

HALL Licence # 84  
 Amina Mariyam Manzil Kara Bnal Karimjee Road,  
 Flat # 18-B, Block G-48, Nawabad, Karachi. 22 NOV 2013  
 SR. NO. 12204 DATE  
 ISSUED TO WITH ADDRESS MR. **MUHAMMAD NAEEM**  
 THROUGH WITH ADDRESS MR. **Advocate, PIC 326**  
 PURPOSE  
 VALUE 500  
 STAMP VENDOR SIGNATURE

Reg. No. 70  
 Sub-Registrar-II  
 Saddar Town Karachi

**SECOND SUPPLEMENTAL TRUST DEED OF**  
**ALHAMRA ISLAMIC INCOME FUND**  
**(FORMERLY: MCB ISLAMIC INCOME FUND)**

This Second Supplemental Trust Deed of Alhamra Islamic Income Fund (Formerly: MCB Islamic Income Fund) is made and entered into at Karachi, on this 28<sup>th</sup> day of February, 2017.

BY AND BETWEEN

- I. MCB-Arif Habib Savings and Investments Limited, a listed public limited company incorporated under the Companies Ordinance, 1984 (the "Ordinance"), having its registered office at 24th Floor, Centrepoint, Off Shaheed-e-Millat Expressway, near KPT Interchange, Karachi (hereinafter called the "Management Company" which expression where the context so permits shall include its successors in interest and assigns) of the one part;

And

- II. Central Depository Company of Pakistan Limited, a public limited company incorporated in Pakistan under the Ordinance, having its registered office at CDC House, 99-B, Block B, SMCHS, Main Shakra-e-Faisal, Karachi (hereinafter called the "Trustee" which expression where the context so permits shall include its successors in interest and assigns) of the other part.

WITNESSETH:

- A. The Management Company is a Non-Banking Finance Company licensed by the Commission under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003, (hereinafter referred to as the "Rules", which expression shall include any amendments thereto) to, inter-alia, carry out asset management services, including investment schemes under trust deeds, and to establish and operate Shariah Compliant unit trusts; (License to undertake asset management services attached hereto as Annexure "A").



- B. The Management Company has been authorized by the Securities and Exchange Commission of Pakistan (the "SECP"/ the "Commission") vide its letter bearing reference No. NBFC/MF-RS/MCBIIIF/2011/48 dated January 25, 2011 attached herewith as Annexure "B" to constitute the Trust under the name and title of "MCB Islamic Income Fund" (hereinafter referred to as "the Scheme", or "the Trust" or "the Unit Trust" or "the Fund" or "MCB IIF") and to register this Trust Deed, pending registration of the Scheme as a Notified Entity under Section 282CA of the Companies Ordinance, 1984 ("the Ordinance") for the establishment and operation of the Scheme in accordance with the provisions of the Non-Banking Finance Companies and Notified Entities Regulations, 2008 (hereinafter referred to as "the Regulations") and this Trust Deed;
- C. MCB Asset Management Company Limited and the Trustee executed a Trust Deed dated March 07, 2011 to constitute MCB Islamic Income Fund ("Unit Trust" or the "Fund" or the "Scheme" or the "MCB IIF"), which Trust Deed was registered with the Sub-Registrar II, Saddar, Karachi, under Registered No.60 of Book No. IV Addl. dated March 07, 2011 and M.F. Roll No. U-19113/6970 dated March 15, 2011 of the Photo Registrar Karachi, (the "Trust Deed");
- D. The Management Company and the Trustee have mutually decided to modify and restate the Trust Deed of the Scheme in line with "Standardized Trust Deed for Mutual Funds" template in accordance with Clause 22.1 of the Trust Deed, vide a First Supplemental Trust Deed of MCB Islamic Income Fund dated May 18, 2015 which was registered with the Sub- Registrar-II, Saddar Town, Karachi, under Registered No. 226 of Book No. IV dated 18-05-2015 and Digital Scanning No. SDII-1815 dated 22-05-2015.
- E. MCB Asset Management Company Limited has been amalgamated with and into the Management Company with effect from June 27, 2011. After this date, the Management Company is acting as the Asset Management Company of MCB IIF;
- F. In accordance with sub-clause 20.2 of the Modified and Restated First Supplemental Trust Deed, the Management Company and the Trustee have agreed to further amend certain Clauses of Modified and Restated Trust Deed of MCB IIF through this Second Supplemental Trust Deed; and
- G. The SECP has approved this Second Supplemental Trust Deed, vide its letter No. SCD/AMCW/MCBAHSIL/MCBIIIF/396/2017 dated January 23, 2017 annexed hereto as Annexure "B".

1. **Amendment of Clause 1 of the Trust Deed:**

Clause 1 be and is hereby replaced by the following text:

1. **Name of the Scheme**

Alhamra Islamic Income Fund (Formerly: MCB Islamic Income Fund)

Note: The name of the Fund has been changed from MCB Islamic Income Fund to Alhamra Islamic Income Fund. MCB Islamic Income Fund (the Previous Fund name) appearing anywhere in the Modified and Restated First Supplemental Trust Deed shall be read as Alhamra Islamic Income Fund. The abbreviation of MCB IIF shall also be changed to ALHIF.

2. **Amendment of Clause 2 of the Trust Deed:**

Clause 2 be and is hereby replaced by the following text:

1. **Category, Type and Benchmark of the Scheme**

Type: ALHIF is an Open-ended Scheme.

Category: ALHIF is Shariah Compliant (Islamic) Income Scheme.







Benchmark: Six (6) months average deposits rates of ~~three~~ (3) A-rated Scheduled Islamic Banks or Islamic windows of Conventional Banks as selected by MUFAP.

3. Amendment of Sub clause 25.50 of the Trust Deed:

Sub clause 25.50 be and is hereby replaced by the following text:

25.50 "Trust" or "Unit Trust" or "Fund" or "Alhamra Islamic Income Fund" or "ALHIIF" or "Scheme" means the Unit Trust constituted by Trust Deed as amended and replaced by Modified and Restated First Supplemental Trust Deed and this Second Supplemental Trust Deed for continuous offers for sale of Units of the Trust,

IN WITNESS WHEREOF THIS SECOND SUPPLEMENTAL TRUST DEED has been executed at the date mentioned herein above.

The Common Seal of MCB-Arif Habib Savings and Investments Limited was herewith affixed in the presence of

Seal: \_\_\_\_\_

*M. Saad Jaleel*  
Name: Muhammad Saqib Saleem  
Designation: Chief Executive Officer  
CNIC: 42201-0415367-1



The Common Seal of Central Depository Company of Pakistan Limited was herewith affixed on 28<sup>th</sup> of February, 2017 in the presence of:

(1) Signature: *Abdul Samad*  
Name: *Abdul Samad*  
CNIC: *42101-1818807-7*  
Designation: *Acem. OF (ROSTER-1)*

(2) Signature: *Atiqur Rehman*  
Name: *Atiqur Rehman*  
CNIC: *42501-9253203-1*  
Designation: *Head of trustee Unit I.*

Seal: \_\_\_\_\_



WITNESSES:

(1) Signature: *Muhammad Asim*  
Name: *Muhammad Asim*  
CNIC No: *42301-5557589-3*

(2) Signature: *Muhammad Asif Mahdi Rizvi*  
Name: *Muhammad Asif Mahdi Rizvi*  
CNIC No: *42101-1589961-3*



1269  
Presented in the office of  
Sub-Registrar Office-II  
Saddar Town on Date: 28 FEB 2017.  
Between No. \_\_\_\_\_ To \_\_\_\_\_

Sub-Registrar-II  
Saddar Town, Karachi

Received Registration Fee as to  
Registration Fee: \_\_\_\_\_  
Micro Filing Fee: 200  
Endorsement Fee: \_\_\_\_\_  
Search Fee: 100  
Penalties u/s 25/34: \_\_\_\_\_  
Postage Charges: 100  
1300

Sub-Registrar-II  
Saddar Town, Karachi

M. Javed  
P/N No. 11125 Mohammed Sajid Saleem  
S/N No. 1110 Mohammed Saleem  
Executing Party Occupation C.E.O  
Muslim Adults, Age Adult Years -  
R/o Carachi  
Karachi admits execution of this deed.  
CNIC No. 42207-0415367-1

P/N No. 11125 Abdul Samad  
S/N No. 1110 Abdul Rasheed  
Executing Party Occupation Head of Trustee II  
Muslim Adults, Age Adult Years -  
R/o Carachi  
Karachi admits execution of this deed.  
CNIC No. 42107-1818807-7

P/N No. 11125 Abdul Rehman  
S/N No. 1110 Abul Kalam Azad  
Executing Party Occupation Head of Trustee II  
Muslim Adults, Age Adult Years -  
R/o Carachi  
Karachi admits execution of this deed.  
CNIC No. 42507-9253203-1

*M. Jagan*



*M. Jagan*



*M. Jagan*



IMRAN ALI  
ADVOCATE  
HIGH COURT  
15226/HC

*Imran Ali*

States that he personally knows the above executant and identifies.

Date: 28 FEB 2017



Digital Scanning Unit  
Karachi, Sindh



RD: 70/SRO: 16/  
DocType: 34

*M. Jagan*

Sub-Registrar-II  
Saddar Town, Karachi

Registration fee Received through Pay Order  
Vide P.O. No 103160024 Dated 28.2.2017  
Issued By M. Jagan

*Note: Adj. For pay order*

Sub-Registrar II  
Saddar Town  
Karachi.

SUB-REGISTRAR-II  
SADDAR TOWN  
KARACHI

*Note: Clearance of pay order deed order for registration*

SUB-REGISTRAR-II  
SADDAR TOWN  
KARACHI

70

Registered No 70

Date: 02-03-2017

*M. Jagan*

Sub-Registrar-II  
Saddar Town, Karachi



Reg. No. 70  
Sub-Registrar-II  
Saddar Town Karachi

February 28, 2017

**Extract of Circular resolution passed by the Board of Directors of MCB-Arif Habib Savings and Investments Limited on February 27, 2017.**

*We certify that following resolution was passed by the Board of Directors of MCB-Arif Habib Savings and Investments Limited on February 27, 2017 and has been duly recorded by the Company.*

**RESOLVED that:**

*"the Draft Second Supplemental Trust Deed for the change of name of ~~MCB Islamic Income Fund~~ to **Alhamra Islamic Income Fund**, as approved by the Securities and Exchange Commission of Pakistan be and is hereby approved"*

**RESOLVED FURTHER that:**

*"Mr. Muhammad Saqib Saleem, Chief Executive Officer of the Company be and is hereby authorized to execute the Draft Second Supplemental Trust Deed of ~~MCB Islamic Income Fund~~ to be renamed as **Alhamra Islamic Income Fund**, with Central Depository Company of Pakistan Limited (CDC), as the Trustee of the Fund, and get the Trust Deed registered under the Trusts Act, 1882 with the Sub-Registrar Assurances at Karachi within the jurisdiction of the registered office of CDC, to appear before the Sub Registrar of Assurances or other officials to execute and admit the execution of the Trust Deeds and to fulfill and comply with all legal, corporate and procedural formalities in connection therewith."*



True Copy

**Abdul Basit**

CFO & Company Secretary

12/2/17

Verisys  
VERIFICATION SYSTEM

Verification Date: March 17, 2017  
Identity Card Number:  
42101-1589961-3



70  
Reg. No. \_\_\_\_\_  
Sub-Registrar-II  
Saddar Town Karachi



محمد شفیع رضوی  
July 26, 1978  
کوئٹہ

PAKISTAN National Identity Card  
ISLAMIC REPUBLIC OF PAKISTAN

Name  
Muhammad Saqib Saleem

Father Name  
Muhammad Saleem

Gender: M Country of Stay: Pakistan

Identity Number: 42201-0415367-1 Date of Birth: 25.03.1977  
Date of Issue: 12.07.2014 Date of Expiry: 12.07.2021



Holder's Signature

*For MCB AH only*

PAKISTAN National Identity Card  
ISLAMIC REPUBLIC OF PAKISTAN

Name  
Muhammad Asim

Father Name  
Muhammad Ashqeen

Gender: M Country of Stay: Pakistan

Identity Number: 42308-5557589-3 Date of Birth: 10.08.1979  
Date of Issue: 25.03.2015 Date of Expiry: 25.03.2022



Holder's Signature

*33803  
For MCB AH only*

حکومت پاکستان

نومی شناختی کارڈ

42101-1509964-3

نام: محمد سعید

پیدائشی تاریخ: 26/07/1978

جنس: مرد

والد کا نام: محمد سعید

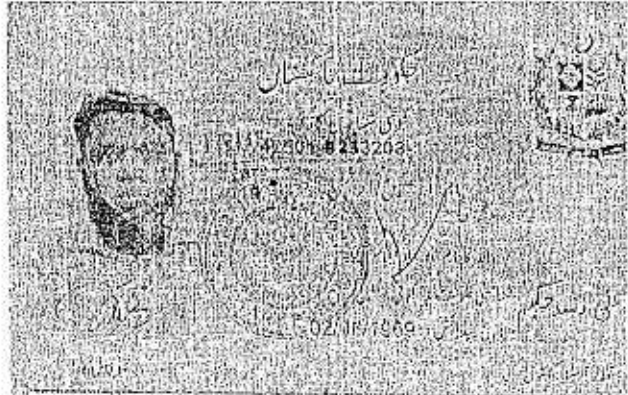
شناختی کارڈ کی تاریخ: 26/07/1978

تاریخ: 26/07/1978



Reg. No. \_\_\_\_\_  
Sub-Registrar-II  
Saddar Town Karachi

70



PAKISTAN National Identity Card  
ISLAMIC REPUBLIC OF PAKISTAN

Name: Abdul Samad

Father Name: Abdul Rasheed

Gender: M Country of Stay: Pakistan

Identity Number: 42101-1015807-7 Date of Birth: 05.03.1969  
Date of Issue: 19.03.2014 Date of Expiry: 19.03.2021

Holder's Signature





42301-5557589-3  
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*for MCB use only*

آئندہ کارڈ ملنے پر قریبی بینکنگ میں ڈال دیں

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*for MCB use only*

آئندہ کارڈ ملنے پر قریبی بینکنگ میں ڈال دیں

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**TRUE COPY**

**SYED NASIR HUSSAIN**  
 Advocate & Notary Public  
 3170/41, Karachi, Pakistan, 08/2009

*for MCB use only*

آئندہ کارڈ ملنے پر قریبی بینکنگ میں ڈال دیں

IK7L47  
 42101-1509961-3  
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**TRUE COPY**

**SYED NASIR HUSSAIN**  
 Advocate & Notary Public  
 3170/41, Karachi, Pakistan, 08/2009

*for MCB use only*

آئندہ کارڈ ملنے پر قریبی بینکنگ میں ڈال دیں

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**TRUE COPY**

**SYED NASIR HUSSAIN**  
 Advocate & Notary Public  
 Karachi, Pakistan

*for MCB use only*

آئندہ کارڈ ملنے پر قریبی بینکنگ میں ڈال دیں



Securities and Exchange Commission of Pakistan  
Specialized Companies Division  
Policy, Regulation and Development Department

Licence No. AN/2016-1 MCBAIN/04/1/2016 Karachi, August 1, 2016

LICENCE TO CARRY OUT  
INVESTMENT ADVISORY SERVICES  
AS NON-BANKING FINANCE COMPANY

The Securities and Exchange Commission of Pakistan, having considered the application for the renewal of licence to carry out **Investment Advisory Services** submitted by **MCB Arif Habib Savings and Investments Limited** under rule 5 of the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2005 as amended through SRO 1381/1/2007 (S.O. 275-02/2011), SRO 500/2012 and SRO 1002/1/2015, (the "Rules"), and being satisfied that it would be in the public interest so to do, in exercise of powers conferred by sub-rule 9f of rule 5 of the Rules, hereby renews the licence of **MCB Arif Habib Savings and Investments Limited** to carry out **Investment Advisory Services** subject to the conditions stated herein below or as may be prescribed or imposed hereafter:

- (i) **MCB Arif Habib Savings and Investments Limited** shall comply with the Companies Ordinance, 1984, the Rules, the Non-Banking Finance Companies and Modified Entities Regulations, 2008 (as amended or replaced) and any directions, circulars, codes, notifications and mandates issued by the Commission.
- (ii) **MCB Arif Habib Savings and Investments Limited** shall submit annual half yearly quarterly or such other reports as specified in the applicable laws and
- (iii) This licence is valid for a period of one year, i.e., August 20, 2016 and shall be renewable every three years.



(Zafar Abdullah)  
Commissioner (SCD)

70

Reg. No.  
Sub-Registrar-II  
Saddar Town Karachi



Securities and Exchange Commission of Pakistan  
Specialized Companies Division  
Policy, Regulation and Development Department

Licence No. AMCW/17/MLBAHSIL/AMS/07/2016

Dated: September 30, 2016

**LICENCE TO CARRY OUT  
ASSET MANAGEMENT SERVICES  
AS NON-BANKING FINANCE COMPANY**

The Securities and Exchange Commission of Pakistan, having considered the application for the renewal of licence to carry out **Asset Management Services** submitted by **MCB Arif Habib Savings and Investments Limited** under rule 4 of the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2001 as amended through S.R.O. 1111-I/2007, S.R.O. 2710/2010, S.R.O. 5701/2012 and S.R.O. 10023/2015 (the "Rules"), and being satisfied that it would be in the public interest so to do, in exercise of powers conferred by sub-rule 19 of rule 5 of the Rules, hereby renews the licence of **MCB Arif Habib Savings and Investments Limited** to carry out **Asset Management Services** subject to the conditions stated herein below or as may be prescribed or imposed hereafter:

- (i) **MCB Arif Habib Savings and Investments Limited** shall comply with the Companies Ordinance, 1994, the Rules, the Non-banking Finance Companies and Notified Entities Regulations, 2008 (as amended or regulated) and any directives, circulars, codes, notifications and guidelines issued by the Commission;
- (ii) **MCB Arif Habib Savings and Investments Limited** shall submit annual, half yearly quarterly or such other reports as specified in the applicable laws; and
- (iii) This licence is valid for a period of three years w.e.f. **August 20, 2016** and shall be renewable every three years as specified in the Rules.



*Zafar Abdullah*  
(Zafar Abdullah)  
Commissioner (SCD)