AS INDEPENDENT DIRECTORS**

The process of election of Independent Directors has been carried out in terms of the requirements under Section 159 of the Companies Act, 2017. The proposed Independent Directors fully meet the criteria laid down under Section 166(1 & 2) of the Companies Act, 2017 as well as BPRD Circular No.15 dated 28 December 2016 issued by SBP. Further, the databank of Pakistan Institute of Corporate Governance - PICG has been utilized for selecting profiles of candidates to contest the election of Directors. The names and profiles of the proposed Independent Directors have been detailed below:-

- **Ms. Navin Salim Merchant**  
Proposed Director

Ms. Navin Salim Merchant is an Advocate at the Supreme Court of Pakistan and has been working as a Senior Partner at Merchant Law Associates with over twenty-seven years of experience in the practice of law.

She has also worked internationally as an ADR Expert with global organization such as International Finance Corporation (Member of the World Bank Group) and successfully undertook the task for establishing effective dispute resolutions systems in Washington, Middle East and North Africa (MENA).

She has received her Bachelors of Law and Bachelors of Art from S.M. Law College and University of Karachi, holds a diploma in mediation from York University, Toronto, and Accreditation of Mediation and Master Trainer from the Centre of Effective Dispute Resolution, UK. Currently, she holds Directorship in Otsuka Pakistan Limited as an Independent Director and is a Certified Director from IBA.

She keenly participates in promoting social activities of the community particularly the alternative dispute resolution (ADR) and serves as the head of the IBA Dispute Resolution Forum and the Chair of the ADR Commission of the International Chamber of Commerce (ICC), Pakistan. She has previous experience of working as an Honorary Secretary of the Board of Governors of the Aga Khan Medical and College Foundation, Member of the Aga Khan International Conciliation and Arbitration Board, Member of the Aga Khan Foundation, Legal Portfolio Member of the Aga Khan Council, Pakistan, Director of the Aga Khan Education Service, Pakistan and Director of the Aga Khan Planning and Building Services.

▪ **Dr. Sohail Razi Khan**  
Proposed Director

Dr. Khan is a seasoned corporate finance and business transformation professional with a distinguished record of enhancing operational efficiency, reducing costs, and driving sustainable bottom-line growth across startups, mid-sized enterprises, and multi-million-dollar organizations. He brings over two decades of diversified experience spanning the Oil & Gas, financial services, and service sectors across the U.K., UAE, Qatar, and Pakistan.

He has held senior advisory and leadership roles with multinational organizations, including Total Energies (Exploration & Production), where he led corporate strategy initiatives, financial model restructuring, and large-scale operational transformation programs. He successfully implemented Field Operational Improvement (FOI) programs across upstream and downstream operations, resulting in enhanced production efficiency, significant cost optimization, and improved profitability across affiliates in the U.K., Scotland, UAE, and Qatar. He also led complex corporate negotiations, securing investor funding in excess of USD 500 million for oil and gas asset development.

As a change management and strategy consultant, Dr. Khan has delivered projects directly and through leading consultancy firms, ensuring timely completion within approved budgets. His expertise includes competency framework development, annual training plan delivery, HR reform, budgeting, and business development aligned with organizational strategy.

In the technology domain, he has extensive experience in policy formulation and IT strategy execution, deploying Artificial Intelligence (AI), Big Data Analytics, Cyber Threat Intelligence, and Cloud Computing solutions to optimize operational performance and strengthen governance frameworks. While serving with I.P.S.G (U.K.), he managed IT transformation projects exceeding GBP 10 million, covering software development, business process reengineering, compliance with ISO and European standards, and multi-departmental coordination.

Dr. Khan has also advised and turned around startup ventures by implementing structured business development frameworks and internationally recognized management methodologies, including Lean Process, Change Management, PRINCE2, PMP, SDLC, ERP, BPM, and business transformation models, enabling rapid performance improvement and profitability restoration.

Academically, he holds a PhD (Portugal), an MBA, MSc, and MA from reputable institutions in England. He is a Certified Director from the Pakistan Institute of Corporate Governance (PICG), Pakistan.

iii). **INFORMATION WITH RESPECT TO ELECTION OF DIRECTORS**

Additionally, the following information has also been provided with respect to election of Directors:-

a) **DETAILS OF PROXIES SUBMITTED**

***Soneri Bank Limited***  
**Proxies received for the 34th Annual General Meeting**  
**to be held on 12 March 2026**  
**2nd Floor, 307-Upper Mall Scheme, Lahore & Via Video Link (Zoom)**

Sr. No:	Folio No:	Name	CNIC No./NTN	No. of Shares	Proxy Appointed	Remarks
02	03277-8265 03277-17421	Trustees Alauddin Feerasta Trust	17914627	393,434,512	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
04	03277-6633 03277-17424	Trustees Feerasta Senior Trust	14966387	160,595,102	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
06	03277-6635 03277-17422	Trustees Alnu Trust	14966379	80,413,926	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
07	014902000021	CDC - Trustee National Investment Trust (NIT)	7002757	78,233,343	Mr. Muhammad Umair/Mr. Asad Rehmani	Valid
08	012120000028	CDC - Trustee NIT-Equity Market Opportunity Fund	33837554	749,000	Mr. Muhammad Umair/Mr. Asad Rehmani	Valid
10	3525-87281 3525-49769	Mr. Amir Feerasta	3520228072187	62,140,630	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
11	3277124918	Mrs. Salima A. Feerasta	35202-2499088-2	5,000,000	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
11	003525124880	Mrs. Zaina Feerasta	35201-7333071-4	5,000,000	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
12	003525069727	Mrs. Malika Mansoor Ali Hasham	42301-5328425-0	3,441,416	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
13	003277086115	Mrs. Ashraf Pervez Daredia	91509-0117898-4	5,000,000	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
14	003277086118	Mrs. Amynah Maqsood Noorani	42000-9915865-6	5,000,000	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
15	003277065257	Mrs. Shah Bibi Sayani	42301-0855746-2	2,766,216	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
16	003525128674	Mrs. Sumaiya Feerasta	91506-0177972-8	963,000	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
17	003525092911	Mr. Uzair Feerasta	35201-9472259-9	9,215,379	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
18	03525-99225	Mrs. Farah Feerasta	42301-6878773-6	42,000	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
19	03525-116194	Mr. Zeeshan Feerasta		30,761,422	Mr. Ahmed Feerasta / Mr. Amin Feerasta	Valid
		<b>Total Valid Proxy received</b>		<b>842,755,946</b>		
		<b>Capital</b>		<b>1,102,463,481</b>		
		<b>%age</b>		<b>76.44</b>		
		<b>Total invalid Proxy received</b>		<b>Nil</b>		

## b) NAMES AND PROFILES OF CANDIDATES CONTESTING THE ELECTIONS

The names and detailed profiles of all the candidates contesting the elections of Directors have been specified below:-

- **Mr. Amin A. Feerasta**  
Proposed Director

Mr. Amin A. Feerasta assumed the role of the Chairman of the Bank with effect from 06 June 2024. Prior to his appointment as the Chairman, he remained associated with the Bank for over twenty-seven years, during which he acquired extensive and diversified experience across Commercial Banking, Corporate Banking, Investment Banking, Special Assets, Project Finance, Information Technology, and Administration.

Throughout his distinguished career with the Bank, Mr. Amin held several senior management positions, with a strong focus on Credit, Risk, and Remedial Management. He reached the pinnacle of his executive career by serving as Chief Risk Officer, Chief Operating Officer, and Deputy Chief Executive Officer. During the period 2017 to 2020, he was elected as Executive Director on the Board of the Bank, further contributing to strategic oversight and governance.

Mr. Amin holds a Bachelor of Science in Finance from Santa Clara University, USA, completed in 1999. He has also participated in numerous local and international training programs and professional workshops. He is a Certified Director from the Pakistan Institute of Corporate Governance (PICG). In addition, he attended the Oxford Advanced Management & Leadership Programme organized by the University of Oxford in 2013, as well as a Workshop on Corporate Governance and Director Duties Excellence held in Malaysia in 2019.

Beyond his professional banking career, Mr. Amin actively contributes to the social sector. He currently serves as the Chairman of The Aga Khan Foundation, Pakistan, and is a Member of the Governing Body of The Aga Khan Hospital & Medical College Foundation, reflecting his commitment to social development, healthcare, and education.

Office Address:  
Soneri Bank Limited  
Central Office, 10<sup>th</sup> Floor PNSC, Building,  
M.T. Khan Road, Karachi

- **Mr. Nooruddin Feerasta**  
Proposed Director

Mr. Nooruddin Feerasta is the sponsor director of the Bank. He is also managing his business interests in Rupali Polyester Limited, Rupafil Limited, Ruapli Nylon (Pvt.) Limited and Rupafil PowerGen (Pvt.) Limited, where he is the Chairman and Chief Executive Officer.

He joined the Group business after completing his education in MBA from USA in 1986. He has also participated in various International and local seminars on industrial developments, marketing strategies, laws and taxation.

He is a reputable industrialist of Pakistan having business interests ranging from Polyester Staple and Polyester Yarn manufacturing, marketing to Trade and Banking. He has diversified experience of more than 33 years in managing industry's operational activities such as marketing, finance, manufacturing, plant operations and legal and corporate management.

He is the Chairman of Board's Credit Committee and Member of the Audit Committee.

Office Address:  
Rupali Polyester Limited  
Rupali House, 241-242 Upper Mall Scheme,  
Anand Road, Lahore.

▪ **Mr. Ahmed A. Feerasta**  
Proposed Director

A young, energetic entrepreneur with a lot of ambition and sound business acumen, Mr. Ahmed Feerasta is the driving force behind Rupali Foods business set-up. After completion of his graduation in Bachelor of Arts from the University of Texas at Austin, USA, he joined Rupali Polyester Limited in 2006 where he looked after corporate procurement and planning.

Before being the Chief Executive Officer of Rupali Foods, Mr. Ahmed was engaged in the business of manufacturing and sale of Polyester Yarn with annual turnover of about Rs. 5 billion. Apart from his rich experience in corporate operations including procurement, finance, imports and marketing, he also has extensive exposure in dealing with commercial banks/DFIs.

Under his dynamic leadership, Rupali Foods sets its eye on becoming one of the leading food brands in the country.

Office Address:  
Rupali Foods (Pvt.) Limited  
307 Upper Mall, Lahore.

▪ **Mr. Jamil Hassan Hamdani**  
Proposed Director

Mr. Hamdani is an Independent Director of the Bank. He has vast banking experience that dates back to 1973 and had worked with various foreign banks. In 2016, he retired as Managing Director of Credit Agricole Indosuez (Suisse) SA where he was responsible to oversee functions pertaining to Pakistan, Bangladesh, Sri Lanka & Nepal. Presently, he is Chairman/CEO Pakistan France Business Alliance.

He did his O & A levels (Cambridge) from Aitcheson College, Lahore and received his bachelor degree in Economics from Government College University, Lahore.

He is currently member of the Board's Audit, IT and Human Resource & Remuneration Committees. He is also the Chairman of the Committee of Independent Directors of the Board.

Correspondence Address:  
26-B-4, East Street, Phase-I, D.H.A.,  
Karachi

▪ **Mr. Manzoor Ahmed**  
Proposed Director

Mr. Manzoor Ahmed represents the interest of National Investment Trust ("NIT") as its nominee on the Board of the Bank.

He has an experience of over 32 years of the Mutual Funds industry and has played key roles within NIT that includes capital market operations, investments, research and liaising with the regulatory authorities. Presently, he is the Chief Operating Officer of NIT.

Mr. Ahmed is M.B.A. and also holds D.A.I.B.P. He has attended various training courses organised by local and international institutions. He is also a Certified Director from Pakistan Institute of Corporate Governance.

At Soneri, he is chairing the Board's Human Resource & Remuneration and Risk Management Committees. He is also member of the Board's Credit and IT Committees. Mr. Ahmed also represents NIT as Nominee Director on the Board of Directors of many leading national and multinational companies of Pakistan.

Office Address:  
National Investment Trust Limited (NIT)  
Head Office, 6<sup>th</sup> Floor, NBP Building,  
I.I. Chundrigar Road, Karachi.

▪ **Ms. Navin Salim Merchant**  
Proposed Director

Ms. Navin Salim Merchant is an Advocate at the Supreme Court of Pakistan and has been working as a Senior Partner at Merchant Law Associates with over twenty seven years of experience in the practice of law.

She has also worked internationally as an ADR Expert with global organisation such as International Finance Corporation (Member of the World Bank Group) and successfully undertook the task for establishing effective dispute resolutions systems in Washington, Middle East and North Africa (MENA).

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Office Address:  
Merchant Law Associates  
Address: D-86 - 1 / A Block 7, Clifton,  
Karachi.

▪ **Dr. Sohail Razi Khan**  
Proposed Director

Dr. Khan is a seasoned corporate finance and business transformation professional with a distinguished record of enhancing operational efficiency, reducing costs, and driving sustainable bottom-line growth across startups, mid-sized enterprises, and multi-million-dollar organizations. He brings over two decades of diversified experience spanning the Oil & Gas, financial services, and service sectors across the U.K., UAE, Qatar, and Pakistan.

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Dr. Khan has also advised and turned around startup ventures by implementing structured business development frameworks and internationally recognized management methodologies, including Lean Process, Change Management, PRINCE2, PMP, SDLC, ERP, BPM, and business transformation models, enabling rapid performance improvement and profitability restoration.

Academically, he holds a PhD (Portugal), an MBA, MSc, and MA from reputable institutions in England. He is a Certified Director from the Pakistan Institute of Corporate Governance (PICG), Pakistan.

Correspondence Address:  
House No.23, Lane-1, Bahria Hill View,  
Phase-7, Rawalpindi.

**c) PROXY FORM AND LIST OF SHAREHOLDERS**

Following information has been placed 21 days prior to the date of election of in compliance with the requirements of S.R.O. 1196(I)/ 2019 dated 03 October 2019:-

- i) Proxy form has been placed on website of the Bank which may be accessed while surfing through the following link:-

[https://sonericms.cloudasset.com/wp-content/uploads/2023/08/Proxy\\_Form\\_2023\\_English.pdf](https://sonericms.cloudasset.com/wp-content/uploads/2023/08/Proxy_Form_2023_English.pdf)

Any candidate who wishes to inspect details of the list of shareholders of the Bank, he/she may contact us at [cs@soneribank.com](mailto:cs@soneribank.com) to obtain the password of the file which has been placed in the link given below in compliance of the circular as referred above:-

[https://sonericms.cloudasset.com/wp-content/uploads/2023/08/List\\_of\\_Shareholder\\_31\\_12\\_2022-1.pdf](https://sonericms.cloudasset.com/wp-content/uploads/2023/08/List_of_Shareholder_31_12_2022-1.pdf)