

Risk Disclaimer: All Investments in mutual Fund are subject to market risks. The NAV of Units may go down or up based on the market conditions. The investors are advised in their own interest to carefully read the contents of the Consolidated and Restated Offering Document, in particular the Investment Policies mentioned in clause 02, Risk Factors mentioned in clause 2.4, Taxation Policies mentioned in Clause 07 and Warnings in Clause 09 before making any investment decision.

CONSOLIDATED OFFERING DOCUMENT

ALFALAH ASSET ALLOCATION FUND (AAAF)

(Formerly Faysal Asset Allocation Fund)

OPEN-ENDED ASSET ALLOCATION SCHEME

Category of Fund	Risk Profile	Risk of Principal Erosion
Asset Allocation Scheme	High	Principal at High

MANAGED BY

Alfalah Asset Management Limited

Updated up to July 03, 2025

CLAUSE	TABLE OF CONTENTS	PAGE NO.
1.	CONSTITUTION OF THE SCHEME	7
1.1	Constitution	7
1.2	Trust Deed (the “Deed”)	7
1.3	Modification of Trust Deed	7
1.4	Duration	8
1.5	Trust property	8
1.6	Transaction in Units after Initial Offering Period	8
1.7	Offering Document	8
1.8	Modification of Offering Document	8
1.9	Responsibility of the Management Company for information given in this Replacement Offering Document	9
2.	INVESTMENT OBJECTIVES, INVESTMENT POLICY, RESTRICTIONS, RISK DISCLOSURE AND DISCLAIMER	9
2.1	Investment Objective	9
2.2	Changes in Investment Policy	12
2.3	Investment Restrictions	12
2.4	Risk Disclosure	16
2.5	Disclaimer	17
3.	OPERATORS AND PRINCIPALS	18
3.1	Management Company	18
3.2	Board of Directors of the Management Company	19
3.3	Existing Schemes under Management and their performance	28
3.4	Role and Responsibilities of the Management Company	28
3.5	Maintenance of Unit Holders Register	58
3.6	Role of the Trustee	58
3.7	Transfer Agent	60
3.8	Custodian	60
3.9	Distributors/Facilitators	61
3.10	Auditors	61
3.11	Legal Advisors	62
3.12	Bankers	62
3.13	Rating of the Scheme	63
3.14	Minimum Fund Size	63
3.15	Service Provider	63
4.	CHARACTERISTICS OF UNITS	63
4.1	Units	63
4.2	Classes of Units	64
4.3	Administrative Plan	64
4.4	Purchase and Redemption of Units	64
4.5	Procedure for Purchase of Units	64
4.6	Procedure for Redemption of Units	70
4.7	Purchase (Public Offer) and Redemption (Repurchase) of Units outside Pakistan	71
4.8	Determination of Redemption (Repurchase) Price	72
4.9	Procedure for Requesting Change in Unit Holder Particulars	72
4.10	Procedure for Pledge / Lien / Charge of Units	75
4.11	Temporary Change in Method of Dealing, Suspension of Dealing and Queue System	76
5.	DISTRIBUTION POLICY	77

5.1	Declaration of Dividend	77
5.2	Determination of Distributable Income	77
5.3	Payment of Dividend	78
5.4	Dispatch of Dividend Warrants/Advice	78
5.5	Reinvestment of Dividend	78
5.6	Bonus Units	78
5.7	Encashment of Bonus Units	78
5.8	Closure of Register	79
6.	FEE AND CHARGES	79
6.1	Fees and Charges Payable by an Investor	79
6.2	Fees and Charges Payable by the Fund	80
6.3	Formation Costs	81
6.4	Other costs and expenses	81
7.	TAXATION	82
7.1	Taxation on the Income of the Fund	82
7.2	Withholding tax	82
7.3	Zakat on Fund	82
7.4	Taxation and Zakat on Unit Holders	82
7.5	Disclaimer	83
8.	REPORTS TO UNIT HOLDERS	83
8.1	Account Statement	83
8.2	Financial Reporting	84
8.3	Trustee Report	84
8.4	Fund Manager Report	84
9.	WARNING AND DISCLAIMER	84
9.1	Warning	84
9.2	Disclaimer	84
10.	GENERAL INFORMATION	85
10.1	Accounting Period / Financial Year of the Fund	85
10.2	Inspection of Constitutive Documents	85
10.3	Transfer of Management Rights of the Fund	85
10.4	Extinguishment/Revocation of the Fund	86
10.5	Procedure and manner of Revocation of the Fund	86
10.6	Distribution of proceeds on Revocation	86
11.	GLOSSARY	87

Key Fact Statement of ¹

Alfalah Asset Allocation Fund (Formerly Faysal Asset Allocation Fund)

Type: Open-End

Category: Asset Allocation Scheme

Managed by: Alfalah Asset Management Limited

Risk Profile: High

Issuance Date: June 30, 2025 (updated with reference to the 16th SOD)

1. DISCLAIMER

Before you invest, you are encouraged to review the detailed features of the Fund in the offering document and/or Monthly Fund Manager Report.

2. KEY ATTRIBUTES

Investment objective	The objective of the Alfalah Asset Allocation Fund is to provide investors with an opportunity to earn long-term capital appreciation optimizing through broad mix of asset classes encompassing equity, fixed income & money market instruments.
Authorized investment avenues	Listed Equity Securities, Cash & Near Cash Instruments, Fixed Income and Money Market Instruments, Commercial Papers and Sukuks, MTS & Spread transactions, Corporate Debt Securities, Reverse Repo.
Launch date	July 24, 2006
Minimum Investment Amount	Rs.1,000/-
Duration	Perpetual
Performance Benchmark	Weighted average daily return of KSE -100 index for equity portion and 75% six (6) months KIBOR + 25% six (6) months average of the highest rates on saving account of three (3) AA rated scheduled Banks as selected by MUFAP for fixed income portion and 90% three (3) months PKRV rates + 10% three (3) months average of the highest rates on saving account of three (3) AA rated scheduled Banks as selected by MUFAP for money market portion, based on funds actual allocation.
IPO/Subscription Period	July 23, 2006
Subscription/Redemption Days and Timings	Monday to Friday 9:00am to 3:30 pm Friday 9:00am to 4:30 pm
Types/Classes of units	Class "A" Units & Class "B" Units
Management Fee (% Per Annum)	Management fee caps are up to 3.00% per annum for the equity portion, up to 1.50% per annum for the fixed income portion, and up to 1.25% per annum for the money market portion based on actual allocation of the net assets

¹ Amended through 16th SOD with Trustee Consent vide Ref. No. CDC/T&C-S II/DH/0796/2025 dated July 03, 2025

3. BRIEF INFORMATION ON THE PRODUCT CHARGES

	Distribution Channel	Percentage
1. Front-End Load (FEL)	Direct Investment through AMC	3%
	Digital Platform of AMC / Third-Party Platform	Up to 1.5%
2. Redemption Charge	Type of Charge	Percentage
	Back-End Load	Nil
	Contingent Load	Nil

Total Expense Ratio (TER)

Investors are advised to consult the Fund Manager Report (FMR) for the latest information on the updated TER.

Applicable Taxes

Disclaimer – Income earned in the form of dividends or capital gains is subject to taxation at rates specified in the Income Tax Ordinance, 2001

4. KEY STAKEHOLDERS

a. Management Company

Name: Alfalah Asset Management Limited
Address: Islamic Chamber of Commerce, Industry & Agriculture Building, 2nd floor, ST-2/A, Block-9, KDA Scheme 5, Clifton Karachi
Contact No. : (92-21) -111-090-090
Website: www.alfalahamc.com

b. Trustee

Name: Central Depository Company of Pakistan Limited
Address: CDC House, 99- B, Block B, S.M.C.H.S, Main Shakra-e-Faisal, Karachi
Contact: 021- 111-111-500
Website: www.cdcpakistan.com

Consolidated Offering Document

Alfalah Asset Allocation Fund
(Formerly Faysal Asset Allocation Fund)

(Open-Ended Asset Allocation Scheme)

Managed by

Alfalah Asset Management Limited

**[An Asset Management Company Registered under the Non-Banking Finance Companies
(Establishment and Regulation) Rules, 2003]**

Launched of Fund in 2006

Date of Publication of Replacement Offering Document Dated June 08, 2020

The **Faysal Asset Allocation Fund** (the Fund/the Scheme/the Trust/the Unit Trust/FAAF) has been established through a Trust Deed (the Deed) dated **February 25, 2010** under the Trust Act, 1882 entered into and between **Faysal Asset Management Limited**, the Management Company, and **Central Depository Company of Pakistan Limited**, the Trustee.

This trust deed has been amended on dated December 31, 2024 to incorporate Alfalah Asset Management Limited as Incoming Management Company OR New Management Company

REGULATORY APPROVAL AND CONSENT

Approval of the Securities and Exchange Commission of Pakistan

This Replacement Offering Document sets out the arrangements covering the basic structure of the Faysal Asset Allocation Fund (FAAF) (the “Fund”, “Unit Trust”, the “Scheme”). It sets forth information about the Fund that a prospective investor should know before investing in any class of Unit of the Fund. The provisions of the Trust Deed, the Rules, the Regulations, circulars, directives etc as specified hereafter govern this Replacement Offering Document.

The Securities and Exchange Commission of Pakistan (SECP) has authorized Alfalah Asset Management Limited to obtain management rights of **Alfalah Asset Allocation Fund (AAAF) (Formerly Faysal Asset Allocation Fund)** under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 and Non-Banking Finance Companies and Notified Entities Regulations 2008 (“Regulations”) vide letter no. **SCD/AMCW/2024/537** dated **June 6, 2024**.

It must be clearly understood that in giving this approval, SECP does not take any responsibility for the financial soundness of the Fund nor for the accuracy of any statement made or any opinion expressed in this Replacement Offering Document.

Offering Document

The objective of this Supplemental Offering Document for **ALFALAH ASSET ALLOCATION FUND** (formerly Faysal Asset Allocation Fund) is to implement changes to the Fund’s particulars. These include renaming the Fund, updating the Management Company's name, and changing the bank account title.

(For the purpose of clarity, these updates have been made to the offering document of the fund to ensure operational continuity and clarity for all stakeholders.)

For the purpose of the same, the following clause(s) of the Offering Document have been amended in its entirety and to be read as follow:-

Investors must recognize that the investments involve varying levels of risk. The portfolio of the Fund consists of investments, listed as well as unlisted (other than equity funds) that are subject to market fluctuations and risks inherent in all such investments. Neither the value of the Units in the Fund nor the dividend declared by the Fund is, or can be, assured. Investors are requested to read the Risk Disclosure and Warnings statement contained in **Clause 2.4 and **Clause 9** respectively in this Replacement Offering Document.**

Amendment in the Name of the Scheme and Short Name

In the entire Offering Document, the name “Faysal Asset Allocation Fund and “FAAF” is hereby substituted with the following name:

ALFALAH ASSET ALLOCATION FUND (AAAF).²

Filing of the Offering Document

The Management Company has filed a copy of the Replacement Offering Document signed by the Chief Executive along with the Trust Deed with SECP. Copies of the following documents can be inspected at the registered office of the Management Company or the place of business of the Trustee:

- (1) License No. SECPL/LRD/LD/4/AMC/AGIML/2022-81 dated February 23 ,2023 granted by SECP to **Alfalah Asset Management Limited** to carry out Asset Management Services and Investment Advisor;
- (2) SECP’s Letter No. NBFC-II/DD/AMZAML/17 dated January 06, 2006, approving the appointment of **Central Depository Company of Pakistan Limited** as the Trustee of the Fund;
- (3) Trust Deed (the Deed) of the Fund;
- (4) SECP’s has registering the Fund in terms of Regulation 44 of the NBFC and Notified Entities Regulations 2008;
- (5) Letter from **A.F Ferguson & Co**, Auditor of the Fund, consenting to the issue of statements and reports;
- (6) Letters from **Mohsin Tayebaly & Co**, Legal Advisers of the Fund, consenting to act as adviser;
- (7) Trustee letter No. dated **June 05, 2020** approving this Replacement Offering Document.
- (8) SECP’s letter No. **SCD/AMCW/2024/537** dated **June 6, 2024** approving the transfer of management rights to Alfalah Asset Management Limited.

² Approved by SECP vide Letter No.SCD/AMCW/2024/537

- (9) SECP’s letter No. **SCD/AMCW/FMMF/2018/180** dated **December 31, 2024** approving the supplemental trust deed to change of management rights and name of the scheme.

1. CONSTITUTION OF THE SCHEME

1.1 Constitution

The Fund is an open-end Fund and has been constituted by a Trust Deed entered into at Karachi on May 19, 2020 and supplemental of this trust deed has entered on December 31, 2024 between:³

Alfalah Asset Management Limited, a Non-Banking Finance Company incorporated under the Companies Act 2017 and licensed by SECP to undertake asset management services, with its principal place of business at **Islamic Chamber of Commerce, Industry & Agriculture Building, 2nd floor, ST-2/A, Block-9, KDA Scheme 5, Clifton, Karachi, Pakistan**, as the Management Company; and

Central Depository Company of Pakistan Limited incorporated in Pakistan under the Companies Ordinance, 1984, and registered by SECP to act as a Trustee of the Collective Investment Scheme, having its registered office at **CDC House, 99-B, Block “B”, S.M.C.H.S Main Shahr-e-Faisal Karachi, Pakistan**, as the Trustee.

1.2 Trust Deed (the “Deed”)

The Deed is subject to and governed by the Non-Banking Finance Companies (Establishment and Regulations) Rules, 2003 and Non-Banking Finance Companies and Notified Entities Regulations, 2008, Securities and Exchange Ordinance 1969, Companies Ordinance 1984 and all other applicable laws and regulations. The terms and conditions in the Deed and any supplemental deed(s) shall be binding on each Unit Holder. In the event of any conflict between the Replacement Offering Document and the Deed the latter shall supersede and prevail over the provisions contained in this Replacement Offering Document. In the event of any conflict between the Deed and the Rules or Regulations and Circulars issued by SECP, the latter shall supersede and prevail over the provisions contained in the Deed.

The Fund shall also be subject to the rules and the regulations framed by the State Bank of Pakistan with regard to the foreign investments made by the Fund and investments made in the Fund from outside Pakistan in foreign currency.

1.3 Modification of Trust Deed

The Trustee and the Management Company, acting together and with the approval of SECP, shall be entitled by supplemental deed(s) to modify, alter or add to the provisions of the Deed to such extent as may be required to ensure compliance with any applicable laws, Rules and Regulations.

Where the Deed has been altered or supplemented, the Management Company shall duly notify to the Unit Holders and posted on their official website.

³ Approved by SECP vide letter No. **SCD/AMCW/2024/537**

1.4 Duration

The duration of the Fund is perpetual. However, SECP or the Management Company may wind it up or revoke, on the occurrence of certain events as specified in the Regulations or Clause 10.4 of this document.

1.5 Trust property

The aggregate proceeds of all Units issued from time to time after deducting Duties and Charges, Transactions Costs and any applicable Sales Load, shall constitute part of the Trust Property and includes the Investment and all income, profit and other benefits arising therefrom and all cash, bank balances and other assets and property of every description for the time being held or deemed to be held upon trust by the Trustee for the benefit of the Unit Holder(s) pursuant to the Deed but does not include any amount payable to the Unit Holders as distribution. However any profit earned on the amount payable to the Unit Holders as distribution shall become part of the Trust Property.

1.6 Transaction in Units after Initial Offering Period

Subsequently the Public Offering will be made at the Offer Price and redeemed at the Redemption Price. The Management Company will fix the Offer (Purchase) and Redemption (Repurchase) Prices for every Dealing Day on the basis of the Net Asset Value (NAV). The NAV based price shall be fixed after adjusting for the Sales Load as the case may be and any Transaction Costs that may be applicable. Except for circumstances elaborated in Clause 4.10 & 10.4 of this Replacement Offering Document, such prices shall be applicable to Purchase and Redemption requests, complete in all respects, received during the Business Hours on the Dealing Day.

1.7 Offering Document

The provisions of the Trust Deed, the Rules, the Regulations, circulars and the Directive issued by the Commission govern this Replacement Offering Document. It sets forth information about the Fund that a prospective investor should know before investing in any Unit. Prospective investors in their own interest are advised to carefully read this Replacement Offering Document to understand the Investment Policy, Risk Factors and Warning and Disclaimer and should also consult their legal, financial and/or other professional adviser before investing.

1.8 Modification of Offering Document

This Replacement Offering Document will be updated to take account of any relevant material changes relating to the Fund. Such changes shall be subject to prior consent of the Trustee and approval from the Securities and Exchange Commission of Pakistan (SECP) and shall be circulated to all Unit Holders and/ or publicly notified by advertisements in the newspapers subject to the provisions of the Rules and the Regulations and duly posted on official website of the Management Company.

1.9 Responsibility of the Management Company for information given in this Replacement Offering Document

The Management Company accepts the responsibility for the information contained in this Replacement Offering Document as being accurate at the date of its publication.

2. INVESTMENT OBJECTIVES, INVESTMENT POLICY, RESTRICTIONS, RISK DISCLOSURE AND DISCLAIMER

2.1 Investment Objective

AAAF endeavors to provide investors with an opportunity to earn long-term capital appreciation optimizing through broad mix of asset classes encompassing equity, fixed income & money market instruments.

2.1.1 Investment Policy

AAAF, in line with its Investments Objective, will invest in Authorized investment.

Authorized Investments

Alfalah Asset Allocation Fund (Formerly Faysal Asset Allocation Fund) shall invest in assets as prescribed in Authorized Investments within the below specified allocated percentage of Net Asset Value of the Fund. The maximum and minimum weightings of the Fund at any time in the Authorized Investment shall be as follows:

S. No	Asset Classes	Minimum Rating	Minimum Exposure as % of Net Assets	Maximum Exposure as % of Net Assets
1	Cash and near cash instruments which include cash in Bank Accounts (excluding TDR), GOP ijara & Treasury Bills not exceeding 90 days maturity	Investment Grade	10%	100%
2	Government Securities – Treasury Bills, PIBs & GOP Ijara Sukuks	Investment Grade	0%	90%
3	Deposits (Current / Saving / term deposits), Certificate of Deposits, Certificate of Investments, Certificate of Musharaka with NBFCs and Modaraba.	Investment Grade	0%	25%
4	Deposits (Current, Saving, term deposits), Certificate of Deposits, Certificate of Investments, Certificate of Musharaka with Microfinance Banks.	Investment Grade	0%	

5	Letter of Placement, Certificate of Deposit/ Investments, Certificate of Musharaka Certificate of Modaraba with Financial Institutions	Investment Grade	0%	50%
6	Term deposits with commercial banks	Investment Grade	0%	90%
7	Commercial Papers	Investment Grade	0%	25%
8	Reverse Repo against Government Securities or such other allowable securities, in accordance with the Regulations.	Investment Grade	0%	90%
9	Listed and Unlisted/ Rated Term Finance Certificates / Sukuks	Investment Grade	0%	90%
10	Margin Trading System and/Murabahah Share Financing or any similar kind of Shariah compliant product and any other Shariah Compliant instruments/ securities that may be permitted or approved by the SECP. ⁴	Investment Grade	0%	40%
11	Spread Transactions	Not Applicable	0%	50%
12	Investment in equity future contracts including equity linked Index Future Contracts	Not Applicable	0%	40%
13	Listed Equity Securities	Not Applicable	0%	90%
14	Preference Shares	Not Applicable	0%	50%
15	Exchange Traded Future Commodity Contracts	Not Applicable	0%	90%
16	Units of Real Estate Investment Trusts	Investment Grade	0%	50%
17	Investments Outside Pakistan will be subject to commission approval	Investment Grade	0%	30% of Funds Size or USD 15 million whichever is lower (with SECP and SBP approval)
18	Any other securities or instruments that may be permitted by the	Investment Grade	0%	75%

⁴ Amended through eleventh supplemental dated July 13, 2021.

Commission			
<ul style="list-style-type: none">• In case the Entity is not rated, Instrument Rating shall apply; and• Rating of any Security/Entity in the portfolio shall not be lower than Investment Grade;			

2.1.2 Benchmark

The Benchmark for "Alfalah Asset Allocation Fund" shall Weighted average daily return of KSE -100 index for equity portion and 75% six (6) months KIBOR + 25% six (6) months average of the highest rates on saving account of three (3) AA rated scheduled Banks as selected by MUFAP for fixed income portion and 90% three (3) months PKRV rates + 10% three (3) months average of the highest rates on saving account of three (3) AA rated scheduled Banks as selected by MUFAP for money market portion, based on funds actual allocation.⁵

2.1.3 Outside Pakistan Investment

The Trustee shall, if requested by the Management Company, open Bank Accounts titled “**CDC – Trustee Alfalah Asset Allocation Fund**” in foreign countries where investments are made on account of the Fund, if such investments necessitate opening and operation of Bank Accounts by the Trustee. For this purpose, the Trustee shall be deemed to be authorized to sign and submit the prescribed account opening forms of such Banks. The opening, operation and maintenance of such Bank Accounts in foreign countries shall always be subject to the approval of the SBP & SECP and the exchange control regulations, as well as any directives of the SBP and the Commission. Any such proposal by the Management Company shall be submitted to the Commission and SBP with the prior consent of the Trustee. While opening and operating any type of account and/or making investments in Outside Pakistan countries on the instructions of Management Company, if the Trustee is required to provide any indemnities to Outside Pakistan parties then Trustee and the Fund would be counter indemnified by the Management Company to such extent.

2.1.4 Risk Control in the Investment Process

The Investment process requires disciplined risk management. The Management Company will incorporate adequate safeguards for controlling risks in the portfolio construction process and management process of AAAF. The risk control process involves reducing risks through optimal portfolio diversification and management. The Management Company believes that portfolio management with a focus on generating risk adjusted returns would assist in acquiring in returns. Management Company Can Alter Investment Mix.

2.1.5 Management Company Can Alter Investment Mix

The Management Company can from time to time alter the weightings, subject to the specified limits as per Clause 2.1.1 above, between the various types of authorized investments if it is of the view that market conditions so warrant. The Funds not invested in the foregoing avenues shall be placed as deposit with scheduled banks.

⁵ Amended through 15th SOD with Trustee Consent vide Ref. No. CDC/T&C-S II/DH/0053/2025 dated Jan 30, 2025

2.2 Changes in Investment Policy

The investment policy will be governed by the Regulations and/or SECP directives. Any Fundamental change in the Investment Policy will be implemented only after obtaining prior approval from SECP and giving thirty (30) days prior notice to the Unit Holders as specified in the regulation.

2.3 Investment Restrictions

- (a) The Trust Property shall be subject to such exposure limits or other prohibitions as are provided in the Regulations, Trust Deed, this Replacement Offering Document of the Fund, circulars and directives and shall also be subject to any exemptions that may be specifically given to the Fund by SECP and are explicitly mentioned under the heading Exceptions to Investment Restriction in this Replacement Offering Document or subsequently in writing. If and so long as the value of the holding in a particular company or sector shall exceed the limit imposed by the Regulations, the Management Company shall not purchase any further Investments in such company or sector. In the event Exposure limits are exceeded due to corporate actions including taking up rights or bonus issue and/or owing to appreciation or depreciation in value of any Investment, disposal of any Investment or Redemption of Units, the excess exposure shall be regularized in such manner and within such time as specified in the Regulations, circular or notification issued by SECP from time to time.
- (b) The Management Company, on behalf of the Fund, shall not enter into transactions with any broker that exceeds the limit provided in the Regulations and or circulars and notifications issued by the Commission from time to time.

Transactions relating to money market instruments and debt securities do not fall under this clause.

- (c) The Management Company on behalf of the Scheme shall not:
 - i. Purchase or sell -
 - a. Bearer securities;
 - b. Securities on margin;
 - c. Real estate, commodities or commodity contracts;
 - d. Securities which result in assumption of unlimited liability (actual or contingent);
 - e. Anything other than Authorized Investments as defined herein;
 - ii. Participate in a joint account with others in any transaction;
 - iii. Securities which result in assumption of unlimited liability (actual or contingent)
 - iv. Affect a short sale in a security whether listed or unlisted;
 - v. Take Exposure in any other Collective Investment Scheme.
 - vi. Lend, assume, guarantee, endorse or otherwise become directly or contingently liable for or in connection with any obligation or indebtedness of any person as specified in the Regulation;
 - vii. Make any investment which will vest with the Management Company or its group the management or control of the affairs of the investee company.

- viii. invest in securities of the Management Company;
 - ix. issue a senior security which is either stock or represents indebtedness, without the prior written approval of the Commission;
 - x. Apply for de-listing from stock exchange, unless it has obtained prior written approval of the Commission;
 - xi. sell or issue Units for consideration other than cash unless permitted by the Commission on the basis of structure and investment policy of the Scheme;
 - xii. Merge with, acquire or take over any scheme, unless it has obtained the prior approval of the SECP in writing to the scheme of such merger, acquisition or take over;
 - xiii. invest the subscription money until the closure of initial offering period;
 - xiv. enter on behalf of the Scheme, into underwriting or sub-underwriting contracts;
 - xv. subscribe to an issue underwritten, co-underwritten or sub-underwritten by group companies of the Management Company;
 - xvi. pledge any of the securities held or beneficially owned by the Scheme except as allowed under the Regulations;
 - xvii. accept deposits;
 - xviii. make a loan or advance money to any person from the assets of the Scheme.
- (d) Exposure of the Scheme to any single entity shall not exceed an amount equal to ten percent (10%) of the total Net Assets of the Scheme.
 - (e) Exposure to any debt issue of a company shall not exceed ten percent of that issue.
 - (f) Exposure to Equity Securities of a company shall not exceed ten per cent (10%) of the issued capital of that company.
 - (g) The Management Company, on behalf of the Scheme, shall not take Exposure of more than thirty five per cent (35%) of the total Net Assets of the Scheme in any single group. For this purpose, “group” means persons having at least 30% or more shareholding in any other company, as per publicly disclosed information.
 - (h) The Management Company shall not invest more than twenty five per cent (25%) of total Net Assets of the Scheme in securities of any one sector as per classification of the stock exchange.
 - (i) Where the Exposure of the Scheme exceeds the limits specified in sub-clause (d), (e), (f) or (h) of this Clause because of corporate actions including taking up rights or bonus issue or due to market price increase or decrease in Net Assets of the Scheme due to redemption, the excess Exposure shall be regularized within Four (4) months of the breach of limits.
 - (j) The Management Company, on behalf of the Scheme, shall not take Exposure of more than ten per cent (10%) of the total Net Assets of the Scheme in listed group companies of the Management Company and such Exposure shall only be made through the secondary market.

- (k) Rating of any bank or DFI with which funds of the Scheme are placed shall not be lower than investment grade.
- (l) Rating of debt security in the portfolio of the Scheme shall not lower than investment grade.
- (m) Rating of any NBFC and Modaraba with which Funds are placed shall not be lower than Investment grade.
- (n) In case of redemptions requests are pending due to constraint of liquidity in the Fund, for more than the period as stipulated in the Regulations, the Management Company shall not make any fresh investment or rollover of any investment.
- (o) The Management Company on behalf of the Scheme shall maintain at all-time minimum cash and near cash instruments subject to applicable Regulations, Circulars or Directives issued by the Commission. The present limit for the Scheme is 10% of the total Net Assets of the Scheme. Cash and near cash instruments include cash in bank accounts (excluding TDRs) GOP, treasury bills not exceeding ninety (90) days to maturity.

(p) Investment in Equity Futures Contracts:

The purpose of investment in equity future contracts is to meet the investment objectives of AAAF. Maximum total exposure in equity futures contracts shall not at any time exceed 40% of total net assets to curb any gearing/leverage of the Fund. For this purpose, the “preserved cash”, i.e. the difference between the contract price and upfront margin shall be blocked in an earmarked account for settlement purposes and the Management Company along with the Trustee shall ensure timely payment of settlement amount/margin calls on behalf of AAAF within the time period stipulated by the Pakistan Stock Exchange. Further, investment in future contracts is subject to such risk management and compliance procedures as mentioned below;

- (a) All positions in the equity future contracts shall be subject to the single entity and sector limits as prescribed under Regulation 55(5) & (6) of the NBFC Regulations and position limits stipulated in Schedule 4 of the Risk Management Regulations of Pakistan Stock Exchange Limited shall be strictly adhered to;
 - (b) Exposure in equity future contracts shall be marked to market on daily basis as per the requirement of Pakistan Stock Exchange Limited;
 - (c) For the purpose of reporting to the SECP, exposure in equity future contracts shall be calculated by converting the derivative position into equivalent position in the underlying security.
 - (d) Sale position in equity futures contract without pre-existing interest (short-sale) shall be strictly prohibited; and
 - (e) Spread transactions shall be accounted for in calculating the above-mentioned exposure limits.
- (q) Investment in Exchanged Traded Future Commodity Contracts
- (a) The Management Company on behalf of the Scheme shall only be eligible to invest in exchange traded future contracts that have underlying assets as commodities such as gold, silver, crude oil etc.

- (b) The Management Company on behalf of the Scheme shall only invest in cash settled futures contract, except for gold for which in addition to the cash settled futures may also invest in deliverable futures contract.
- (c) Maximum exposure of the Scheme shall not at any time exceed 90% of net assets to ensure no gearing / leverage. For this purpose, the difference between the contract price and upfront margin i.e. the “earmarked cash” shall be blocked in an earmarked account for settlement purposes and the Management Company along with the Trustee shall ensure timely payment of settlement amount and margin call on behalf of the scheme with the time period stipulated by the exchange.
- (d) The Management Company on behalf of the Scheme shall not sell commodity futures contract on behalf of the scheme without pre-existing interest.
- (e) The Management Company, on behalf of the Fund, shall not enter into transactions with any broker that exceeds the limit provided in the Regulations and or circulars and notifications issued by the Commission from time to time.

Transactions relating to money market instruments and debt securities do not fall under this clause.

2.3.1 Exemption to Investment Restrictions

In order to protect the right of the Unit Holders, the Management Company may take an Exposure in any unauthorized investment due to recovery of any default proceeding of any counter party of any Authorized Investment with the approval of the Commission.

2.3.2 Financing Arrangements

- (a) Subject to any statutory requirements for the time being in force and to the terms and conditions herein contained, the Management Company may arrange borrowing for account of the Scheme, with the approval of the Trustee, from Banks, Financial Institutions, or such other companies as specified by the Commission from time to time. The borrowing, however, shall not be resorted to, except for meeting the redemption requests and shall be repayable within a period of ninety days and such borrowing shall not exceed fifteen (15) percent of the Net Assets or such other limit as specified by the Commission of the scheme at the time of borrowing. -

If subsequent to such borrowing, the Net Assets are reduced as a result of depreciation in the market value of the Trust Property or redemption of Units, the Management Company shall not be under any obligation to reduce such borrowing.

- (b) Neither the Trustee, nor the Management Company shall be required to issue any guarantee or provide security over their own assets for securing such financings from banks, financial institutions and non-banking finance companies. The Trustee or the Management Company shall not in any manner be liable in their personal capacities for repayment of such financings.
- (c) For the purposes of securing any such borrowing, the Trustee may on the instruction of the Management Company mortgage, charge or pledge in any manner all or any part of the Trust Property provided that the aggregate amount secured by such mortgage, charge or pledge shall not exceed the limits provided under the Regulations and/or any law for the time being in force.

- (d) Neither the Trustee nor the Management Company shall incur any liability by reason of any loss to the Trust or any loss that a Unit Holder(s) may suffer by reason of any depletion in the Net Asset Value that may result from any financing arrangement made hereunder in good faith.

2.3.3 Restriction of Transactions with Connected Persons

- (a) The Management Company in relation to the Scheme shall not invest in any security of a company if any director or officer of the Management Company owns more than five per cent (5%) of the total amount of securities issued, or, the directors and officers of the Management Company own more than ten per cent (10%) of those securities collectively subject to exemption provided in the Regulations.
- (b) The Management Company on behalf of the Scheme shall not without the approval of its Board of Directors in writing and consent of the Trustee, purchase or sell any security from or to any Connected Person or employee of the Management Company.
- (c) Provided that above shall not be applicable on sale or redemptions of Units.
- (d) For the purpose of sub-paragraphs (a) and (b) above the term director, officer and employee shall include spouse, lineal ascendants and descendants, brothers and sisters.
- (e) All transactions carried out by or on behalf of the Scheme with connected person(s) shall be made as provided in the Constitutive Documents, and shall be disclosed in the Scheme's annual reports.

2.4 Risk Disclosure

Investors must realize that all investments in mutual Funds and securities are subject to market risks. Our target return / dividend range cannot be guaranteed and it should be clearly understood that the portfolio of the Fund is subject to market price fluctuations and other risks inherent in all such investments. The risks emanate from various factors that include, but are not limited to:

- (1) **Equity Risk:** Companies issue equities, or stocks, to help finance their operations and future growth. The Company's performance outlook, market activity and the larger economic picture influence the price of a stock. Usually when the economy is expanding, the outlook for many companies is good and the stock prices may rise and vice versa.
- (2) **Government Regulation Risk:** Government policies or regulations are more prevalent in some securities and financial instruments than in others. Funds that invest in such securities may be affected due to change in these regulations or policies, which directly or indirectly affect the structure of the security and/or in extreme cases a governmental or court order could restrain payment of capital, principal or income.
- (3) **Credit Risk:** Credit Risk comprises of Default Risk, Credit and Spread Risk. Each can have negative impact on the value of the income and money market instruments including Sukuks etc
- (4) **Default Risk:** The risk that the issuer of the security will not be able to pay the obligation, either on time or at all;
- (5) **Distribution Taxation Risk:** Distribution may also be liable to tax because the distributions are made out of the profits earned by fund and not out of the profits earned

by each unit holder. Unit holders who invest in a fund before distribution of dividends may be liable to pay tax even though they may not have earned any gain on their investment as return of capital to investors upon distribution is also taxable.

- (6) **Credit Spread Risk:** Credit spread may be defined as the risk that there may be an increase in the difference between the return/markup rate of any issuer's security and the return/markup rate of a risk free security. The difference between this return/mark up rates is called a "credit spread". Credit spreads are based on macroeconomic events in the domestic or global financial markets. An increase in credit spread will decrease the value of income and including money market instruments;
- (7) **Price Risk:** The price risk is defined as when the value of the fund due to its holding in such securities rises and falls as a result of change in interest rates.
- (8) **Liquidity Risk:** Liquidity risk is the possibility of deterioration in the price of a security in the Fund when it is offered for sale in the secondary market.
- (9) **Redemption Risk:** There may be special circumstances in which the redemption of Units may be suspended or the redemption payment may not occur within six working days of receiving a request for redemption from the investor.
- (10) **Events Risk:** There may be adjustments to the performance of the Fund due to events including but not limited to, natural calamities, market disruptions, mergers, nationalization, insolvency and changes in tax law.
- (11) **Reinvestment Rate Risk:** In a declining interest/ markup rate economic environment, there is a risk that maturing securities or coupon payments will be reinvested at lower rates, which shall reduce the return of the Fund compared to return earned in the preceding quarters.
- (12) **Settlement Risk** – At times, the Fund may encounter settlement risk in purchasing / investing and maturing / selling its investments which may affect the Fund's performance etc.

There may be times when a portion of the investment portfolio of the Scheme is not compliant either with the investment policy or the minimum investment criteria of the assigned 'category'. This non-compliance may be due to various reasons including, adverse market conditions, liquidity constraints or investment – specific issues. Investors are advised to study the latest Fund Manager Report specially portfolio composition and Financial Statements of the Scheme to determine what percentage of the assets of the Scheme, if any, is not in compliance with the minimum investment criteria of the assigned category. The latest monthly Fund Manager Report as per the format prescribed by Mutual Funds Association of Pakistan (MUFAP) and financial statements of the Scheme are available on the website of the Management Company and can be obtained by calling / writing to the Management Company.

2.5 Disclaimer

The Units of the Trust are not bank deposits and are neither issued by, insured by, obligations of, nor otherwise supported by SECP, any Government agency, the Trustee (except to the extent specifically stated in this document and the Deed) or any of the shareholders of the Management Company or any other bank or financial institution.

3. OPERATORS AND PRINCIPALS

3.1 Management Company⁶

Alfalah Asset Management Limited is the Fund Manager of Alfalah Asset Allocation Fund (AAAF), having its registered office as mentioned below:

Registered Address:

Alfalah Asset Management Limited
Islamic Chamber of Commerce,
Industry & Agriculture Building,
2nd floor, ST-2/A, Block-9,
KDA Scheme 5, Clifton,

Any change in the registered office address of the Management Company shall be notified by the Management Company to the Commission and the Trustee from time to time.

3.1.1 Organization⁷

Alfalah Asset Management Limited (Formerly Alfalah GHP Investment Management Limited) (AAML) is as an Asset Management and Investment Advisory Company, licensed by SECP under the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 (NBFC Rules) and registered with the Commission under the Voluntary Pension System Rules, 2005 through Certificate of Registration 10/SEC/PRDD/VPS/AIML/106 dated December 21, 2015. The company was incorporated on October 18, 2004 as a public limited company under the Companies Act, 1984 replaced by Companies Act 2017. The certificate of commencement of business was obtained on March 10, 2005.

Alfalah Asset Management Ltd. is an Abu Dhabi Group Company led by His Highness Sheikh Nahayan Mubarak Al Nahayan, the current Federal Education Minister in the UAE Government. The group is the single largest foreign investor group in Pakistan. The group is one of the largest in the Middle East and has diversified business interests across the Middle East, Africa and Asia comprising oil and gas exploration, hospitality services, communications, banking, financial services, automobile industry and property development.

Rating of the Pension Fund Manager

Currently AAML has been rated as ‘AM1’ Outlook “Stable” by VIS Credit Rating Company Limited. The rating reflects the company's high investment management industry standards and benchmarks with noted strengths in several of the rating factors.

3.1.2 Principal Shareholders⁸

The following is the current shareholding structure of the company:

Share Holders	% Holding
M/s MAB Investment Inc.	59.78
M/s Bank Alfalah Limited	40.22

⁶ Approved by SECP vide Letter No.SCD/AMCW/2024/537

⁷ Approved by SECP vide Letter No.SCD/AMCW/2024/537

⁸ Approved by SECP vide Letter No.SCD/AMCW/2024/537

Total	100%
--------------	-------------

a) Bank Alfalah Limited

Bank Alfalah is one of the largest banks in Pakistan, with a network of 698 branches across more than 200 cities in the country and international presence in Afghanistan, Bangladesh, Bahrain and Dubai. The Bank also has a representative office in the UAE. Bank Alfalah is owned and operated by the Abu Dhabi Group. Incorporated as a public limited company on 21st June, 1992 under the Companies Act, 2017, Bank Alfalah commenced its banking operations in the same year. The Bank provides financial solutions to consumers, corporations, institutions and governments through a broad spectrum of products and services, including corporate and investment banking, consumer banking and credit, securities brokerage, commercial, SME, Agri-finance, Islamic and asset financing solutions.

b) MAB Investments Inc.

MAB represents the private investment holding company of His Highness Sheikh Nahayan Mubarak Al Nahayan, he is a prominent member of the ruling family of Abu Dhabi, United Arab Emirates. Currently, His Highness is UAE Cabinet Member and Minister of State for Tolerance. Prior to his current responsibility, he served as Minister of Culture and Knowledge Development; Culture, Youth, and Social Development and Minister of Higher Education and Scientific Research. Besides his ministerial responsibilities, he has been playing a leading and distinguished part in the educational advancements, focusing on the role of education in achieving development and progress. His Highness owns substantial business interests, hotels and other investments in UAE, Pakistan, Africa, US and Central Asia. His Highness also holds various offices as Chairman and Director at Board and Trusts along with Patronship of various local and foreign organizations and affiliates. His direct and indirect business interest spread throughout various industry sectors such as banking, telecom, insurance, hospitality, healthcare, construction, project financing and investment management. Moreover, he supports many charitable institutions and devotes special attention to the disabled children as the Honorary President of Abu Dhabi Future Rehabilitation Center, formerly known as Future Center for Special Needs. His Highness is also recipient of Pakistan’s highest civilian award, the “Hilal-e-Pakistan”, which was conferred upon him in 2005 for his contribution to the economic growth of Pakistan. His Highness received his education from the British Midfield School until the high secondary level before joining Magdalen College at Oxford University-UK.

MAB is one of the investment vehicles through which the global investments of H.H. Sheikh Nahayan are managed.

Board of Directors of the Management Company⁹

Name & Designation	Address	Date of appointment / election of director	Date of approval by SECP	Executive / Non Executive	Independent/ Non-Independent	Shareholding (%) in the company	Other Directorships
Mr. Saad Ur Rehman	58/I, 3rd Street, Off Khayaban-e-Momin, Phase V, D.H.A. Karachi	25-Apr-22	06-Jun-22	Non-Executive	-	0%	
Mr. Khaldoon	House No. 60/II,	23-Feb-23	29/03/2023	Executive	-	0%	Coeus Solutions Limited,

⁹ Approved by SECP vide Letter No.SCD/AMCW/2024/537

Alfalsh Asset Allocation Fund – Consolidated Offering Document

Bin Latif	Zulfiqar Street 1B, Phase 8, DHA, Karachi, Pakistan.						International Investment Bank, IIB Group Holdings W.L.L,
Mr. Kabir Ahmad Qureshi	MPCHS, House # 369-B, Street # 51, Sector E-11/3 Islamabad	25-Apr-22	06-Jun-22	Non-Executive	-	0%	
Mr. Ayesha Aziz	House # 87/1, Khayaban-e-Rahat, DHA Phase VI, Karachi	25-Apr-22	06-Jun-22	Non-Executive	Independent	0%	-Pak Brunei Investment Company Limited. -KSB Pumps Company Ltd. -Engro Polymer & Chemicals Ltd. -GSK Consumer healthcare Pakistan Ltd. -Awwal Modaraba management Ltd. -Primus Leasing Limited.
Mr. Khalilullah Shaikh	House 42/1, 11 Commercial Street D.H.A Phase IV, Clifton Cantt, Karachi	25-Apr-22	06-Jun-22	Non-Executive	Independent	0%	
Mr. Khaled Jamal Abdul Rahman Khanfer	18th Floor, Al Neem Tower, Abu Dhabi, UAE	25-Apr-22	06-Jun-22	Non-Executive	-	0%	-Wateen Telecom -JCMI-UAE
Mr. Atif Aslam Bajwa	B.A Building, I.I Chundrigar Road, Karachi	08-Jun-23		Non-Executive	-	0%	- CEO / Board Member, Bank Alfalah Limited - Board Member, Alfalah Insurance Company Limited - Board Member, Institute of Bankers Pakistan

							<ul style="list-style-type: none"> - Board Member, Karachi Education Initiative - Board Member, Pakistan International Airlines Corporation Limited - Board Member, Packages Limited - Board Member of PIA Investments Limited and its below subsidiaries; - Roosevelt Hotel Corporation N.V - Minhal France S.A. - Avant Hotels (Pvt) Limited - Board Member, Pakistan Oxygen Limited
Mr. Sohail Sultan	14th floor, Jeera Tower 1, Office 171-172, Building 683, Seef District, Kingdom of Bahrain	08-Jun-23		Non-Executive	-	0%	<ul style="list-style-type: none"> -iibGroup Holding WLL -iibCap Advisory WLL -International Investment Bank SA (Cape Verde) -International Investment Bank Ltd -International Investment Bank SA (Djibouti) -Iib (Mauritius) Holdings Ltd -PMD Consult WLL -Iib Management Systems -Iib Holdings Portugal SA -Afrifiber SAS

3.1.3 Profile of the Directors¹⁰

Mr. Kabir Ahmad Qureshi

Mr. Kabir Ahmad Qureshi is currently serving as Head Branch Banking at Bank Alfalah Limited. He has over 19 years of multifaceted Retail Banking experience with a primary focus on Branch Banking, Wealth Management & Product Development. He has been associated with institutions such as ABN Amro Bank N.V., Citi Bank N.A. and Alfalah Bank previously. He holds a BSc (Hons) Degree in Economics & Management from the University of London.

Mr. Saad Ur Rahman Khan

Mr. Saad Ur Rahman Khan has over 27 years of diversified experience in the fields of Commercial, Corporate, and Investment Banking, Risk Management and International Business. During his career, he has been associated with Citibank, MCB Bank, Habib Bank Limited, and National Bank of Pakistan. He is a business graduate with an MBA degree from Institute of Business Administration (IBA).

Mr. Khaled Khanfer

Mr. Khanfer is a seasoned finance and accounting executive with over 17 years of experience in public practice spanning multiple jurisdictions with multinational organizations. A Certified Public Accountant from the United States of America and Canada with a bachelor's degree in accounting

Mr. Khalilullah Shaikh

Mr. Khalilullah is a Fellow Chartered Accountant – qualified from the Institute of Chartered Accountants of Pakistan (ICAP) by setting a new record of winning ‘5 Gold Medals in one sitting in the history of ICAP.

He has attended various local and international professional development programs, including International Leadership Development Program at NUS, Singapore.

In the effort to contribute back to society, Mr. Khalilullah has been serving voluntarily as an elected Council (Board) member of ICAP for the last 8 years. He has the honor of serving as the Youngest President of ICAP in 2019-20. He has been contributing to the accountancy profession regionally & globally as a Board member of SAFA and as a member of the Professional Accountants in Business (PAIB) Committee of the International Federation of Accountants (IFAC).

High energy, a performance-focused executive with a proven track record of leading large and diverse functions. As a Motivational Leader, Mr. Khalilullah is known for clearly defining goals, empowering teams, aligning resources & processes, and consistently delivering results that exceed expectations.

He possesses a vast corporate experience, he has served Pakistan International Airlines as Chief Financial Officer, K-Electric Limited as Head of Supply Chain, Chief Internal Auditor & Secretary BAC, and Director Finance & Business Administration, Shell Group as a Head of Treasury & MIS (Pakistan Refinery Limited) and A.F. Ferguson & Co. in Assurance and Business Advisory Services.

Human Capital development is his passion. He has taught Strategic Financial Management courses to CA & ACCA final students for many years. His Student Alumni includes over 2,000 CAs.

¹⁰ Approved by SECP vide Letter No.SCD/AMCW/2024/537

He speaks regularly at conferences and seminars in Pakistan and abroad as part of IFAC PAIB Committee. He has also organized several professional development seminars and workshops on behalf of ICAP - flagship events include CFO Conferences and National Finance Olympiad. CFO Conference is a signature finance event of Pakistan, attended by over 1,500 finance professionals from 300+ organizations every year.

Ms. Ayesha Aziz

Ms. Aziz currently serves as the Managing Director of Pak Brunei Investment Company and holds directorship in Awwal Modaraba Management Limited (a wholly owned subsidiary of Pak Brunei), KSB Pumps Company Limited, Engro Polymer and Chemicals Limited and Glaxo SmithKline Consumer Healthcare besides chairing the Board of Primus Leasing Limited (wholly owned subsidiary of Pak Brunei). She brings over 28 years of experience in Structured Finance, Private Equity & Strategic Advisory businesses. Ms. Aziz has been associated with Pak Brunei Investment Company since its inception and has helped to position it as a leading Investment Bank in terms of scope and scale of operations as well as the quality of assets. She has also overseen the establishment of subsidiaries for asset management, Islamic finance, and leasing over this period. Ms. Aziz started her career at ANZ Grindlays Bank and worked in Merchant Banking & Treasury Markets Divisions. She was also involved in establishing and managing business operations of Pak Oman Investment Company and its subsidiaries, in senior managerial roles.

Ms. Aziz is an MBA from the Institute of Business Administration and a qualified Chartered Financial Analyst (CFA).

Mr. Khaldoon Bin Latif

Mr. Khaldoon has been associated with the capital markets for over 18 years, with both domestic and international experience providing a comprehensive blend. Prior to joining Alfalah Asset Management Limited Mr. Khaldoon was associated with Alfalah Asset Management Limited as its Chief Executive Officer (CEO) and under his leadership, Alfalah Asset Management has achieved significant growth during his tenure and transformed into major industry player. Earlier he was associated with BMA Asset Management Company Limited as its CEO, JS Investments Limited as its Chief Investment Officer (CIO) and KASB Funds Limited as its CEO. Before KASB Funds, he was the General Manager and Director of TSWLL Bahrain, a wholly owned subsidiary of TAIB Bank BSC, where he headed their brokerage, asset management, custody and advisory operations.

He has been a member of the Mutual Fund Association for over six years and has been the Vice Chairman from FY2021-22. He is also a non-executive director on a bank holding company out of Bahrain, IIBank LLC that has operations in Africa and Europe. He is a former board member of TRG and Pace Pakistan.

Mr. Latif also brings both buy and sell side exposure of domestic capital markets in Pakistan. Mr. Latif began his career on the sell side with AKD Securities Ltd in various capacities including Head of Foreign Institutional Sales and Equity Research in the capacity of Head of Research and Chief Economist. On the Buy side, Mr. Latif has worked with PICIC AMC as Head of Research and Product Development where his tenor also included active management of the PICIC Energy Fund. Mr. Latif is a LUMS Alumni and has done a number of capital market courses with CFA association, Daiwa, J.P. Morgan and Bahrain Institute of Banking and Finance (BIBF). He has also completed his Director Certification program from IBA.

Mr. Atif Aslam Bajwa

Mr. Atif Bajwa has an extensive international career spanning more than 40 years of executive leadership roles in banking, and of multiple boards and public interest positions. Having started his professional journey with Citibank in 1982, and has since held numerous senior positions in large

local and multinational banks, including President/CEO of Bank Alfalah, President/CEO of MCB Bank and Soneri Bank, Regional Head for Citigroup for Central and Eastern Europe, Head of Consumer Banking for ABN AMRO's Asia Pacific region, and Country Manager for ABN AMRO Pakistan. Mr. Bajwa has been active in business, social and public interest areas, and has led key advocacy institutions to impact economic and social sectors. In this regard, he has served as the Chairman of the Pakistan Business Council (PBC) and the President of the Overseas Investors Chamber of Commerce and Industry (OICCI). He has also served as the director on the boards of various private and public sector companies. Mr. Bajwa received his education at Columbia University, New York.

Mr. Sohail Sultan

Mr. Sultan started his career at Citibank (London) reaching the positions of Head of Global Product Development for Financial Institutions, Head of Structured Finance for Asia Pacific and Head of Cross Border European Structured Product Arbitrage within six years. His responsibilities included process and risk management, building and management of revenue, product innovation and deal execution in Europe, the Americas, Africa and the Far East.

Subsequently, he worked at Barclays Capital (London) for nine years holding senior position including Managing Director, with responsibility for expanding the company's Structured Capital Markets business beyond the UK into North America, Europe and Asia Pacific.

He then worked at Cobussen and Partners, providing advisory services for private equity infrastructure projects in South Asia, the Middle East and the UK and developing a portfolio of structured investments with a group of private and institutional investors.

Sohail holds an M.Sc. in Economics (Accounting & Finance) from the London School of Economics and an LLB (Business Law) from City of London Business School.

3.1.4 Management Profile¹¹:

Mr. Khaldoon Bin Latif – Chief Executive Officer

Mr. Khaldoon has been associated with the capital markets for over 18 years, with both domestic and international experience providing a comprehensive blend. Prior to joining Alfalah Asset Management Limited Mr. Khaldoon was associated with Alfalah Asset Management Limited as its Chief Executive Officer (CEO) and under his leadership, Alfalah Asset Management has achieved significant growth during his tenure and transformed into major industry player. Earlier he was associated with BMA Asset Management Company Limited as its CEO, JS Investments Limited as its Chief Investment Officer (CIO) and KASB Funds Limited as its CEO. Before KASB Funds, he was the General Manager and Director of TSWLL Bahrain, a wholly owned subsidiary of TAIB Bank BSC, where he headed their brokerage, asset management, custody and advisory operations.

He has been a member of the Mutual Fund Association for over six years and has been the Vice Chairman from FY2021-22. He is also a non-executive director on a bank holding company out of Bahrain, IIBank LLC that has operations in Africa and Europe. He is a former board member of TRG and Pace Pakistan.

Mr. Latif also brings both buy and sell side exposure of domestic capital markets in Pakistan. Mr. Latif began his career on the sell side with AKD Securities Ltd in various capacities including Head of Foreign Institutional Sales and Equity Research in the capacity of Head of Research and Chief Economist. On the Buy side, Mr. Latif has worked with PICIC AMC as Head of Research and Product Development where his tenor also included active management of the PICIC Energy Fund.

¹¹ Approved by SECP vide Letter No.SCD/AMCW/2024/537

Mr. Latif is a LUMS Alumni and has done a number of capital market courses with CFA association, Daiwa, J.P. Morgan and Bahrain Institute of Banking and Finance (BIBF). He has also completed his Director Certification program from IBA.

Mr. Ayub Khoro – Chief Investment Officer

Prior to joining Alfalah, he was associated with Alfalah Asset Management Limited as Chief Investment Officer. In his tenure at FAML he revamped the investment process, fund management teams and research department to significantly contribute to the company's unprecedented growth and to cater to the ever growing business needs and market dynamics.

Mr. Ayub has over 15 years of experience in banking / asset management industry in research, capital markets and fund management functions. He started his career with Pak Oman AMC in the research division before moving on to Alfalah Bank Limited as Research Head in the Equity Capital Markets Division. At Alfalah Bank, he was involved in managing the equity portfolio worth over USD 80mn and spearheading the research effort to provide in-depth advice and coverage across the capital markets for the Investment Committee. He was also involved in IPO's and private equity valuations for the bank.

Mr. Ayub has developed a unique understanding of equity, fixed income and money market investments. With the power to exercise all investment options for FAML, he has ensured that his investment decisions have encompassed both strategic and tactical asset allocations, implemented via thorough research and evaluation of historical performance of multiple asset classes and instruments.

Mr. Ayub holds a Bachelor's of Science (BSc Hons) degree in Economics from Lahore University of Management Sciences (LUMS).

Mr. Saad H. Qureshi – Chief Strategy Officer

Saad has recently joined Alfalah AML and is leading the organizational strategy function while supervising Human Resources, Administration and Marketing departments. Additionally, he is responsible for formulating and executing sales and business development strategies as well as alignment of functional strategies & plans with company's short and long-term objectives.

Saad brings to the team over 20 years of asset management and financial services industry experience in the fields of strategy formulation execution, sales and business development, product structuring, marketing, investment advisory and human resource management. His last association was with Alfalah Funds as Head of Strategy and HR. Previously, he also worked for prestigious institutions such as NBP Funds, UBL Funds, PICIC AMC, JSIL and IGI Fund Select among few others.

He holds MBA in Marketing from IBA and has acquired various trainings in leadership, team management, problem solving, time management and communication. He is also certified for Mutual Funds Distribution and Capital Markets from IFMP.

Mr. Syed Ali Turab Alvi – Director Private Funds

Ali has 20 years of broad experience in data-driven strategy and planning, impact investing, research analytics, investment and risk management.

His last association was with Aga Khan Foundation (AKFED – Pakistan) as Chief Strategy Officer to oversee strategic planning for country-wide impact investment initiatives to establish financially sustainable businesses along ESG principles, and provide research-driven insights to the global leadership.

Previously, he worked for UBL Fund Managers in multiple roles as CIO, Head of Strategy & Products, Head of Risk Management and Head of Research.

Ali has a BSc in Computer Engineering from Cornell University, College of Engineering, Ithaca NY.

Mr. Shariq Mukhtar Hashmi – Chief Compliance Officer

Mr. Hashmi possess over 16 years of diversified rich experience in the financial services industry with key expertise in Finance, Audit, Fund Operations, Legal matters, Fund Product Development, Fund Risk Management and Regulatory Compliance in multiple capacities as Head of Department. Being Compliance Head, one of the most important members of the management team, He is primarily responsible for overseeing compliance within an organization, and ensuring compliance with laws, regulatory requirements, policies, and procedures.

Mr. Hashmi as the compliance leader and subject matter expert is responsible for establishing standards and implementing procedures to ensure that the compliance programs throughout the organization are effective and efficient in identifying, preventing, detecting, and correcting noncompliance with applicable laws and regulations. Prior to this, he has served in IGI Funds and National Investment Company in various capacities. Over the years, Mr. Hashmi has served on various committees of Mutual Funds Association of Pakistan (MUFAP). Mr. Hashmi is a Fellow Member of Chartered Certified Accountants with Master’s Degree in Finance and Certification Financial Risk Management.

Mr. Faisal Ali Khan - Chief Financial Officer

Faisal Ali Khan is serving as Chief Financial Officer of Alfalah Asset Management Limited and prior to joining Alfalah AMC he was associated with Alfalah Funds where he served as CFO and Company Secretary. In past he has worked with reputed financial sector organizations including BMA Funds, Saudi Pak Industrial and Agricultural Company (Pvt.) Ltd, Attock Refinery Limited and KPMG.

Mr. Faisal is a fellow member of the Institute of Chartered Accountant of Pakistan having a professional experience of over nineteen years ranging from financial reporting, regulatory compliance, budgeting and taxation to corporate and secretarial practices including 15 years of experience in the asset management and investment advisory industry.

Mr. Muddasir Ahmed Shaikh – Head of Equities

Mr. Shaikh is heading the Equity Investments team at Alfalah Investments. He has been an integral part of the team since 2007 and holds about two decades of professional experience. He joined the Investment Management Industry in 2004, right after his graduation with an MBA degree. Over the years, he has served various public and private financial institutions of repute. He started his career as Research Analyst and has progressed over the year to higher levels in portfolio management. Mr. Shaikh is an Alumni of the prestigious Institute of Business Administration, Karachi (IBA).

Mr. Mustafa Kamal - Head of Fixed Income

Mr. Mustafa Kamal has more than 18 years of work experience in the investment management profession out of which he has been associated with the Mutual Fund Industry for over 15 years. Prior to joining Alfalah Investments, he was working as a Chief Investment Officer with Pak Oman Asset Management Limited. Over the years, he has worked at companies like Askari Investments, National Fullerton Asset Management, Crescent Leasing & ORIX Investment Bank. He is an MBA with Majors in Finance.

Ms. Mehwish Aslam - Business Head – Corporate & Institutional Sales

A highly successful Sales Person with nearly a decade of experience exceeding sales goals through targeted prospecting and strategic territory development. Track-record of successfully creating strategic partnerships, heightening brand awareness, and raising assets via consultative sales across both retail and institutional client bases.

Ms. Mehwish is a results-oriented. A flexible and forward-thinking individual with excellent interpersonal, organizational, and communication skills. Quick to adapt and eager to accept new challenges. An experienced leader possessing the business acumen necessary for constant improvement, growth, and efficiency within the nucleus of a company.

Mr. Jehanzeb Nawaz - Business Head Sales & Channel Management

Mr. Jehanzeb Nawaz is the Senior Vice President, Business Head - Sales & Channel Management for Alfalah Asset Investment Management. He has over thirteen years of experience in the Asset Management Industry. Mr. Nawaz started his career with BMA Funds and later moved to IGI Funds. He joined Alfalah Asset in 2013. Prior to that, He was Assistant Vice President at IGI Funds between 2011-2013. He has served in various roles within Alfalah Investments, from Head of Wealth Management, to Heading Marketing & Investor Relations.

Mr. Nawaz holds a BA (Hons) in Marketing and Business Studies from Middlesex University, United Kingdom. He is also certified ICM for selling Mutual Funds and has completed Anti – Money Laundering and Countering Financing of Terrorism Certification.

Mr. Imad Ansari– Chief Risk Officer

Mr. Imad Ansari is a seasoned Risk Professional with overall experience of 19 years (15 in financial sector and 4 years with leading television networks as Anchor/Research Analyst). He has extensive experience in implementing risk frameworks across the entity and funds under management, by combining Financial, Operational, Information Security and Business Continuity under the ambit of Enterprise Risk Management.

Before joining Alfalah Asset Management Limited as Chief Risk Officer, he has worked with HBL Asset Management, Alfalah Funds, Al Meezan Investment Management Limited, UBL Funds, CNBC, PTV & Business Plus.

Umair Ahmed Khan - Head of New Ventures

Mr. Umair is heading New Ventures, a role that focuses on expanding company's business in uncharted areas of Private Equity, Venture Capital & Real Estate Investment Trust (REIT) in addition to overseeing inorganic business growth initiatives. He has more than 15 years of diversified experience with leading investment managers in Pakistan. His core areas of expertise are investment analysis, fund management, investment advisory, financial modeling and valuations, and structuring customized investment products as per clients' requirements. He was associated with Alfalah Funds as Head of Investment Advisory and managed portfolios of various SMA clients worth over PKR 11bn and assigned task in acquisitions, dispositions, refinancing, and to establish the company's REIT business. Prior to joining Alfalah Funds, he was with BMA Funds where he served as Head of Equities and managed SMAs worth over PKR 4bn including fixed income portion and managed Pakistan's first USD denominated offshore fund. He was also associated with JSIL as a Fund Manager for hybrid allocation – VPS schemes and SMAs. He holds BBA in Finance from Bahria University and is a CFA charter holder.

3.2 Existing Schemes under Management and their performance¹²

Alfalah Asset Management Limited are currently managing seven open-end mutual funds namely:

1. Alfalah GHP Value Fund (AGVF)
2. Alfalah GHP Income Multiplier Fund (AGIMF)
3. Alfalah GHP Islamic Stock Fund (AGISF)
4. Alfalah GHP Cash Fund (AGCF)
5. Alfalah GHP Alpha Fund (AGAF)
6. Alfalah GHP Income Fund (AGIF)
7. Alfalah GHP Stock Fund (AGSF)
8. Alfalah GHP Money Market Fund (AGMMF)
9. Alfalah GHP Islamic Income Fund (AGIIF)
10. Alfalah GHP Sovereign Fund (AGSOF)
11. Alfalah GHP Prosperity Planning Fund (AGPPF)
12. Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF)
13. Alfalah GHP Islamic Dedicated Equity Fund (AGIDEF)
14. Alfalah GHP Islamic Value Fund (AGIVF)
15. Alfalah Islamic Rozana Amdani Fund (AIRAF)
16. Alfalah Islamic Prosperity Planning Fund 2-Capital Preservation Fund-6
17. Alfalah Consumer Index Exchange Trading Fund
18. Alfalah GHP Dedicated Equity Fund (AGDEF)
19. Alfalah Islamic Money Market Fund (AIMMF)
20. Alfalah Islamic Stable Return Fund (AISRF)
21. Alfalah Stable Return Fund (ASRF)
22. Alfalah Government Securities Fund (AGSF)
23. Alfalah Strategic Allocation Fund (ASAF)
24. Alfalah Money Market Fund - II (Faysal Faysal Money Market Fund)
25. Alfalah Asset Allocation Fund (Faysal Faysal Asset Allocation Fund)
26. Alfalah Special Savings Fund (Formerly Faysal Special Savings Fund)
27. Alfalah Financial Value Fund - II (Formerly Faysal Financial Value Fund)
28. Alfalah Financial Sector Opportunity Fund (Formerly Faysal Financial Sector Opportunity Fund)
29. Alfalah Stock Fund - II (Formerly Faysal Stock Fund)
30. Alfalah Cash Fund - II (Formerly Faysal Cash Fund)
31. Alfalah Government Securities Fund - II (Formerly Faysal Government Securities Fund)
32. Alfalah Mts Fund (Formerly Faysal Mts Fund)
33. Alfalah Savings Growth Fund (Formerly Faysal Savings Growth Fund)
34. Alfalah Income & Growth Fund (Formerly Alfalah Income & Growth Fund)

1. Alfalah GHP Value Fund (AGVF)

Alfalah GHP Value Fund (AGVF) is an Open End Asset Allocation Fund, which was launched on October 29, 2005. The objective of the fund is to invest in a broad range of asset classes to diversify Fund risk and to optimize potential returns. The Fund can invest up to a maximum limit of 80% of its NAV in equity securities or debt / money market securities with per company and per sector imitations as prescribed in the NBFC Regulations. Out of the total investment, minimum 50% of assets shall remain invested in the listed securities. These asset allocations are changed from time to time in order to maximize investor returns and manage risk.

Fund Name	Alfalah GHP Value Fund (AGVF)
-----------	-------------------------------

¹² Approved by SECP vide Letter No.SCD/AMCW/2024/537

Fund Type	Open End
Nature of Fund	Asset Allocation Fund
Date of Launching	October 29, 2005
Fund Size as at May 31, 2023	Rs. 266.51 million
Par Value	Rs. 50/-
NAV per unit May 31, 2023	Rs. 50.67/-
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2009	2.74%	Rs. 10.64 /-	19.7329
2010	17.36%	Rs. Nil /-	Nil
2011	7.20%	Rs. 4.25 /-	8.2486
2012	4.17%	Rs. 2.75 /-	5.4369
2013	30.11%	Rs. 10.77 /-	20.3509
2014	19.52%	Rs. 9.94 /-	18.1966
2015	25.50%	Rs. 7.7634/-	-
2016	18.30%	Rs. 1.6239/-	7.2725
2017	26.20%	Rs. 9.4960/-	-
2018	-12.0%	Rs. 6.5187/-	-
2019	-8.8%	-	-
2020	0.9%	Rs. 1.0896/-	-
2021	28.45%	Rs. 7.7144/-	-
2022	13.89%	-	-

* Fund launch on 29-10-2005

2. Alfalah GHP Income Multiplier Fund (AGIMF)

Alfalah GHP Income Multiplier Fund (AGIMF) is an Open End Income Fund, which was launched on June 15, 2007. The objective of the Fund is to generate stable and consistent returns while seeking capital preservation through a diversified portfolio of high quality debt securities and liquid money market instruments and placements. The Investment Portfolio of the Fund comprises of fixed, floating and hybrid rate instruments. The allocation between various investment classes depends on prevailing market and opportunities. The Fund allows the investors to participate in the overall performance of fixed income / money market and to take advantage of a diversified and actively managed portfolio.

Fund Name	Alfalah GHP Income Multiplier Fund (AGIMF)
Fund Type	Open End
Nature of Fund	Aggressive Income Fund
Date of Launching	June 15, 2007
Fund Size as at May 31, 2023	Rs. 5,171.75 million

Par Value	Rs. 50/-
NAV per unit on May 31, 2023	Rs. 63.2543/-
Credit Rating	“A+ (f)” by PACRA
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2009	3.24%	Rs. 4.24 /-	8.3307
2010	-0.04%	Nil /-	Nil
2011	2.83%	Rs. 1.59 /-	3.2610
2012	-8.75%	Nil /-	Nil
2013	6.81%	Rs. 3.86 /-	8.1582
2014	12.35%	Rs. 5.04 /-	10.4743
2015	14.20%	Rs. 4.248/-	-
2016	8.38%	Rs. 1.8738/-	-
2017	5.90%	Rs. 2.8811/-	-
2018	4.90%	Rs. 2.6124/-	-
2019	6.30%	Rs. 3.3186/-	-
2020	15.30	Rs. 8.1534/-	-
2021	-0.31%	-	-
2022	6.84%	Rs. 2.7655/-	-

* Fund launch on 15-06-2007

3. Alfalah GHP Islamic Stock Fund (AGISF)

Alfalah GHP Islamic Stock Fund (AGISF) is an open-end Shariah Compliant Islamic Equity scheme and was launched on September 4; 2007. The investment objective of the Fund is to achieve long-term capital growth by investing primarily in Shariah compliant equity securities. All activities of the Fund are undertaken in accordance with the Islamic Shariah as per the guidelines given by Shariah Advisory Board of the Fund.

Fund Name	Alfalah GHP Islamic Stock Fund (AGISF)
Fund Type	Open End
Nature of Fund	Islamic Equity Scheme
Date of Launching	September 4, 2007
Fund Size as at May 31, 2023	Rs. 1,287.29 million
Par Value	Rs. 50/-
NAV per unit on May 31, 2023	Rs. 37.60/-
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2009	8.63%	Rs. 9.34 /-	16.2445
2010	11.79%	Rs. 2.00 /-	3.5236
2011	3.34%	Rs. 7.50 /-	13.7468
2012	11.32%	Rs. 5.75 /-	10.7396
2013	36.25%	Rs. 13.47 /-	23.6718
2014	18.42%	Rs. 14.99 /-	27.8751
2015	23.80%	Rs. 7.3107/-	-
2016	20.33%	Rs. 6.0806/-	2.0266
2017	24.80%	Rs. 6.9204/-	-
2018	-14.40%	Rs. 12.2629/-	-
2019	-18.80%	-	-
2020	-1.30%	-	-
2021	36.75%	Rs. 9.5717/-	-
2022	-18.67%	-	-

* Fund launch on 04-09-2007

4. Alfalah GHP Cash Fund (AGCF)

Alfalah GHP Cash Fund (AGCF) is an open end Money Market Fund. The primary investment objective of the fund is to provide a regular stream of income at competitive rate of return while preserving capital to the extent possible by investing in assets with low risk and a high degree of liquidity from a portfolio constituted of mostly money market securities and placements. Investment is made in high quality and liquid money market securities and placements with a weighted average time to maturity of the net assets not exceeding 90 days. The fund principally invest in cash and cash instruments which includes cash in bank accounts (excluding TDRs), government securities, treasury bills, money market placements, deposits, certificate of deposits (COD), certificate of Musharaka (COM), TDRs, commercial papers and reverse repo.

Fund Name	Alfalah GHP Cash Fund (AGCF)
Fund Type	Open End
Nature of Fund	Money Market Fund
Date of Launching	March 12, 2010
Fund Size as at May 31, 2023	Rs. 3,180 million
Par Value	Rs. 500/-
NAV per unit on May 31, 2023	Rs. 501.72/-
Credit Rating	“AA (f)” by PACRA
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	Very Low
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2010	8.14%	Rs. 27.10 /-	5.3938
2011	11.56%	Rs. 42.91 / -	8.5819
2012	11.02%	Rs. 51.93 /-	10.3858

2013	9.06%	Rs. 43.91 /-	8.7818
2014	8.09%	Rs. 33.72 /-	6.7456
2015	8.60%	Rs. 44.80/-	-
2016	5.17%	Rs. 31.3261/-	-
2017	6.80%	Rs. 32.8400/-	-
2018	4.70%	Rs. 23.3600/-	-
2019	9.00%	Rs. 42.6500/-	-
2020	12.70%	Rs. 60.6186/-	-
2021	7.01%	Rs. 19.4163/-	-
2022	11.01%	Rs. 52.6299/-	-

* Fund launch on March 12, 2010

5. Alfalah GHP Alpha Fund (AGAF)

Alfalah GHP Alpha Fund (AGAF) is an open end Equity Fund that was launched on September 09, 2008. The primary investment objective of the fund is long-term capital appreciation from a portfolio that is substantially constituted of equity and equity related securities. AGAF will primarily invest in equity and equity related securities. If the Management Company expect the stock market to perform adversely during any period of time, based on its analysis of macroeconomic factors such as interest rates, economic growth rates, corporate earnings, stock market valuations, or based on political or any other factor(s), the management company may then temporarily allocate assets to other asset classes, subject to the prescribed limits, such as money markets, continuous funding system, ready future spread transactions, etc.

Fund Name	Alfalah GHP Alpha Fund (AGAF)
Fund Type	Open End
Nature of Fund	Equity Fund
Date of Launching	September 09, 2008
Fund Size as at May 31, 2023	Rs. 536.34 million
Par Value	Rs. 50/-
NAV per unit on May 31, 2023	Rs. 49.76/-
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2009	14.34%	Rs. 28.29 /-	51.1249
2010	12.07%	Rs. 0.50 /-	0.8861
2011	15.70%	Rs. 7.00 /-	12.6789
2012	2.67%	Rs. 2.00 /-	3.6677
2013	39.80%	Rs. 18.00 /-	32.0779
2014	29.55%	Rs. 15.93 /-	27.9069
2015	27.40%	Rs. 7.0466/-	-
2016	14.12%	Rs. 1.57/-	6.06
2017	29.00%	Rs. 2.9418/-	-
2018	-14.20%	Rs. 5.3568/-	-

2019	-17.50%	-	-
2020	-3.40%	-	-
2021	39.27%	Rs. 14.92/-	-
2022	-17.98%	-	-

* Fund launch on 09-09-2008

6. Alfalah GHP Income Fund (AGIF)

The investment objective of Alfalah GHP Income Fund is to minimize risk, construct a liquid portfolio of fixed income instruments and provide competitive returns to the unit holders. The management team ensures the active implementation of prudent investment practices, the highest professional standards and compliance with applicable laws.

The investment policy of the Fund is constructed to ensure the overall compliance with the above mentioned investment objective. As such, the investment policy shall focus on selecting instruments, executing transactions and constructing portfolio exposures to match the investment objective stated.

Fund Name	Alfalah GHP Income Fund (AGIF)
Fund Type	Open End
Nature of Fund	Income Scheme
Date of Launching	14 April 2007
Fund Size as at May 31, 2023	Rs. 423.47 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 130.35/-
Credit Rating	A+ (f) by PACRA
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2009	6.47%	Rs. 2.64 /-	2.6479
2010	11.12%	Rs. 11.27 /-	11.2389
2011	11.33%	Rs. 13.07 /-	12.736
2012	11.16%	Rs. 13.11 /-	12.9969
2013	9.95%	Rs. 7.75 /-	7.7056
2014	8.00%	Rs. 7.79 /-	7.7621
2015	12.30%	Rs. 7.3777/-	
2016	7.56%	Rs. 2.6173/-	-
2017	5.20%	Rs. 4.5031/-	-
2018	4.80%	Rs. 5.3659/-	-
2019	7.70%	Rs. 8.1115/-	-
2020	14.80%	Rs. 16.4172/-	-
2021	6.96%	Rs. 7.2642/-	-
2022	7.97%	Rs. 9.1418/-	

* Fund launch on 14 April 2007

7. Alfalah GHP Stock Fund (AGSF)

The Scheme shall seek long-term capital growth by investing primarily in a diversified pool of equities and equity related investments.

The Scheme shall construct a diversified portfolio of equity and other Authorized Investments. At least 70% of the Net Assets of the Scheme shall remain invested in listed equity securities during the year on quarterly average investment calculated on daily basis. The remaining Net Assets shall be invested in cash and/or near cash instruments, which shall include cash in bank account (excluding TDRs), and treasury bills not exceeding 90 days maturity. The Scheme shall not take exposure to Continuous Funding System (CFS).

The equity stocks shall be evaluated based on a combination of growth and value parameters. The best companies shall then be chosen from each sector. The final portfolio shall be determined taking into consideration the relative attractiveness of each sector. The Benchmark for Alfalah GHP Stock Fund is KSE- 100 Index. The performance of AGSF will be compared against KSE-100 Benchmark. If the Fund Manager makes correct decisions on timing and selection of stocks, the Fund Manager should outperform the Benchmark and vice versa.

The Fund shall invest in the asset classes mentioned in the Offering Document under the heading Authorized Investment.

Fund Name	Alfalah GHP Stock Fund (AGSF)
Fund Type	Open End
Nature of Fund	Equity Scheme
Date of Launching	15 July 2008
Fund Size as at May 31, 2023	Rs. 1,130.57 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 90.6653/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2009	32.90%	-	-
2010	26.09%	Rs. 23.52 /-	25.311
2011	30.32%	Rs. 34.58 /-	34.2173
2012	13.34%	Rs. 24.57 /-	22.9360
2013	66.38%	Rs. 18.75 /-	18.2666
2014	24.58%	Rs. 45.45 /-	44.5620
2015	27.70%	Rs. 14.4405/-	-
2016	14.88%	Rs. 0.5001/-	7.2129
2017	28.70%	Rs. 5.3760/-	-
2018	-14.60%	Rs. 14.9984/-	-
2019	-17.40%	-	-
2020	-3.70%	-	-
2021	38.89%	Rs. 18.6001/-	-

2022	-19.86%	-	-
-------------	---------	---	---

* Fund launch on 15 July 2008

8. Alfalah GHP Islamic Income Fund (AGIIF)

The Scheme shall be Shariah based. The Scheme shall seek to provide good total return through a combination of current income and long-term capital appreciation, consistent with reasonable investment risk in a Shariah Compliant manner. The management team shall ensure the active implementation of prudent investment practices, the highest professional standards and compliance with applicable laws.

The Scheme has been categorized as Shariah Compliant (Islamic) Income Scheme. The investment policy of the Scheme is constructed to ensure overall compliance with investment objective mentioned in the Offering Document. The Scheme shall invest in a blend of short, medium and long-term Shariah Compliant Islamic Income instruments. The investment policy shall focus on selecting instruments, executing transactions and constructing a portfolio to match the investment objective, subject to the Regulations and the directives and circulars issued by the Commission from time to time.

The investment policy of the Scheme shall select instruments from within the specified Shariah Compliant Authorized Investments and invest only in asset classes mentioned in the Offering Document.

Fund Name	Alfalah GHP Islamic Income (AGIIF)
Fund Type	Open End
Nature of Fund	Shariah Compliant (Islamic) Income Scheme
Date of Launching	3 December 2009
Fund Size as at May 31, 2023	Rs. 2,604 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 115.64/-
Credit Rating	“AA- (f)” by PACRA
Trustee	CDC Pakistan Limited
Auditor	EY Ford Rhodes & Co
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2010	9.03%	Nil	Nil
2011	10.20%	Rs. 2.19 /-	11.5181
2012	9.68%	Rs. 10.16 /-	10.1071
2013	7.35%	Rs. 7.33 /-	7.2977
2014	6.02%	Rs. 5.31 /-	5.2878
2015	6.90%	Rs. 7.5632/-	-
2016	4.91%	Rs. 4.8198/-	-
2017	5.35%	Rs. 4.7495/-	-
2018	4.22%	Rs. 4.2713/-	-
2019	7.60%	Rs. 9.7164/-	-

2020	11.56%	Rs. 11.2168/-	-
2021	6.40%	Rs. 6.6317/-	-
2022	9.09%	Rs. 8.7609/-	-

* Fund launch on 3 December 2009

9. Alfalah GHP Money Market Fund (AGMMF)

As an open-ended money market Fund, the Scheme shall seek to generate competitive returns consistent with low risk from a portfolio constituted of short-term instruments including cash deposits and government securities. The Fund will maintain a high degree of liquidity, with time to maturity of single asset not exceeding six months and with weighted average time to maturity of Net Assets not exceeding 90 days.

The Scheme has been categorized as Money Market Scheme. The investment policy of the Scheme is constructed to ensure overall compliance with investment objective mentioned above. Alfalah GHP Money Market Fund will strive to earn Benchmark returns, by investing in short term instruments consistent with low risk and high liquidity. The Fund seeks to maintain a high degree of liquidity by investing in short-term instruments, whereby the time to maturity of any asset shall not exceed six months and weighted average time to maturity of net assets shall not exceed 90 days. The Fund will invest primarily in the money market specifically in cash and near cash instruments such as cash in bank accounts (excluding TDRs), Government Securities, money market placements, and deposits, certificate of deposits, certificate of Musharaka (COM), TDRs, commercial papers and reverse repos. The Fund will not take any direct or indirect exposure to equities. The Fund aims to mitigate risk by following prudent investment criteria and investing solely in high quality instruments and entities. With respect to entity ratings, rating of any NBFC or Modaraba shall not be lower than AAA (Triple A) and rating of any bank or DFI shall not be lower than AA (Double A Category). Furthermore, rating of any security in the portfolio shall not be lower than AA (Double A Category). The Fund's portfolio will therefore be firmly committed to high quality assets associated with low levels of risk.

Allocation among various instruments will be based on analysis of macro and micro economic variables such as interest rates, economic growth rates, political climate and analysis of the sector and entity in which the Fund intends to take exposure.

All investments made will be within the limits prescribed in the NBFC Regulations, as amended from time to time, or as otherwise specified by the SECP.

Fund Name	Alfalah GHP Money Market Fund (AGMMF)
Fund Type	Open End
Nature of Fund	Money Market Scheme
Date of Launching	27 May 2010
Fund Size as at May 31, 2023	Rs. 28,696.1 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 98.7/-
Credit Rating	“AA+ (f)” by PACRA
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Very Low
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2010	10.71%	Nil	Nil
2011	11.89%	Rs. 10.65 /-	10.6002
2012	11.79%	Rs. 7.01 /-	6.9914
2013	9.46%	Rs. 5.85 /-	5.8329
2014	8.18%	Rs. 7.40 /-	7.3744
2015	8.70%	Rs. 8.8576/-	-
2016	5.37%	Rs. 8.0288/-	-
2017	5.70%	Rs. 6.3483/-	-
2018	5.50%	Rs. 8.5683/-	-
2019	9.10%	Rs. 10.8407/-	-
2020	12.60%	Rs. 11.5341/-	-
2021	6.86%	Rs. 7.5727/-	-
2022	10.93%	Rs. 10.1049/-	-

* Fund launch on 27 May 2010

10. Alfalah GHP Sovereign Fund (AGSOF)

The investment objective of Alfalah GHP Sovereign Fund (AGSOF) is to deliver optimal risk adjusted returns by investing mainly in a mix of short to long term Government Securities and other debt instruments. The management team ensures the active implementation of prudent investment practices, the highest professional standards and compliance with applicable laws.

During the year, at least 70% of the net assets shall remain invested in Government Securities transactions based on quarterly average investment to be calculated on a daily basis, with the remainder invested in bank deposits or cash balance, money market placements, reverse repo, spread transactions, corporate bonds, Sukuks, and other authorized investments.

Fund Name	Alfalah GHP Sovereign Fund (AGSOF)
Fund Type	Open End
Nature of Fund	Income Scheme
Date of Launching	9 May 2014
Fund Size as at May 31, 2023	Rs. 368.712 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 121.56/-
Credit Rating	‘AA- (f)’ by PACRA
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2014	8.70%	Rs. 1.16 /-	1.1634

2015	16.60%	Rs. 13.6802/-	-
2016	7.42%	Rs. 4.6776/-	-
2017	5.50%	Rs. 5.8914/-	-
2018	5.00%	Rs. 5.2464/-	-
2019	7.70%	Rs. 7.4448/-	-
2020	16.20%	Rs. 16.7887/-	-
2021	6.33%	Rs. 6.6680/-	
2022	8.91%	-	

* Fund launch on 9 May 2014

11. Alfalah GHP Prosperity Planning Fund (AGPPF)

AGPPF is an Open-ended Fund of Funds Scheme that aims to generate returns on investment as per the respective Investment Plan by investing in Mutual Funds in line with the risk tolerance of the investor.

Investment Plans

The following Investment Plans are offered:

Alfalsh GHP Conservative Investment Plan

Alfalsh GHP Moderate Investment Plan

Alfalsh GHP Active Investment Plan

The “Alfalsh GHP Conservative Investment Plan” is an Investment Plan under the “Alfalsh GHP Prosperity Planning Fund” and primarily aims to provide stable returns. This Investment Plan is suitable for investors that have a relatively low risk tolerance and / or wish to save for the short to medium term.

The “Alfalsh GHP Moderate Investment Plan” is an Investment Plan under the “Alfalsh GHP Prosperity Planning Fund” and primarily aims to provide a mix of capital appreciation and stable returns. This Investment Plan is suitable for investors that have a relatively moderate risk tolerance and / or wish to save for the medium to long term.

The “Alfalsh GHP Active Investment Plan” is an Investment Plan under the “Alfalsh GHP Prosperity Planning Fund” with the objective to earn a potentially high return through active asset allocation between Equity scheme(s) and Income scheme(s) based on the Fund Manager’s outlook on the asset classes.

Fund Name	Alfalsh GHP Prosperity Planning Fund (AGPPF)		
Fund Type	Open End		
Nature of Fund	Fund of Funds Scheme		
Date of Launching	September 11, 2015		
Par Value	Rs.100/-		
Fund Size as at May 31, 2023	Alfalsh GHP Conservative Investment Plan	Rs. 226.93 M	
	Alfalsh GHP Moderate Investment Plan	Rs. 34.80 M	
	Alfalsh GHP Active Investment Plan	Rs. 45.59 M	

NAV per unit on May 31, 2023	Alfalah GHP Conservative Investment Plan	Rs. 117.5775
	Alfalah GHP Moderate Investment Plan	Rs. 108.0376
	Alfalah GHP Active Investment Plan	Rs. 100.4575
Trustee	CDC Pakistan Limited	
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants	
Risk Profile	Plan Specific	
Listing	Pakistan Stock Exchange	

Distribution Details are as under: Alfalah GHP Prosperity Planning Fund (AGPPF) –Active Investment Plan

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	7.78%	Rs. 0.2449/-	-
2017	16.65%	Rs. 8.0227/-	-
2018	-8.88%	Rs. 0.7619/-	-
2019	-6.88%	-	-
2020	-0.75%	Rs. 0.0918	-
2021	27.74%	Rs. 25.5144/-	-
2022	-6.84%	-	-

** Fund launch on 11 September 2015*

Distribution Details are as under: Alfalah GHP Prosperity Planning Fund (AGPPF) –Moderate Investment Plan

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	7.60%	Rs. 2.7502/-	-
2017	12.07%	Rs. 10.5442/-	-
2018	-2.63%	Rs. 4.3645/-	-
2019	-1.77%	-	-
2020	7.25%	Rs. 6.7166	-
2021	13.42%	Rs. 13.6649/-	-
2022	2.40%	Rs. 2.5436/-	-

** Fund launch on 11 September 2015*

Distribution Details are as under: Alfalah GHP Prosperity Planning Fund (AGPPF) – Conservative Investment Plan

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	5.53%	Nil	-
2017	8.46%	Rs. 4.5144/-	-

2018	0.989%	Rs. 7.6612/-	-
2019	3.74%	Rs. 4.5499/-	-
2020	9.48%	Rs. 9.542/-	-
2021	9.71%	Rs. 9.1594/-	-
2022	6.39%	Rs. 6.6795/-	-

12. Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF)

Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF) is an Open-ended Shariah Compliant Fund of Funds Scheme that aims to generate returns on investment as per the respective Investment Plan by investing in Shariah compliant Mutual funds in line with the risk tolerance of the investor.

Investment Plans

The following Investment Plans are offered:

Alfalah GHP Islamic Balance Investment Plan
 Alfalah GHP Islamic Active Investment Plan
 Alfalah GHP Islamic Active Investment Plan-2

The “Alfalah GHP Islamic Balanced Investment Plan” is an Investment Plan under the “Alfalah GHP Islamic Prosperity Planning Fund” and primarily aims to provide stable returns. This Investment Plan is suitable for investors that have a relatively low risk tolerance and / or wish to save for the short to medium term.

The “Alfalah GHP Islamic Active Investment Plan” is an Investment Plan under the “Alfalah GHP Islamic Prosperity Planning Fund” with the objective to earn a potentially high return through active asset allocation between Islamic Equity scheme(s) and Islamic Income scheme(s) based on the Fund Manager’s outlook on the asset classes.

Fund Name	Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF)		
Fund Type	Open End		
Nature of Fund	Shariah Compliant Fund of Funds Scheme		
Date of Launching	June 09, 2016		
Par Value	Rs.100/-		
Fund Size as at May 31, 2023	Alfalah GHP Islamic Balanced Investment Plan	Rs. 189.23 M	
	Alfalah GHP Islamic Moderate Investment Plan	Rs. 115.61 50 M	
	Alfalah GHP Islamic Active Investment Plan 2	Rs. 96.26 M	
	Alfalah GHP Islamic Active Investment Plan 3	Rs. –	
	Alfalah Islamic Capital Preservation Plan – 4	Rs. 18.88 M	
	Alfalah Islamic Capital Preservation Plan – 5	Rs. -	

Alfalsh Asset Allocation Fund – Consolidated Offering Document

NAV per unit on May 31, 2023	Alfalsh GHP Islamic Balanced Investment Plan	Rs. 111.98
	Alfalsh GHP Islamic Moderate Investment Plan	Rs. 115.62
	Alfalsh GHP Islamic Active Investment Plan 2	Rs. 98.88
	Alfalsh GHP Islamic Active Investment Plan 3	Rs. -
	Alfalsh Islamic Capital Preservation Plan – 4	Rs. 110.37
	Alfalsh Islamic Capital Preservation Plan – 5	Rs. -
Trustee	CDC Pakistan Limited	
Auditor	EY Ford Rhodes & Co	
Risk Profile	Plan Specific	
Listing	Pakistan Stock Exchange	

Distribution Details are as under: Alfalsh GHP Islamic Prosperity Planning Fund (AGIPPF) – Balanced Investment Plan

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	0.10%	Rs. 0.0696/-	-
2017	7.80%	Rs. 2.9251/-	-
2018	0.52%	Rs. 6.0074/-	-
2019	3.18%	Rs. 3.3133/-	-
2020	9.04%	Rs. 8.8238	-
2021	10.06%	Rs. 9.1196/-	-
2022	7.97%	Rs. 7.6181/-	-

* Fund launch on 09 June 2016

Distribution Details are as under: Alfalsh GHP Islamic Prosperity Planning Fund (AGIPPF) – Moderate Investment Plan

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	-0.86%	Nil	-
2017	7.43%	Rs. 7.2592/-	-
2018	-8.05%	-	-
2019	4.94%	Rs. 4.5953/-	-
2020	5.94%	Rs. 5.4490/-	-
2021	17.00%	Rs. 12.0278	-
2022	10.25%	Rs. 10.1797	-

* Fund launch on 09 June 2016

Distribution Details are as under: Alfalsh GHP Islamic Prosperity Planning Fund (AGIPPF) – Active Investment Plan 2

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock

Alfalsh Asset Allocation Fund – Consolidated Offering Document

2016	-	Nil	-
2017	0.84%	Rs. 6.4865/-	-
2018	-8.36%	-	-
2019	-1.93%	-	-
2020	1.26%	Rs. 1.6799	-
2021	24.50%	Rs. 15.0483/-	-
2022	-7.30%	-	-

** Fund launch on 01 Nov 2016*

Distribution Details are as under: Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF) – Active Investment Plan 3

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	-	Nil	-
2017	-0.31%	Rs. 0.0716/-	-
2018	-4.44%	-	-
2019	-2.41%	-	-
2020	1.12%	Rs. 12.6758	-
2021	23.91%	-	-
2022	5.59%	-	-

** Fund launch on 21 June 2017*

Distribution Details are as under: Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF) – Capital Preservation Plan 4

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2018	-	-	-
2019	3.91%	Rs. 3.7162/-	-
2020	7.43%	Rs. 7.3595	-
2021	4.49%	Rs. 5.0917/-	-
2022	1.86%	Rs. 1.5049/-	-

** Fund launch on 13 July 2018*

Distribution Details are as under: Alfalah GHP Islamic Prosperity Planning Fund (AGIPPF) – Capital Preservation Plan 5

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2018	-	-	-
2019	3.60%	Rs. 3.4161/-	-
2020	7.94	Rs. 7.8755	-
2021	4.36%	-	-
2022	1.36%	-	-

** Fund launch on 14 Dec 2018*

13. Alfalah GHP Islamic Dedicated Equity Fund (AGIDEF)

Alfalah Asset Allocation Fund – Consolidated Offering Document

Alfalah GHP Islamic Dedicated Equity Fund (AGIDEF) is an Open-end Shariah Compliant Islamic Equity Fund. The objective of AGIDEF is to provide other 'Fund of Funds' Schemes an avenue for investing in Shariah Compliant Equities.

Fund Name	Alfalah GHP Islamic Dedicated Equity Fund (AGIDEF)
Fund Type	Open End
Nature of Fund	Shariah Compliant Equity Scheme
Date of Launching	23 May 2017
Fund Size as at May 31, 2023	Rs. 60.09 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 64.21/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under: Alfalah GHP Islamic Dedicated Equity Fund (AGIDEF)

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2016	-	-	-
2017	-3.12%	-	-
2018	-12.50%	0.00	-
2019	-24.00%	-	-
2020	-0.8%	-	-
2021	38.03%	-	-
2022	-20.02%	-	-

* Fund launch on 23 May 2017

14. Alfalah GHP Islamic Value Fund (AGIVF)

Alfalah GHP Islamic Value Fund (AGIVF) is an Open-end Shariah Compliant Islamic Asset Allocation Fund. The objective of AGIVF is to earn a potentially high return through allocation of assets between Shari'ah Compliant Equity Instruments, Shari'ah Compliant Fixed Income Instruments and any other Shari'ah Compliant instrument as permitted by the SECP and Shari'ah

Fund Name	Alfalah GHP Islamic Value Fund (AGIVF)
Fund Type	Open End
Nature of Fund	Shariah Compliant Asset Allocation Scheme
Date of Launching	12 October 2017
Fund Size as at May 31, 2023	Rs. 2,403.2 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 102.67/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized	Payout
-------------------	-------------------	---------------

	Return (p.a.)	Cash	Stock
2018	0.50%	-	-
2019	-10.8%	Rs. 0.236/-	-
2020	0.4%	Rs. 0.329/-	-
2021	7.87%	Rs. 6.6178/-	
2022	9.34%	Rs. 8.4367/-	

* Fund launch on 12-10-2017

15. Alfalah Islamic Rozana Amdani Fund (AIRAF)

As an open-ended money market Fund, the scheme shall seek to generate returns and to meet liquidity needs of investors by providing investors a daily dividend by investing in low risk and highly liquid Shari’ah Compliant money market instruments.

The Scheme has been categorized as Money Market Scheme. The investment policy of the Scheme is constructed to ensure overall compliance with investment objective mentioned above. Alfalah Islamic Rozana Amdani Fund will strive to earn Benchmark returns, by investing in short term instruments consistent with low risk and high liquidity. The Fund seeks to maintain a high degree of liquidity by investing in short-term instruments, whereby the time to maturity of any asset shall not exceed six months and weighted average time to maturity of net assets shall not exceed 90 days. The Fund will invest primarily in the money market specifically in cash and near cash instruments such as cash in bank accounts (excluding TDRs), Shariah Compliant Government Securities, money market placements, and deposits, certificate of deposits, certificate of Musharaka (COM), TDRs, Islamic commercial papers and reverse repos. The Fund will not take any direct or indirect exposure to equities. The Fund aims to mitigate risk by following prudent investment criteria and investing solely in high quality instruments and entities. With respect to entity ratings, rating of any NBFC or Modaraba shall not be lower than AAA (Triple A) and rating of any bank or DFI shall not be lower than AA (Double A Category). Furthermore, rating of any security in the portfolio shall not be lower than AA (Double A Category). The Fund’s portfolio will therefore be firmly committed to high quality assets associated with low levels of risk.

Allocation among various instruments will be based on analysis of macro and micro economic variables such as interest rates, economic growth rates, political climate and analysis of the sector and entity in which the Fund intends to take exposure.

All investments made will be within the limits prescribed in the NBFC Regulations, as amended from time to time, or as otherwise specified by the SECP.

Fund Name	Alfalah Islamic Rozana Amdani Fund
Fund Type	Open End
Nature of Fund	Shari’ah Compliant Islamic Money Market Scheme
Date of Launching	18 Sep 2020
Fund Size as at May 31, 2023	Rs. 29,017.5 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 100.0000/-
Credit Rating	“AA (f)” by PACRA
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Very Low
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2021	6.58%	Rs. 9.2572 /-	-
2022	9.70%	Rs. 9.3915 /-	-

16. Alfalah Islamic Prosperity Planning Fund 2-Capital Preservation Fund-6

The objective of the plan is to to earn a potentially high return through dynamic asset allocation between Islamic Equity Scheme, Islamic Money Market scheme and Islamic Income Scheme based Collective Investment Schemes (CIS) using CPPI methodology and cash & near cash instruments, while providing Capital Preservation of the Initial Investment Value at maturity of the plan based on the Fund Manager’s outlook on the assets classes.

Fund Name	Alfalah Islamic Prosperity Planning Fund 2-Capital Preservation Fund-6
Fund Type	Open End
Nature of Fund	Shariah Compliant Fund of Fund Scheme-CPPI
Date of Launching	14 March 2022
Fund Size as at May 31, 2023	Rs. 172.22 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 112.29/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2022	0.88%	Rs. 15.83/ -	-

17. Alfalah Consumer Index Exchange Trading Fund

Alfalah Consumer Index Exchange Traded Fund (ACIETF) is an open-ended scheme that is traded on Pakistan Stock Exchange and shall aim to track the performance of the Benchmark index. The index shall be periodically re-balanced & reconstituted as specified in the offering document in order to provide long-term capital appreciation and dividends yield to the investors.

Fund Name	Alfalah Consumer Index Exchange Traded Fund
Fund Type	Open End
Nature of Fund	Exchange Traded Fund
Date of Launching	17 January 2022
Fund Size as at May 31, 2023	Rs. 42.12 million

Alfalah Asset Allocation Fund – Consolidated Offering Document

Par Value	Rs.10/-
NAV per unit on May 31, 2023	Rs. 6.6/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Period End	Annualized Return (p.a.)	Payout	
		Cash	Stock
2022	-0.62%	Rs. -	-

18. Alfalah GHP Dedicated Equity Fund

Alfalah GHP Dedicated Equity Fund (AGDEF) is an Open-end Equity Fund. The objective of AGDEF is to provide 'Fund of Funds' Schemes an avenue for investing in Equities

Fund Name	Alfalah GHP Dedicated Equity Fund
Fund Type	Open End
Nature of Fund	Equity Scheme
Date of Launching	28 November 2022
Fund Size as at May 31, 2023	Rs. 50.07 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 99.79/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

19. Alfalah Islamic Money Market Fund

The investment objective of the Fund is to generate regular and stable returns by investing primarily in Shariah Compliant Banks and windows of conventional Banks and any other Shariah compliant money market instruments.

Fund Name	Alfalah Islamic Money Market Fund
Fund Type	Open End
Nature of Fund	Shariah Compliant Money Market
Date of Launching	14 April 2023
Fund Size as at May 31, 2023	Rs. 5,705 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 102.29/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

20. Alfalah Stable Return Fund

Alfalah Asset Allocation Fund – Consolidated Offering Document

Alfalah Stable Return Fund is an Open-ended Fixed Return Fund that aims to generate returns on investment as per the respective Investment Plan by investing in avenues such as government securities, cash in bank account, money market placements, deposits, certificate of deposits, certificate of musharakahs.

Fund Name	Alfalah Stable Return Fund
Fund Type	Open End
Nature of Fund	Fixed Return Fund
Date of Launching	31 August 2022
Fund Size as at May 31, 2023	Rs. 1,072.5 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 100.24/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

21. Alfalah Islamic Stable Return Fund

The investment objective of the Fund is to provide promised return to unit holders at maturity by investing in authorized investable avenues

Fund Name	Alfalah Islamic Stable Return Fund
Fund Type	Open End
Nature of Fund	Sharaih Compliant Fixed Return Fund
Date of Launching	07 June 2023
Fund Size as at May 31, 2023	Rs. 579 million
Par Value	Rs.100/-
NAV per unit on May 31, 2023	Rs. 100.4/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

22. Alfalah Government Securities Fund

The investment objective of the Fund through its Investment Plans, will seek maximum possible preservation of capital and a reasonable rate of return by investing primarily in Government Securities.

Fund Name	Alfalah Government Securities Fund
Fund Type	Open End
Nature of Fund	Sovereign Income Scheme
Date of Launching	September 10, 2024
Fund Size as at Dec 31, 2024	Rs. 16,723 million
Par Value	Rs.100/-
NAV per unit on Dec 31, 2024	Rs. 103.39/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Medium
Listing	Pakistan Stock Exchange

23. Alfalah Strategic Allocation Fund

Alfalsh Asset Allocation Fund – Consolidated Offering Document

The Plans under the Fund will seek achieving high returns through dynamic asset allocation between equity schemes, income or money market schemes and other collective investment schemes.

Fund Name	Alfalsh Strategic Allocation Fund
Fund Type	Open End
Nature of Fund	Asset Allocation Fund of Funds Scheme
Date of Launching	November 21, 2024
Fund Size as at Dec 31, 2024	Rs. 101 million
Par Value	Rs.100/-
NAV per unit on Dec 31, 2024	Rs. 101.3510/-
Trustee	CDC Pakistan Limited
Auditor	A.F Ferguson & Co. Pakistan, Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

24. Alfalsh Income & Growth Fund (Formerly Faysal Income & Growth Fund)

The prime objective of Alfalsh Income & Growth Fund (Formerly Alfalsh Income & Growth Fund) is to provide superior long-term risk adjusted returns by investing in a diverse pool of fixed income securities, including money market instruments; in particular, the aim is to minimize interest rate risk through duration management and default risk through portfolio diversification. The Fund will employ prudent and disciplined investment management, and maximize the total investment return through systematic and informed security selection.

Fund Name	Alfalsh Income & Growth Fund (Formerly Faysal Alfalsh Income & Growth Fund)
Fund Type	Open End
Category	Aggressive Fixed Income Scheme
Date of Launching	October 10, 2005
Par Value	100
Stability Rating	A(f) (PACRA)
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalsh Income & Growth Fund (Formerly Faysal Income & Growth Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2006	1,501.00	105.59	7.73%	5.50%
2007	2,553.60	112.86	12.75%	12.75%
2008	2,304.00	103.43	9.94%	10.00%
2009	722.97	101.8	8.90%	8.00%
2010	746.97	104.12	11.04%	10.75%
2011	604.00	104.45	9.71%	9.00%
2012	530.54	107.11	13.55%	11.50%
2013	565.62	105.92	9.50%	8.50%
2014	460.12	104.92	8.82%	8.98%
2015	556.63	105.15	12.14%	12.50%

2016	1,836.48	105.56	9.41%	9.50%
2017	1,003.46	105.86	4.56%	4.26%
2018	902.33	111.31	5.15%	4.89%
2019	544.83	106.36	7.81%	7.59%
2020	773.49	106.57	11.19%	11.00%

25. Alfalah Money Market Fund - II (Formerly Faysal Money Market Fund)

Alfalah Money Market Fund - II (Formerly Alfalah Money Market Fund) aims to generate competitive returns with minimum risk and enhanced liquidity by investing primarily in short-term government securities, term deposits and money market instruments with weighted average time to maturity of Net Assets not exceeding 90 days.

Fund Name	Alfalah Money Market Fund - II (Formerly Faysal Money Market Fund)
Fund Type	Open End
Category	Money Market Scheme
Date of Launching	December 13, 2010
Par Value	100
Stability Rating	AA (f) (PACRA)
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah Money Market Fund - II (Formerly Faysal Money Market Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2011	579.74	103.68	11.20%	5.75%
2012	1,639.45	102.87	10.98%	10.60%
2013	2,782.10	102.27	9.06%	8.45%
2014	5,191.66	100.86	8.35%	8.05%
2015	3,329.63	101.06	8.35%	8.50%
2016	757.33	101.10	5.67%	5.70%
2017	783.16	101.35	7.14%	6.87%
2018	2,246.55	106.65	5.23%	4.97%
2019	2,768.78	101.7089	8.87%	1.35%
2020	5,253.45	101.8935	12.5	

			7%	
--	--	--	----	--

26 Alfalah Asset Allocation Fund (Formerly Faysal Asset Allocation Fund)

Alfalah Asset Allocation Fund (Formerly Alfalah Asset Allocation Fund) endeavors to provide investors with an opportunity to earn long-term capital appreciation optimizing through broad mix of asset classes encompassing equity, fixed income & money market instruments.

Fund Name	Alfalah Asset Allocation Fund (Formerly Faysal Asset Allocation Fund)
Fund Type	Open End
Category	Asset Allocation Scheme
Date of Launching	July 24, 2006
Par Value	100
Stability Rating	2 Star (1 Year Ranking) 2 Star (3 Year Ranking) 2 Star (5 Year Ranking) by PACRA updated on 26-Sep-2017.
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

n

Details are as under:

Alfalah Asset Allocation Fund (Formerly Faysal Asset Allocation Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2007	650.30	123.54	23.52%	19.26%
2008	544.83	91.31	- 10.48%	NIL
2009	231.21	56.34	- 38.30%	NIL
2010	305.51	73.64	30.70%	15.00%
2011	351.58	70.71	20.58%	4.75%
2012	297.08	65.95	-0.02%	NIL
2013	106.32	79.31	20.26%	12.75%
2014	125.90	68.94	17.01%	9.00%
2015	587.69	70.59	16.16%	9.50%
2016	738.80	68.85	-2.46%	NIL
2017	702.21	68.73	4.67%	5.08%
2018	186.78	53.86	- 21.64%	Nil
2019	95.05	42.57	- 20.96%	Nil
2020	113.69	43.35	1.83%	2.37%

27 Alfalah Stock Fund - II (Formerly Alfalah Stock Fund)

Alfalah Stock Fund - II (Formerly Alfalah Stock Fund) is to provide Capital growth by investing primarily in a diversified pool of equities and equity related investments. So as to diversify fund risk and to optimize potential returns.

Fund Name	Alfalah Stock Fund - II (Formerly Faysal Stock Fund)
Fund Type	Open End
Nature of Fund	Equity Scheme (Formerly Balanced Scheme)
Date of Launching	April 19, 2004
Par Value	Rs. 100/-
Stability Rating	3 Star (1 Year Ranking) 2 Star (3 Year Ranking) 1 Star (5 Year Ranking) by PACRA updated on January 07, 2016
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah Stock Fund - II (Formerly Faysal Stock Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2004	1,998	98.59	-1.57%	NIL
2005	1,761	112.9	14.70%	12.50%
2006	1,621	106.26	26.00%	26.00%
2007	1,076	121.49	21.16%	18.00%
2008	1,020	101.8	-0.09%	3.40%
2009	640	76	-24.00%	NIL
2010	516.30	92.71	21.99%	27.00%
2011	360.19	72.27	9.98%	9.55%
2012	210.02	59.78	-4.69%	NIL
2013	107.69	71.23	19.15%	10.85%
2014	119.80	61.79	14.69%	7.50%
2015	130.15	64.00	19.83%	10.00%
2016	107.30	65.08	7.39%	4.40%
2017	311.15	73.47	14.30%	NIL
2018	211.42	60.02	-18.31%	NIL
2019	116.48	43.07	-28.24%	NIL
2020	104.94	45.04	4.57%	8.96%

28 Alfalah MTS Fund (Formerly Alfalah MTS Fund)

The Fund provides a platform to diversify the portfolio within the income market primarily through the MTS market by providing leverage to investors looking to finance their exposure within the Stock Market through the Margin Trading System (MTS) offered by NCCPL. FMTSF shall act as trade financiers and will be able to provide trade financing for ‘Eligible Securities through NCCPL’.

Fund Name	Alfalah MTS Fund (Formerly Faysal MTS Fund)
Fund Type	Open End
Category	Income Scheme
Date of Launching	April 08, 2016
Par Value	100
Stability Rating	'A+'(f) (PACRA)
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co Chartered Accountants
Risk Profile	Moderate
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah MTS Fund (Formerly Faysal MTS Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2016	175.62	100.11	5.96%	1.31%
2017	172.60	100.29	6.14%	5.90%
2018	644.28	105.94	5.63%	5.35%
2019	838.28	100.80	8.80%	8.80%
2020	1000.64	101	13.04%	12.85%

29 Alfalah Financial Sector Opportunity Fund (Formerly Faysal Financial Sector Opportunity Fund)

Alfalah Financial Sector Opportunity Fund (Formerly Alfalah Financial Sector Opportunity Fund) seeks to provide a competitive rate of returns to its investors by investing in money market and debt instruments with major exposure in financial sector instruments.

Fund Name	Alfalah Financial Sector Opportunity Fund (Formerly Faysal Financial Sector Opportunity Fund)
Fund Type	Open End
Category	Income Scheme
Date of Launching	July 05, 2013
Par Value	100
Stability Rating	AA-(f) (PACRA)
Trustee	Central Depository Company of Pakistan Limited

Auditor	A.F. Ferguson & Co Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah Financial Sector Opportunity Fund (Formerly Faysal Financial Sector Opportunity Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2014	394.65	100.22	9.12%	8.52%
2015	204.36	100.23	7.41%	7.41%
2016	191.14	101.09	7.08%	6.25%
2017	102.07	101.41	5.27%	4.95%
2018	110.67	106.33	4.85%	4.61%
2019	702.44	101.79	8.68%	8.82%
2020	1,082	101.98	12.91%	12.73%

30 Alfalah Savings Growth Fund (Formerly Faysal Savings Growth Fund)

To generate competitive returns by investing primarily in debt and fixed income instruments having investment grade credit rating.

Fund Name	Alfalah Savings Growth Fund (Formerly Faysal Savings Growth Fund)
Fund Type	Open End
Category	Income Scheme
Date of Launching	May 12, 2007
Par Value	100
Stability Rating	AA-(f) (PACRA)
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	Medium
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah Savings Growth Fund (Formerly Faysal Savings Growth Fund)				
Year	Net Assets	NAV Per	Annual	Dividend Payout

Ended June 30		Unit	Yield	
2007	1,133	101.4	10.42%	1.25%
2008	4,044.80	103.58	9.97%	10.00%
2009	6,422.19	103	12.74%	12.75%
2010	7,070	103.17	10.98%	10.95%
2011	4,556	102.99	11.01%	10.75%
2012	1,726.45	103.26	11.14%	9.00%
2013	898.45	102.42	8.67%	7.85%
2014	1,418.35	101.46	8.81%	8.57%
2015	2,004.26	101.59	12.81%	12.85%
2016	4,111.37	101.68	7.75%	7.80%
2017	3,148.49	102.01	5.99%	5.65%
2018	2,187.33	107.01	4.90%	4.66%
2019	1,569.98	102.39	7.59%	7.45%
2020	2,610.85	102.52	11.67%	11.56%

31 Alfalah Financial Value Fund - II (Formerly Faysal Financial Value Fund)

The investment objective of the Fund is to seek long term capital appreciation through investments in equity stock, fixed income, Money Market, bank deposits primarily from the financial sector/segment/industry and any other instrument as defined in Constitutive documents.

Fund Name	Alfalah Financial Value Fund - II (Formerly Faysal Financial Value Fund)
Fund Type	Open End
Category	Sector Asset Allocation Scheme
Date of Launching	December 27, 2019
Par Value	100
Stability Rating	-
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	High
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah Financial Value Fund				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2020	1,691.66	106.44	5.67%	Nil

32 Alfalah Government Securities Fund - II (Formerly Faysal Government Securities Fund)

The objective of the Scheme is to provide competitive returns by investing primarily in government Securities.

Fund Name	Alfalah Government Securities Fund - II (Formerly Faysal Government Securities)
-----------	---

	Fund)
Fund Type	Open End
Category	Sovereign Income Scheme
Date of Launching	March 16,2020
Par Value	100
Trustee	Central Depository Company of Pakistan Limited
Auditor	A.F. Ferguson & Co, Chartered Accountants
Risk Profile	Low
Listing	Pakistan Stock Exchange

Distribution Details are as under:

Alfalah Government Securities Fund - II (Formerly Faysal Government Securities Fund)				
Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
2020	2,914.37	100.13	10.90%	2.93%

33 Alfalah Cash Fund - II (Formerly Faysal Cash Fund)

The Objective of the Fund is to seek maximum possible preservation of capital and a competitive rate of return via investing primarily in money market securities.

Details	Fund Name	Alfalah Cash Fund - II (Formerly Faysal Cash Fund)			
	Fund Type	Open End			
	Category	Money Market Scheme			
	Date of Launching	December 30,2020			
	Par Value	100			
	Trustee	Central Depository Company of Pakistan Limited			
	Auditor	A.F. Ferguson & Co, Chartered Accountants			
	Risk Profile	Low			
	Listing	Pakistan Stock Exchange			
	Alfalah Cash Fund - II (Formerly Faysal Cash Fund)				
	Year Ended June 30	Net Assets	NAV Per Unit	Annual Yield	Dividend Payout
	2020	Nil	Nil	Nil	Nil

Distribution are as under:

3.3 Role and Responsibilities of the Management Company

The Management Company shall manage, operate and administer the Scheme in accordance with the Rules, Regulations directives, circulars and guidelines issued by

SECP, the Deed and this Replacement Offering Document.

3.3.1 Administration of the Scheme

The Management Company shall administer the Scheme in accordance with the Rules, the Regulations, the Deed and this Replacement Offering Document and the conditions (if any), which may be imposed by the Commission from time to time.

3.3.2 Management of Fund Property

The Management Company shall manage the Fund Property in the interest of the Unit Holders in good faith, to the best of its ability and without gaining any undue advantage for itself or any of its Connected Persons and group companies or its officers, and subject to the restrictions and limitations as provided in the Deed and the Rules and Regulations. Any purchase or sale of investments made under any of the provisions of the Deed shall be made by the Trustee according to the instructions of the Management Company in this respect, unless such instructions are in conflict with the provisions of the Deed or the Rules and Regulations. The Management Company shall not be liable for any loss caused to the Trust or to the value of the Fund Property due to elements or circumstances beyond its reasonable control.

The Management Company shall comply with the provisions of the Regulations, the Deed and this Replacement Offering Document of the Scheme for any act or matter to be done by it in the performance of its duties and such acts or matters may also be performed on behalf of the Management Company by any officer(s) or responsible official(s) of the Management Company or by any nominee or agent appointed by the Management Company and any act or matter so performed shall be deemed for all the purposes of the Deed to be the act of the Management Company. The Management Company shall be responsible for the acts and omissions of all persons to whom it may delegate any of its functions, as if these were its own acts and omissions and shall account to the Trustee for any loss in value of the Trust Property where such loss has been caused by willful act and / or omission or of its officers, officials or agents.

3.3.3 Appointment of Distributors

The Management Company, shall from time to time under intimation to the Trustee appoint, remove or replace one or more suitable persons, entities or parties as Distributor(s) for carrying on Distribution Function(s) at one or more location(s) locally or internationally. The Management Company may also itself act as a Distributor for carrying on Distribution Functions and updated list of distributors would be available on official website of the Management Company.

The Management Company shall ensure, where it delegates the Distribution Function, that:

- (a) the Distributors to whom it delegates, have acquired registration from SECP in line with SRO. 1160(I) 2015 dated November 25, 2015 as registered service provider.
- (b) the written contract with the Distributors clearly states the terms and conditions for avoidance of frauds and sales based upon misleading information of Collective Investment Scheme.
- (c) The Management Company and Distributor shall not:
 - i. involve either directly or indirectly in the mis-selling of Collective Investment Scheme;

- ii. sell units of Collective Investment Scheme directly or indirectly by making a false and mis-leading statement, concealing or omitting material facts of the Scheme and concealing the risk factors associated with the Scheme;
- (d) The Management Company or distributor shall take reasonable care to ensure suitability of the scheme to the investor.
- (e) The Management Company or distributor shall ensure that;
 - i. any performance reporting/ presentation is accompanied by all explanations, qualifications, limitations and other statements that are necessary to prevent such information from misleading investors.
 - ii. Promotional materials do not contain untrue statements or omit to state facts that are necessary in order to prevent the statements from being misleading, false or deceptive.
- (f) Performance is measured and presented after taking into account the risk-tolerance, investment objectives, level of understanding and knowledge of the recipient.

3.3.4 Appointment of Investment Facilitator

The Management Company may, at its own responsibility & cost, from time to time appoint Investment Facilitators to assist it in promoting sales of Units. An update list of investment facilitators appointed by the Management Company shall be made available at all times on the websites of the Management Company.

The Management Company shall ensure, where it appoints the investment facilitator, that:

- (a) the investment facilitator have acquired registration with the Mutual Funds Association of Pakistan (MUFAP) as registered service providers and are abiding by the code of conduct prescribed by the Association; and

- (b) the written contract with the Investment facilitator clearly states the terms and conditions for avoidance of frauds and sales based upon misleading information.

3.3.5 Maintenance of Accounts and Records

The Management Company shall maintain at its principal office, complete and proper accounts and records to enable a complete and accurate view to be formed of the assets and liabilities and the income and expenditure of the Scheme, all transactions for the account of the Scheme, amounts received by the Scheme in respect of issue of Units, payments made from the Scheme on redemption of the Units and by way of distributions and payments made at the termination of the Scheme. The Management Company shall maintain the books of accounts and other records of the Scheme for a period of not less than ten years.

The Management Company shall ensure that no entry and exit from the Scheme (including redemption and re-issuance of Units to the same Unit Holders on different NAVs) shall be allowed other than the following manners, unless permitted otherwise by the Commission under the Regulations:

- (a) cash settled transaction based on the formal issuance and redemption requests.
- (b) net off issuance and redemption transaction at same net asset value when redemption request is ready to disburse and rank at the top in the list of pending redemption requests (if any).

The Management Company shall clearly specify Cut-Off Timings (for acceptance of application forms of issuance, redemption, and conversion of Units of the Scheme) in this Replacement Offering Document, on its web site and at designated points. Such Cut-Off Timing shall uniformly apply on all Unit Holders.

The Management Company shall ensure all valid redemption request are paid based on ranking of the request in a queue.

3.3.6 Back Office Accounting

The Management Company has delegated its Back Office Accounting Function to IT Minds Limited in line with SECP Circular No. 24/2013 dated December 06, 2013, as amended from time to time.

3.4 Maintenance of Unit Holders Register

3.4.1 A Register of Unit Holders may be maintained by the Management Company itself or such other company, as the Management Company may appoint after giving prior notice to the Unit Holders.

3.4.2 The office of the Transfer Agent is located at **CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi, Pakistan**, where Register of Unit Holder will maintain.

3.4.3 Every Unit Holder will have a separate Registration Number. The Management Company shall use such Registration Number for recording Units held by the Unit Holder. Unit Holder's account identified by the registration number will reflect all the transactions in that account held by such Unit Holder.

3.4.4 Disclaimer

The Management Company shall not be under any liability except such liability as may be expressly assumed by it under the Rules, Regulations and the Constitutive Documents, nor shall the Management Company (save as herein otherwise provided) be liable for any act or omission of the Trustee nor for anything except for its own gross negligence or willful breach of duty and the acts and omissions of all persons to whom it may delegate any of its functions as manager as if they were its own acts and omissions. If for any reason it becomes impossible or impracticable to carry out the provisions of the Constitutive Documents, the Management Company shall not be under any liability therefore or thereby and it shall not incur any liability by reason of any error of law or any matter or thing done or suffered or omitted to be done in good faith hereunder. The Management Company shall not be liable for any loss caused to the Fund or to the value of the Trust Property due to any elements or circumstances of Force Majeure.

3.5 Role of the Trustee

- The trustee shall perform its role as specified in the Rules, Regulation and directives issued there under, this Deed and this Replacement Offering Document.
- The Trustee shall exercise all due diligence and vigilance in carrying out its duties and in protecting the interests of the Unit Holder(s). The Trustee shall not be under any liability on account of anything done or suffered by the Trust, if the Trustee had acted in good faith in performance of its duties under this Trust Deed or in accordance with or pursuant to any request of the Management Company provided it is not in conflict with the provisions of this Trust Deed or the Rules and Regulations. Whenever pursuant to any provision of this Trust Deed, any instruction, certificate, notice,

direction or other communication is required to be given by the Management Company, the Trustee may accept as sufficient evidence thereof:

- a document signed or purporting to be signed on behalf of the Management Company by any authorized representative(s) whose signature the Trustee is for the time being authorized in writing by the Management Committee to accept; and
 - any Instructions received online through the software solution adopted by the Management Company/Trustee in consultation with each other shall be deemed to be instructions from the authorized representative(s).
- The Trustee shall not be liable for any loss caused to the Fund or to the value of the Trust Property due to any elements or circumstances of Force Majeure.
 - In the event of any loss caused due to any gross negligence or willful act and/or omission, the Trustee shall have an obligation to replace the lost investment forthwith with similar investment of the same class and issue together with all rights and privileges pertaining thereto or compensate the Trust to the extent of such loss. However the trustee shall not be under any liability thereof or thereby and it shall not incur any liability by reason of any error of law or any matter or thing done or suffered or omitted to be done in good faith hereunder.

3.5.1 Obligations under Regulations and Constitutive Document

The Trustee shall perform all the obligations entrusted to it under the Regulations, circulars, directives, the Deed and this Replacement Offering Document and discharge all its duties in accordance with the Rules, Regulations, the Trust Deed and this Replacement Offering Document. Such duties may also be performed on behalf of the Trustee by any officer or responsible official of the Trustee or by any nominee or agent appointed by the Trustee under intimation to the Management Company. Provided that the Trustee shall be responsible for the willful acts and omissions of all persons to whom it may delegate any of its duties, as if these were its own acts and omissions and shall account to the Trust for any loss in value of the Fund Property where such loss has been caused by negligence or any reckless willful act or omission of the Trustee or any of its attorney (ies), or agents.

3.5.2 Custody of Assets

The Trustee has the responsibility for being the nominal owner and for the safe custody of the assets of the Fund on behalf of the beneficial owners (the Unit Holders), within the framework of the Regulations, the Trust Deed and Replacement Offering Document issued for the Fund.

3.5.3 Investment of Fund Property at direction of Management Company

The Trustee shall invest the Fund Property from time to time at the direction of the Management Company strictly in terms of the provisions contained and the conditions stipulated in the Deed, this Replacement Offering Document(s), the Regulations, circulars, directives and the conditions (if any) which may be imposed by the Commission from time to time.

3.5.4 Carrying out instructions of the Management Company

The Trustee shall carry out the instructions of the Management Company in all matters including investment and disposition of the Fund Property unless such instructions are in

conflict with the provisions of the Deed, this Replacement Offering Document(s), the Regulations, the Circulars and Directives of SECP or any other applicable law.

3.5.5 Liabilities of the Trustee

The Trustee shall not be under any liability except such liability as may be expressly assumed by it under the Rules, the Regulations and/or the Deed, nor shall the Trustee (save as herein otherwise provided) be liable for any act or omission of the Management Company or for anything except for loss caused due to its willful acts or omissions or that of its agents in relation to any custody of assets of investments forming part of the Fund Property. If for any reason it becomes impossible or impracticable to carry out the provisions of the Deed the Trustee shall not be under any liability therefor or thereby and it shall not incur any liability by reason of any error of law or any matter or thing done or suffered or omitted, to be done in good faith hereunder. The Trustee shall not be liable for any loss caused to the Trust or to the value of the Fund Property due to any elements or circumstances beyond its reasonable control.

3.5.6 Disclaimer

The Trustee shall not be under any liability except such liability as may be expressly assumed by it under the Rules and Regulations and the Deed nor shall the Trustee be liable for any act or omission of the Management Company nor for anything except for loss caused due to its willful acts or omissions or that of its agents in relation to any custody of assets of investments forming part of the Trust Property. If for any reason it becomes impossible or impracticable to carry out the provisions of the Deed the Trustee shall not be under any liability therefore or thereby and it shall not incur any liability by reason of any error of law or any matter or thing done or suffered or omitted to be done in good faith hereunder.

3.6 Transfer Agent

The Management Company has appointed **ITMinds Limited** having its registered office at **CDC House, 99-B, Block ‘B’, S.M.C.H.S., Main Shahrah-e-Faisal, Karachi, Pakistan**, as the Transfer Agents of **AAAF**. The **ITMinds Limited** will be responsible for maintaining the Unit Holder’s Register, preparing and issuing account statements, Unit Certificates and dividend warrants/advice and providing related services to the Unit Holders.

3.7 Custodian

Central Depository Company of Pakistan Limited, the trustee will also be performing the functions of the custodian of the Trust Property. The salient features of the custodial function are:

- (a) Segregating all property of the Fund from Custodian’s own property and that of its other clients.
- (b) Assuring the smooth inflow/outflow of dematerialized securities and such other instruments as required.
- (c) Ensuring that the benefits due on investments are received and credited to the Fund’s account.

The Trustee may, in consultation with the Management Company, from time to time, appoint, remove or replace one or more Custodian(s) for performing the Custodian Function at one or more locations, on terms and conditions to be agreed between the

Custodian and the Trustee and agreed by the Management Company for the safe keeping of any portion of the Trust Property.

3.8 Distributors/Facilitators

- (a) Parties detailed in **Annexure “C”** of this Replacement Offering Document have each been appointed as Distributors to perform the Distribution Functions at their Authorized Branches. The addresses of these branches are given in **Annexure “C”** of this Replacement Offering Document; these branches may be increased or decreased by the Management Company from time to time. The Management Company may, from time to time, appoint additional Distributors (if they fulfill the requirement of regulations) or terminate the arrangement with any Distributor and intimate the Trustee and Commission accordingly. The Management Company may itself perform the functions of a Distributor either directly or through sub-distributors.
- (b) The Distributors will be responsible for receiving applications for Purchase, Redemption, Conversion or Transfer of Units etc. They will be interfacing with and providing services to Unit Holders, including receiving applications for change of address or other particulars or applications for issuance of duplicate certificates, requests for income tax exemption or Zakat exemption, etc. for immediate transmission to the Management Company or Transfer Agent as appropriate for further action. The Management Company shall remunerate the Distributors out of its resources and/or from Sales Load.
- (c) The Management Company may, at its sole discretion, from time to time, appoint Investment Facilitators (Facilitators). The Facilitators’ function is to identify, solicit and assist investors in investing in the Fund. The Management Company shall remunerate the Facilitators out of its resources and/or from Front-end Load.

3.9 Auditors

A.F Ferguson & Co.
Chartered Accountants

(Registered Address)
State Life Building No. 1-C I.I
Chundrigar Rd, City Railway Colony,
Karachi City, Sindh

- (a) They will hold office until the transmission of the reports and accounts, which will cover the period from commencement of the Trust up to the end of the Accounting Period and will, afterwards, be eligible for reappointment by the Management Company with the concurrence of the Trustee. However, an auditor may be reappointed for such terms as stipulated by the Regulations and/or the Ordinance, as amended from time to time. The appointment of Auditor and contents of the Auditor’s report shall be in accordance with the provisions of the Rules and Regulations.
- (b) The Auditors shall have access to the books, papers, accounts and vouchers of the Trust, whether kept at the office of the Management Company, Trustee, Custodian, Transfer Agent or elsewhere and shall be entitled to require from the Management Company, Trustee and their Directors, Officers and Agents such information and explanations as considered necessary for the performance of audit.
- (c) The Trustee shall be entitled to require the Auditors to provide such further reports as may be agreed between the Trustee and the Management Company as may be

considered necessary to facilitate the Trustee in issuing the certification required under the Regulations.

- (d) The Auditors shall prepare a written report to the Unit Holders on the accounts and books of accounts of the Trust and the balance sheet, profit and loss account, cash flow statement and statement of movement in Unit Holders' Funds and on every other document forming part of the balance sheet and profit and loss account, including notes, statements or schedules appended thereto.
- (e) The contents of the Auditors report shall be as mentioned in the Regulations.

3.10 Legal Advisors

The legal advisors of the Fund are:

Mohsin Tayebaly & Co.

Barristers & Advocates, Corporate Legal Consultants
2nd Floor, Dime Centre,
BC-4 Block 9, KDA Scheme 9,
Clifton, Karachi Pakistan

3.11 Bankers

The bankers to the Fund may include Faysal Bank Limited, Bank Alfalah Limited and any other bank as per the discretion of the Management Company to change from time to time.

In addition to the above-mentioned Banks, the Management Company may appoint any other Banks with the approval of its Board of Directors. The Trustee shall operate the bank accounts on instruction from the Management Company.

3.11.1 Bank Accounts

- (a) The Trustee, at the request of the Management Company, shall open Bank Account(s) titled: **CDC Trustee Alfalah Asset Allocation Fund (Formerly Faysal Asset Allocation Fund)** for the Unit Trust at designated Bank(s) inside or outside Pakistan, subject to the relevant laws, Trust Deed, Rules and Regulations, for collection, investment, redemption or any other use of the Trust's Funds.
- (b) The Management Company may also require the Trustee to open Bank Account(s) as Distribution Account(s) for dividend distribution out of the Unit Trust. Notwithstanding anything in the Deed, the beneficial ownership of the balances in the Accounts shall vest in the Unit Holders.
- (c) All bank charges for opening and maintaining Bank Accounts for the Trust shall be charged to the Fund.
- (d) All income, profit etc. earned in the Distribution Account(s), including those accruing on unclaimed dividends, shall form part of the Trust Property for the benefit of the Unit Holders and shall be transferred periodically from the Distribution Account(s) to the main Bank Account of the Trust.
- (e) The amounts received from the Investors before the Initial Period shall be deposited in a Bank Account of the Fund and any income, profit etc earned and/or accrued on the investments of that amount upto and including the day before the opening of Initial Period shall not form part of the Trust Property and shall be paid by the

Management Company or the Trustee to those Investors participated before the Offering Period, either in cash or in additional Units as selected by those Investors, in proportion of their investments.

- (f) The Trustee shall, if requested by the Management Company at its discretion also open a separate Account designated by the Management Company. These account(s) may be used for the purpose of collection of sale proceeds, where collections received on account of subscription of Units by investors of various unit trusts and the administrative plans that are managed by the Management Company shall be held prior to their being allocated and transferred to pertinent unit trust(s). Such account(s) may also be used for temporary parking for the purpose of redemption. Provided however, in relation to the other unit trusts managed by the Management Company mentioned above, there are similar provisions in the trust deeds of such Funds and have Trustee as common between them. such accounts shall be in the title of **CDC-Trustee FAML Funds**.

3.12 Rating of the Scheme

The Management Company will be obliged to obtain a rating of the Scheme, once the Scheme becomes eligible for rating as per the criteria of the rating agency, and such rating shall be updated at least once every Financial Year and also published in the annual and quarterly reports of the Scheme as well as on the Management Company's website.

3.13 Minimum Fund Size

The minimum size of an open end scheme shall be one hundred million rupees at all times during the life of the scheme. In case of after the initial public offering or subsequently at any time if the size of open end scheme falls below that minimum size of one hundred million rupees, the asset management company shall ensure compliance with the minimum fund size within three (3) months of its breach and if the fund size remains below the minimum fund size limit for conservative ninety (90) days the asset management company shall immediately intimate the grounds to the commission upon which it believes that the scheme is still commercially viable and its objective can still be achieved.

3.14 Service Provider

The Management Company has signed an agreement with **ITMinds Limited** (Service Provider) having its registered address at **CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi**, to appoint ITMinds Limited as service provider. The appointment has been made after due assessment of Service Provider capacity which includes availability of relevant IT infrastructure and Systems along with competent human resources to undertake the Back Office functions.

4. CHARACTERISTICS OF UNITS

4.1 Units

All Units and fractions thereof represent an undivided share in the Fund and rank pari passu as to their rights in the net assets, earnings, and the receipt of the dividends and distributions. Each Unit Holder has a beneficial interest in the Fund proportionate to the Units held by such Unit Holder. For the convenience of investors, the Management Company may issue Units with different options for different arrangements as chosen by the investor from time to time, after seeking prior approval of the Commission and amending the Replacement Offering document.

4.2 Classes of Units

- (a) **Class “A” Units** issued to the Investors participated before the Initial Period (Pre-IPO) and during Initial Period (IPO).
- (b) **Class “B” Units** which shall be offered and issued after the Initial Period of Offer, with Front-end Load at the discretion of the Management Company.
 - The Management Company may, with the consent of the Trustee and after obtaining prior approval of the Commission, introduce and offer other classes of Units. In addition to this, the Management Company may also impose or waive Front end load/Back end load at its discretion to any class of units.
 - In case the Management Company announces a suspension of further issue of Units of the Fund, it may allow existing Unit Holders to continue acquiring Units out of any dividend declared under the above options.

4.3 Administrative Plan

The Management Company may introduce more Administrative Plans over the Fund in the future with a prior notice of minimum 7 days to Unit Holders after seeking prior approval of the Commission.

4.4 Purchase and Redemption of Units

- (a) Units are purchased at the Offer Price and redeemed at the Redemption Price at any of the Authorized Distribution Offices during Business Hours on any Dealing Day in accordance with the procedure set out in of this Replacement Offering Document.
- (b) Units of the Scheme shall be allocated on the basis of Purchase (Offer) Price applicable on the date of receipt of duly completed purchase application along with the online payment/ payment instrument within cutoff timings.
- (c) Units are issued after realization of subscription money.
- (d) During the period the register is closed, the sale, redemption and conversion of Units will be suspended.
- (e) The Management Company may decline an applicant for issue of units if it is of the opinion that it will not be possible to invest the substantial inflow of Funds or to meet any regulatory requirements.

4.5 Procedure for Purchase of Units

4.5.1 Who Can Apply?

Any investor or any related group of investors qualified or authorized to purchase the Units may make applications for the Purchase of Units in the Fund. Application may be made pursuant to the procedures described in paragraph 4.4.2 below by any qualified or authorized investor(s) including, but not limited to, the following:

- (a) Citizens of Pakistan resident in Pakistan. In respect of minors below 18 years of age, applications may only be made by their guardians.

- (b) Companies, corporate bodies, financial institutions, banks, partners of a firm and societies incorporated in Pakistan provided such investment is permitted under their respective memorandum and articles of association and / or bye-laws.
- (c) Pakistanis resident abroad, foreign nationals and companies incorporated outside Pakistan can apply for Units subject to the regulations of the State Bank of Pakistan and the Government of Pakistan and any such regulations and laws that may apply to their place of residence, domicile and citizenship. The payment of dividends and redemption proceeds to such investors shall be subject to the relevant taxation and exchange regulations / laws. Any person making an application for the Purchase of Units in the Fund shall warrant that he/she is duly authorized to purchase such Units.
- (d) Provident Funds constituted by companies registered under the Companies Ordinance, 1984, subject to conditions and investment limits as laid down in Employees Provident Fund (Investment in Listed Securities) Rules, 1996, as amended from time to time, including by SROs.
- (e) Provident, Pension and Gratuity Funds constituted by organizations other than companies under Section 20 (h) of the Trusts Act 1882, (11 of 1882).
- (f) Insurance companies under the Insurance Ordinance, 2000.
- (g) Non-Profit Organization under Rule 213 (i) of the Income Tax Rules, 2002.
- (h) Fund of Funds.

How can Units be purchased?

4.5.2 Account Opening Procedure

The procedure given below is designed for paper-based transactions. The Management Company at a later date after seeking approval of the Commission may introduce electronic/Internet based options for opening of account and the transactions.

- (a) Before purchasing Units of the Fund an investor must open an account with Management Company using the Account Opening Form attached to this Replacement Offering Document.
- (b) In case of individuals, a photocopy of the Computerized National Identity Card (CNIC), NICOP or Passport etc of the applicant or any other form of identification acceptable to the Management Company needs to be furnished
- (c) In case of a body corporate or a registered society or a trust the following documents would be required,
 - (i) Duly certified copy of the memorandum and articles of association/ Charter/ Byelaws or rules and regulations;
 - (ii) Duly certified copy of power of attorney and/or relevant resolution of the board of directors / trustees/ governors delegating any of its officers to invest the Funds and/ or to realize the Investment; and
 - (iii) Duly certified copy of the Computerized National Identity Card (CNIC) of the officer to whom the authority has been delegated.

(iv) The Management Company may also require other documents for processing account opening request in accordance with the laws as may be applicable from time to time.

- (d) In case of existing Unit Holders, if any of the documents (in a-c above) have previously been submitted with the Management Company and/or Transfer Agent, fresh submission of documents will not be required provided that submitted documents are acceptable to Management Company. However, the account number must be provided to facilitate linking.

Any change in particulars of Unit Holder including name or address or bank account as entered in the Register shall forthwith notified in writing by relevant unit holder to the distributor company or transfer agent.

- (e) The Distribution Company and/or Management Company will be entitled to verify the particulars given in the Account Opening Form. In case of any incorrect information, the application may be rejected if the applicant fails to rectify the discrepancy.
- (f) If subsequent to receipt of the application by the Distributor, but prior to issue of the Units, the application is found by the Registrar or the Distributor to be incomplete or incorrect in any material manner, the Registrar or the Distributor will advise the applicant in writing to remove the discrepancy, in the meanwhile the application will be held in abeyance for fifteen days and in the event the discrepancy is not removed in the said fifteen days, the amount will be refunded without any interest or mark-up. However, in the event Units have been issued and a material discrepancy is discovered subsequent to that, the Registrar or the Distributor will advise the applicant in writing to remove the discrepancy within fifteen days and if the investor, in the opinion of the Registrar, fails to remove the discrepancy without good cause, the Units shall be redeemed at the Redemption Price fixed on the date the Units are so redeemed. The Unit Holder shall not be entitled to any payment beyond the redemption value so determined.
- (g) The Investor Account Opening Form can be lodged with any Distributor or directly lodged with the Management Company. No other person (including Investment Facilitators) is authorized to accept the forms or payment.
- (h) The Management Company will make arrangements, from time to time, for receiving Account Opening Forms from outside Pakistan and will disclose these arrangements through its website and its Distributors and agents outside Pakistan.

4.5.3 Joint Application

- (a) Joint application can be made by up to four applicants. Such persons shall be deemed to hold Units on principal holder basis. However, each person must sign the Account Opening Form and submit a copy of Computerized National Identity Card, NICOP, Passport and other identification document.
- (b) The principal Holder shall receive all notices and correspondence with respect to the account, as well as proceeds of any redemption, or dividend payments. Such person's receipt or payment into the person's designated bank account shall be considered as a valid discharge of obligation by the Trustee and the Management Company.
- (c) In the event of death of the principal Holder, the person first in the order of survivor(s) as stated in the Account Opening Form, shall be the only person recognized by the

Trustee and the Management Company to receive all notices and correspondences with regard to the accounts, as well as proceeds of any redemption requests or dividend. Such person's acknowledgement of receipt of proceeds shall be considered as the valid discharge of obligation by the Trustee and the Management Company.

Provided however the Trustee and/or the Management Company may at their discretion request the production of a Succession Certificate from an appropriate Court before releasing of redemption requests or dividends in cases of doubts or disputes among the Joint Unit Holders and/or the legal heirs or legal representatives of the deceased.

4.5.4 Purchase of Units

- (a) After opening an account an account holder may purchase Units of the Fund using the Investment Application Form attached to this Replacement Offering Document. Payment for the Units must accompany the form.
- (b) Application for Purchase of Units shall be made by completing the prescribed Investment Application Form and submitting it to the authorized branches of the Distributor or to the Management Company together with the payment by cheque, bank draft, pay order or online transfer as the case may be in favor of Trustee Bank Account and crossed "Account Payee only" as specified below;
 - (i) Demand draft or Pay order in favor of **CDC- Trustee Faysal Asset Allocation Fund**
 - (ii) Online transfer to Bank Account(s) of **CDC- Trustee Faysal Asset Allocation Fund**
 - (iii) Cheque (account payee only marked in favor of **CDC- Trustee Faysal Asset Allocation Fund**)
- (c) The Management Company may also notify, from time to time, arrangements or other forms of payment within such limits and restrictions considered fit by it with the prior approval of Commission.
- (d) Applicants must indicate their account number in the Investment Application Form except in cases where the Investor Account Opening Form is sent with the Investment Application Form.
- (e) The applicant must obtain a copy of the application signed and stamped by an authorized officer of the Distributor acknowledging the receipt of the application, copies of other documents prescribed herein and the demand-draft, pay-order, cheque or deposit slip as the case may be. Acknowledgement for applications and payment instruments can only be validly issued by Distributors.
- (f) The Distribution Company and/or Management Company will be entitled to verify the detail given in the Investment Form. In case of any incorrect information, the application may be rejected if the applicant fails to rectify the discrepancy (except for discrepancy in payment instrument, in which case application will be rejected immediately).
- (g) The Management Company will make arrangements, from time to time, for receiving Investment Request Forms and payments from outside Pakistan and will disclose these arrangements through its website and its Distributors and agents outside Pakistan.

4.5.5 Minimum Amount of Investment

Initially Units shall be issued at Par Value of **Rs 100/-** with a minimum investment size of **Rs.5,000/-** (Rupees Five Thousand Only) and thereafter the minimum amount for investment would be of **Rs. 1,000/-** (Rupees One Thousand Only) per transaction, at applicable NAV or purchase price, other than reinvestment of Dividend and Bonus Units. The Management Company reserves the right to alter the minimum amounts stated hereinabove after giving (30) thirty days prior notice to the Unit Holders. However, enhancement in current minimum monetary investments shall not take effect retrospectively.

4.5.6 Determination of Purchase (Public Offer) Price

- (a) Units offered during the Initial period will be as specified in clause 1.6.
- (b) After the Initial Period, the Purchase (Offer) Price for the Unit offered through Public Offering, shall be determined from time to time pursuant to the Sub clause (c) hereafter and shall be announced by the Fund for Dealing Days during the period when the Fund is open for subscription.
- (c) The Purchase (Offer) Price shall be equal to the sum of:
 - (i) The Net Asset Value as of the close of the Business Day (Forward pricing);
 - (ii) Any Front-end Load as disclosed in this Replacement Offering Document;
 - (iii) Such amount as the Management Company may consider an appropriate provision for Duties and Charges;
 - (iv) Such amount as the Management Company may consider an appropriate provision for Transaction Costs; and
 - (v) Such amount shall be adjusted upward to the nearest decimal places.

If such price exceed or falls short of the current value of the underlying assets by more than five percent based on information available, the assets Management Company shall defer dealing and calculate a new price and this new price would be applicable for dealing of units.

- (d) The Purchase (Offer) Price so determined shall apply to purchase requests, received by the Distributor or the Management Company during the Business Hours on the Dealing Day on which the completely and correctly filled purchase of Units application form is received.
- (e) The Purchase (Offer) Price determined by the Management Company shall be made available to the public at the office and branches of the Distributors and will also be published daily on the Management Company's and MUFAP's website.

4.5.7 Allocation/ Issue of Units

- (a) The Purchase Price determined shall apply to all Investment Request Forms, complete in all respects, received by the Management Company at its registered address or by the Distributor at its Authorized Branch(s) during Business Hours on that Dealing Day. Any Investment Request Forms received after Business Hours will be transferred to the next Dealing Day.

- (b) Units will be allocated at the Purchase Price as determined in clause 4.4.6 above and issued after realization of Funds in the bank account of the Fund.
- (c) The Transfer Agent shall send an account statement or report to the Unit Holder each time there is an activity in the account. Such statements or report shall be sent by electronic means or ordinary mail to the Unit Holder's address recorded in the Register of Unit Holders.
- (d) In case the Management Company announces a suspension of further issue of Units of Fund, it may allow existing Unit Holder to continue acquiring Units out of any dividend declared on the Units held.

4.5.8 Issuance of Physical Certificates

- (a) Unit Certificates will be issued only if requested by the Unit Holder.
- (b) Unit Holder can apply for the issue of Certificate by completing the prescribed application form and submitting it to the relevant Distribution Company together with a fee at the rate of Rs. Nil per Certificate or any other amount as determined by the Management Company from time to time.
- (c) The Certificate will be posted at the applicant's risk within 21 Business Days after the request for the Certificate has been made to the address of the Unit Holder or to the address of the principal Unit Holder, if the relevant Unit or Units are jointly held.
- (d) The Certificate will be available in such denomination as Management Company and the Trustee decide from time to time. Unless, the Unit Holder has instructed to the contrary, the minimum number of Certificates will be issued.
- (e) A Unit or any fraction thereof shall not be represented by more than one Certificate at any one time.

4.5.9 Replacement of Certificates

- (a) The Transfer Agent or Management Company may replace Certificates, which are defaced, mutilated, lost or destroyed on application received by them from the Unit Holder on the prescribed form on the payment of all costs and on such terms as to evidence, indemnity and security as may be required. Any defaced or mutilated Certificate must be surrendered before a new Certificate is issued.
- (b) The Unit Holder shall on application on prescribed form be entitled to consolidate the entire holding in the Fund into one (01) Certificate upon surrender of existing Certificates.
- (c) Each new issue of Certificates will require payment of Rs. Nil per Certificate, subject to revisions of fee from time to time by the Management Company.

4.5.10 Issuance of Units in Book Entry form in CDS

Unit Holder may obtain Units in Book Entry form in CDS. The Issuance of Units in CDS shall be made in accordance with the procedure laid down in CDCPL Regulations.

4.6 Procedure for Redemption of Units

4.6.1 Who Can Apply?

All Unit Holders shall be eligible for redemption after the closure of the Initial Period.

4.6.2 Redemption Application Procedure

- (a) Request for Redemption of Units shall be made by completing the prescribed redemption form and the same is received at the Authorized Branch or office of the Distributor on a Dealing Day during the Business Hours as may be announced by the Management Company from time to time. The Distributor may retain a copy of the Redemption Form and a copy may also be supplied to the Registrar, if so required by the Management Company.
- (b) The Management Company may redeem only part of the Units comprised in a Certificate and reissue a new Certificate for the remaining Units, however, in the case where Certificate is not issued any number of Units may be redeemed by the Unit Holder thereof. The relevant Certificate shall accompany the application for Redemption of Units, if issued. At the discretion of the Management Company certificate charges may apply for the reissued Certificate.
- (c) The Registrar with the consent of the Trustee may dispense with the production of any Certificate that shall have become lost, stolen or destroyed upon compliance by the Unit Holder(s) with the like requirements to those arising in the case of an application by him for the replacement thereof.
- (d) In case of application for redemption by joint Unit Holders, unless otherwise specified by the joint holders, such application should be signed by all the joint Holders as per their specimen signatures provided at the time of opening of the account within the Unit Holder Register, through the investor account opening Form.
- (e) The Distribution Company or the Registrar shall verify the particulars given in the application for Redemption of Units. The signature of any Unit Holder or joint Unit Holder on any document required to be signed by him under or in connection with the application for redemption of Units may be verified by Management Company or the Registrar or otherwise authenticated to their reasonable satisfaction. In case of submission of electronic on-line redemptions the Unit Holder's user ID and password will authenticate his identity.
- (f) The Unit Holder will receive a note confirming the receipt of the application for redemption from the relevant Distribution Office.
- (g) If subsequent to receipt of the redemption application by the Distributor, but prior to the redemption of the Units, the application is found by the Management Company or the Registrar or the Distributor to be incomplete or incorrect in any material manner, the Management Company or Registrar or the Distributor will advise the applicant to remove the discrepancy. In the meanwhile, the application will be held in abeyance for fifteen days. In the event the discrepancy is not removed in the said fifteen days, the application for redemption will be cancelled treating the same as null and void. The Unit Holder will then have to submit a fresh application for Redemption of Units.
- (h) The Management Company shall ensure all valid redemption request are paid based on ranking of the request in a queue.

- (i) The amount payable on redemption shall be paid to the Unit Holder or principal Unit Holder by dispatching a cheque/ bank draft/ pay order for the amount to the registered address of the Unit Holder or may be paid to the Unit Holder through Electronic Bank transfer to the Unit Holder's designated bank account as mentioned in the Investor Account Opening Form or Redemption form within six Business Days from the date of presentation of the duly completed Redemption form, electronic or otherwise, at the Authorized Branch or office of the Distributor or the Management Company.

The amount can also be paid to the third party upon instruction of the Unit Holder through Electronic Bank transfer to the Unit Holder's designated bank account as mentioned in the Investor Account Opening Form or Redemption form.

- (j) No Money shall be paid to any intermediary except the Unit Holder or his authorized representative.
- (k) The Management Company may make arrangements through branches of banks to facilitate redemption of Units of the Unit Trust. A request for redemption of Units may also be made through the use of electronic means including but not limited to such as Internet or ATM facilities under prior arrangement with the Trustee and seeking prior approval of the Commission.
- (l) The receipt of the Unit Holders for any amount payable in respect of the Units shall be a good discharge to the Trustee and the Management Company. In case of joint Unit Holders any one of them may give effectual receipt for any such moneys.
- (m) Application for Redemption of Units will be received at the authorized offices or branches of the Distributor on all Dealing Days. Where redemption requests on any one Dealing Day exceed ten (10) percent of either the total number of Units outstanding, such redemption requests in excess of ten (10) percent may be deferred in accordance with the procedure elaborated in the Clause 4.10.4.
- (n) On the occurrence of any circumstance specified in the Regulation or the Deed that may require the Fund should be suspended, the Management Company shall suspend the Sale and Redemption of Units and the intimation of suspension shall be made to the Unit Holders, the Trustee and the Commission according to the procedure laid down in the Regulation.

4.6.3 Redemption of Units in Book Entry form in CDS

Unit Holder may redeem their Units held in Book Entry form in CDS. The Redemption of Units in CDS shall be made in accordance with the procedure laid down in CDCPL Regulations.

4.7 Purchase (Public Offer) and Redemption (Repurchase) of Units outside Pakistan

- 4.7.1 Subject to exchange control, SECP prior approval and other applicable laws, Rules and Regulations, in the event of arrangements being made by the Management Company for the Purchase (Public Offer) of Units to persons not residing in Pakistan or for delivery in any country outside Pakistan, the price at which such Units may be issued may include in

addition to the Purchase (Public Offer) Price as hereinbefore provided a further amount sufficient to cover any exchange risk insurance, any additional stamp duty or taxation whether national, local or otherwise leviable in that country in respect of such issue or of the delivery or issue of Certificates, or any additional costs relating to the delivery of certificates or the remittance of money to Pakistan or any other cost in general incurred in providing this facility.

- 4.7.2 In the event that the Redemption Price for Units shall be paid in any country outside Pakistan, the price at which such Units may be redeemed may include as a deduction to the Redemption Price as hereinbefore provided a further amount sufficient to cover any exchange risk insurance and any additional stamp duty or taxation whether national, local or otherwise leviable in that country in respect of such payment or redemption or any bank or other charges incurred in arranging the payment or any other cost in general incurred in providing this facility. Provided however, neither the Management Company, nor the Trustee give any assurance or make any representation that remittance would be allowed by the State Bank of Pakistan at the relevant time
- 4.7.3 The currency of transaction of the Trust is the Pakistan Rupee and the Management Company, Trustee or any Distributor are not obliged to transact the purchase or redemption of the Units in any other currency and shall not be held liable, save as may be specifically undertaken by the Management Company, for receipt or payment in any other currency or for any obligations arising therefrom.

4.8 Determination of Redemption (Repurchase) Price

- 4.8.1 The Redemption (Repurchase) Price shall be equal to the Net Asset Value as of the close of Business Day forward pricing:
- (a) Any Back-end Load as per the details in this Replacement Offering Document;
 - (b) Such amount as the Management Company may consider an appropriate provision for Duties and Charges and other levies etc;
 - (c) Such amount as the Management Company may consider an appropriate provision for Transaction Costs; and
 - (d) Such amount shall be adjusted downward to the nearest decimal places.

Level of all back end loads shall be disclosed in the Replacement Offering Document. An increase in Back End load will require thirty (30) days prior notice to the Unit Holder or any other period as specified in the Regulations.

- 4.8.2 The Repurchase (Redemption) Price so determined shall apply to redemption requests, complete in all respects, received by the Distributor or the Management Company during the Business Hours on the Dealing Day on which a correctly and properly filled redemption application is received.
- 4.8.3 The Redemption Price determined by the Management Company shall be made available for every Dealing day to the public at the office and branches of the Distributors and at the discretion of the Management Company may also be published in any daily newspaper widely circulated in Pakistan and will be published at Management Company's and MUFAP's website.

4.9 Procedure for Requesting Change in Unit Holder Particulars

- 4.9.1 **Who Can Request Change?**

All Unit Holders are eligible to change their Unit Holder details if they so desire. For such change in particulars, a request shall be made via the Special Instructions Form (Form 07). These Forms may be obtained from Distributors or Investment Facilitators or from the Management Company or through its website. However, if Units are held in CDS account then request should be made through CDS Participant or the Investor Account Service (IAS) with which the account is maintained, according to the procedure laid down in CDC Regulations.

4.9.2 Application Procedure for Change in Particulars

- (a) Some of the key information which the Unit Holder can change is as follows:
 - i. Change in address;
 - ii. Nominee detail;
 - iii. Change in Bank Account details;
 - iv. Account Operating instructions;
 - v. Frequency of profit payments; and
 - vi. Systemic Conversion Option

Change will not be allowed in Title of account, CNIC and Joint holders details.

- (b) Fully completed Special Instructions Form has to be submitted by both Individuals and/or Institutional Investor(s). This Form should be delivered to any of the Authorized Branches of the Distribution Companies or may be submitted to the Management Company through an Investment Facilitator within Business Hours on a Dealing Day.
- (c) The applicant must obtain a copy of the Special Instructions Form signed and duly verified by an Authorized Officer of the Distributor or Management Company.
- (d) The Distribution Company and /or Management Company will be entitled to verify the particulars given in the Special Instructions Form. In case of any incorrect information the application may be rejected if the applicant does not rectify the discrepancy.
- (e) The Unit Holder will be liable for any taxes, charges or duties that may be levied on any of the above changes. These taxes, charges or duties may either be recovered by redemption of Unit Holder equivalent Units at the time of the service request or the Management Company may require separate payment for such services.
- (f) Unless the Joint Unit Holder(s) of Units have specified otherwise, all the Joint Unit Holder(s) shall sign the Special Instructions Form for such Units.

4.9.3 Transfer, Nomination & Transmission

- (a) Unit Holder may, subject to the law, transfer any Units held by them to any other person. The transfer shall be carried out after the Management Company/Transfer Agent has been satisfied that all the requisite formalities including the payment of any taxes and duties have been complied with.
- (b) Both the transferor and the transferee must sign every instrument of transfer and the transferor shall be deemed to remain the Holder of the Units transferred until the name of the transferee is entered in the register. Every instrument of transfer must be duly completed in all respects including affixation of transfer stamps of the requisite value.

- (c) Where Certificates have been issued, the Management Company / Transfer Agent with the consent of the Trustee may dispense with the production of any Certificate that shall have become lost, stolen or destroyed upon compliance by the Unit Holder(s) with the like requirements to those arising in the case of an application by him for the replacement thereof as provided in this Replacement Offering Document. The Management Company or the Transfer Agent shall retain all instruments of transfer.
- (d) The Transfer Agent shall, with the prior approval of the Management Company or the Management Company itself be entitled to destroy all instruments of transfer or the copies thereof, as the case may be, which have been registered at any time after the expiration of ten years from the date of registration thereof and all the Certificates which have been cancelled at any time after the expiration of ten years from the date of cancellation thereof and all registers, statements and other records and documents relating to the Trust at any time after the expiration of ten years from transmission to the Trust. The Trustee or the Management Company or the Transfer Agent shall be under no liability, whatsoever, in consequence thereof and it shall conclusively be presumed in favor of the Trustee or the Management Company or the Transfer Agent that every Unit of Transfer so destroyed was a valid and effective instrument duly and properly registered by the Trustee or the Management Company or the Transfer Agent and that every Certificate so destroyed was a valid Certificate duly and properly cancelled, provided that (i) this provision shall apply only to the destruction of a document in good faith and without notice of any claim (regardless of the parties thereto) to which the document may be relevant; (ii) nothing in this sub-clause shall impose upon the Trustee or the Management Company or the Transfer Agent any liability in respect of the destruction of any document earlier than as aforesaid or in any case where the conditions of provision (i) above are not fulfilled. Reference herein to the destruction of any document includes reference to the disposal thereof in any manner. Complete list of unclaimed dividends will be maintained by AMCs and shall not be destroyed. Unit Holder may nominate any successor/ nominee for transmission, subject to all legal requirements, in case of the decease of Unit Holder.
- (e) Transmission of Units to successors in case of inheritance or distribution of the estate of a deceased Unit Holder shall be processed by the Transfer Agent or the Management Company itself as Registrar after satisfying as to all legal requirements such as intimation of death of deceased Unit Holder along-with certified copy of death certificate, indemnity from nominee along-with copy of CNIC of nominee and deceased Unit Holder, original unit certificate (in case of physical certificate) etc. If considered necessary the Management Company may also require either heirship or succession certificate for the purpose of determining entitlement of the deceased Unit Holder's property. The legal costs and taxes, if any, shall be borne and paid by the transferees. However, the processing fee shall not be payable by successors or the beneficiaries of the estate in the case of transmission. The Management Company shall pay the relevant processing fee to the Transfer Agent.
- (f) A Unit Holder may convert the Units in a Unit Trust of the Scheme managed by the Management Company into Units of another Unit Trust Scheme managed by the Management Company by redeeming the Units of first Scheme and issuance of Units of later Scheme(s) at the relevant price applicable for the day. The Transfer Agent or Management Company itself shall carry out the conversion after satisfying that all the requisite formalities have been fulfilled and payment of the applicable taxes, fees and/or load, if any, has been received. The Management Company may impose a time limit before which conversion may not be allowed.
- (g) A Unit Holder may merge the Units which he/she has invested with two folio/registration numbers into one folio/ registration number. The Transfer Agent shall carry out the merger after satisfying that all the requisite formalities have been completed and payment of applicable taxes and fee, if any, has been received.

4.9.4 Partial Transfer

Partial transfer of Units covered by a single Certificate is permitted provided that in case of physical certificates issued, the Unit Holder must apply for splitting of the unit certificate representing the partial amount and then the new certificate shall be applied for transfer.

4.10 Procedure for Pledge / Lien / Charge of Units

4.10.1 Who Can Apply?

- (a) All Unit Holders are eligible to apply for pledge / lien / charge of Units if they so desire. Such Pledge / Lien / Charge can be made via the Pledge of Units Form as attached in Annexure “D” of this Replacement Offering Document. These forms may be obtained from Distributors or Investment Facilitators or from the Management Company or through its website. However, if Units are held in CDS account then request should be made to the CDS Participant or the Investor Account Service (IAS) with which the account is maintained, according to the procedure laid down in CDC Regulations.
- (b) Any Unit Holder either singly or with Joint Unit Holder(s) (where required) may request the Management Company or Transfer Agent to record a pledge / lien of all or any of his / her/ their Units in favor of any third party legally entitled to invest in such Units in its own right. The Management Company or Transfer Agent shall register a lien on any Unit in favor of any third party with the consent of the Management Company. However, the lien shall be valid only if evidenced by an account statement or letter issued by the Management Company or Transfer Agent with the Units marked in favor of the Pledgee. The onus for due process having been followed in registering a lien shall lie with the party claiming the lien.
- (c) The lien once registered shall be removed by the authority of the party in whose favor the lien has been registered or through an order of a competent court. Neither the Trustee, nor the Management Company, nor the Transfer Agent, shall be liable for ensuring the validity of any such pledge / charge / lien. The disbursement of any loan or undertaking of any obligation against the constitution of such pledge/charge/lien by any party shall be at the entire discretion of such party and neither the Trustee nor the Management Company and the Transfer Agent shall take any responsibility in this matter.
- (d) Payments of cash dividends or the issue of bonus Units and redemption proceeds of the Units or any benefits arising from the said Units that are kept under lien / charge / pledge shall be paid to the order of the lien / charge / pledge holder’s bank account or posted to the registered address of Pledgee mentioned in the Pledge Form and/or Investor Account Opening Form submitted. In case of Units are pledged through Central Depository System, payments of cash dividends or the issuance of bonus Units goes to the Pledgor as per Central Depositories Act.
- (e) The Distribution Company and / or Management Company will be entitled to verify the particulars given in the Pledge Form. In case of any incorrect information the application may be rejected if the applicant does not rectify the discrepancy.
- (f) Fully completed Pledge of Units Form has to be submitted by both Individuals and/or non-individuals Unit Holders. This Form should be delivered to any of the Authorized Branches of the Distribution Companies or may be submitted to the Management Company directly or through an Investment Facilitator within Business Hours on a Dealing Day.

- (g) All risks and rewards, including the right to redeem such Units and operate such account, shall vest with the pledge / lien / charge holder. This will remain the case until such time as the pledge / lien / charge holder in writing to the Management Company instructs otherwise.

4.11 Temporary Change in Method of Dealing, Suspension of Dealing and Queue System

4.11.1 Temporary Change in the Method of Dealing

Under the circumstances mentioned in Clause 4.10.2 & 4.10.3, Subject to compliance with Regulation (having regard to the interests of Unit Holders), the Management Company may request the Trustee to approve a temporary change in the method of dealing in Units.

A permanent change in the method of dealing shall be made after expiry of at least one month's notice to Unit Holders and with the approval of Trustee.

4.11.2 Suspension of Fresh Issue of Units

The Management Company may, under the following circumstances, suspend issue of fresh Units.

- The situation of Force Majeure as defined in this Replacement Offering Document;
- A situation in which it is not possible to invest the amount received against issuance of fresh Units or
- Any other situation in which issuance of fresh Units is, in Management Company's opinion, against the interests of the existing/remaining Unit Holders.

Such suspension may however not affect existing Unit Holders for the issue of bonus Units as a result of profit distribution. The Management Company shall announce the details of circumstances at the time a suspension of fresh issue is announced. The Management Company shall immediately notify SECP and Trustee if issuance of Units is suspended and shall also have the fact published, immediately following such decision, in the newspapers in which the Fund's prices are normally published.

In case of suspension of redemption of Units due to extraordinary circumstances the issuance of Units shall also be kept suspended until and unless redemption of Units is resumed.

Investment application form received on the day of suspension will not be processed and the amount received shall be returned to the investor.

4.11.3 Suspension of Redemption of Units

The Redemption of Units may be suspended during extraordinary circumstances/ Force Majeure.

Redemption requests received on the day of the suspension shall be rejected.

4.11.4 Queue System

In the event redemption requests on any day exceed ten percent (10%) of the Units in issue, the Management Company may invoke a Queue System whereby requests for redemption shall be processed on a first come first served basis for up to ten percent (10%) of the Units in issue. The Management Company shall proceed to sell adequate assets of the Fund and /

or arrange borrowing as it deems fit in the best interest of all Unit Holders and shall determine the redemption price to be applied to the redemption requests based on such action. Where it is not practical to determine the chronological ranking of any requests in comparison to others received on the same Dealing Day, such requests shall be processed on basis proportionate to the size of the requests. The Management Company shall provide all redemption requests duly timed and date stamped to the Trustee within 24 hours of receipt of any such request following the queue system. The requests in excess of ten percent (10%) shall be treated as redemption requests qualifying for being processed on the next Dealing Day at the price to be determined for such redemption requests. However, if the carried over requests and the fresh requests received on the next Dealing Day still exceed ten percent (10%) of the Units in issue, these shall once again be treated on first come first served basis and the process for generating liquidity and determining the redemption price shall be repeated and such procedure shall continue till such time the outstanding redemption requests come down to a level below ten percent (10%) of the Units then in issue.

4.11.5 Winding up in view of Major Redemptions

In the event the Management Company is of the view that the quantum of redemption requests that have built up are likely to result in the Fund being run down to an unsustainable level or it is of the view that the selloff of assets is likely to result in a significant loss in value for the Unit Holders who are not redeeming, it may announce winding up of the Fund. In such an event, the Queue System, if already invoked, shall cease to apply and all Unit Holders shall be paid after selling the assets and determining the final Redemption Price. However, interim distributions of the proceeds may be made if the Management Company finds it feasible. In case of shortfall, neither the Trustee nor the Management Company shall be liable to pay the same.

5. DISTRIBUTION POLICY

5.1 Declaration of Dividend

- (a) The Management Company shall decide as soon as possible but not later than thirty days after the Accounting Date / interim period whether to distribute among Unit Holders, profits, either in form of bonus Units or cash dividend, if any, available for the distribution at the end of the Accounting Period and shall advise the Trustee of the amount of such distribution per Unit. The Fund will comply with regulatory and taxation requirements and the distribution policy may be amended accordingly.
- (b) The Management Company on behalf of the Scheme shall, for every accounting year, distribute by way of dividend to the Unit Holders, not less than ninety per cent of the accounting income of the Collective Investment Scheme received or derived from sources other than capital gains as reduced by such expenses as are chargeable to a Collective Investment Scheme under the Regulations.
- (c) For the purpose of this Clause the expression “accounting income” means income calculated in accordance with the requirements of International Accounting Standards (IAS) as are notified under the Companies Ordinance, 1984, the Regulations and the directives issued by SECP. Wherever the requirement of Regulations or the directives issued by SECP differs with the requirement of IAS, the Regulations and the said directives shall prevail.

5.2 Determination of Distributable Income

The amount available for distribution in respect of any Accounting Period shall be the sum of all income and net realized appreciation, from which shall be deducted:

- the expenses, as stated in Clause 6.2 to 6.4 of this Replacement Offering Document; and
- any taxes of the Fund

All the receipts deemed by the Management Company to be in the nature of capital accruing from Investments shall not be regarded as available for distribution but shall be retained as part of the Fund Property, provided that such amounts out of the sale proceeds of the Investments and all other receipts as deemed by the Management Company to be in the nature of the net realized appreciation may be distributable to the Unit Holders by the Trustee upon instructions of the Management Company and shall thereafter cease to form part of the Fund Property.

5.3 Payment of Dividend

All payments for dividend shall be made through payment instruments or transfer of Funds to the Unit Holder's designated bank account or the charge-holder's designated bank account in case of lien / pledge of Units as the case may be or through any other mode of payment with the approval of Commission and such payment shall be subject to the Regulations and any other applicable laws.

5.4 Dispatch of Dividend Warrants/Advice

Dividend warrants/advice/payment instruments and/or Account Statements shall be dispatched to the Unit Holders or the charge-holders at their registered addresses.

5.5 Reinvestment of Dividend

The Management Company shall give the Unit Holders the option at the time of opening of Unit Holder Account (via the Investor Account Opening Form) within the Unit Holder Register to receive new Units instead of cash dividend at the ex-dividend NAV and after deduction of all applicable taxes. The Unit Holders shall be entitled to change such option.

5.6 Bonus Units

The Management Company may decide to distribute, wholly or in part, the distributable income in the form of stock dividend (which would comprise of the Bonus Units of the Trust) if it is in the interest of Unit Holders. After the fixing of the rate of bonus distribution per Unit, in case of distribution in the form of Bonus Units, the Management Company shall, under intimation to the Trustee, issue additional Units issued in the name of the Unit Holders as per the bonus ratio. The Bonus Units would rank pari passu as to their rights in the Net Assets, earnings and receipt of dividend and distribution with the existing Units from the date of issue of these Bonus Units. The account statement or Unit Certificate shall be dispatched to the Unit Holder within fifteen days of the issue of Bonus Units.

5.7 Encashment of Bonus Units

The Management Company shall give the Unit Holder(s) the option at the time of opening of Unit Holder Account (via the Investor Account Opening Form) within the Unit Holder Register to encash bonus Units. In such case the bonus Units issued to the credit of such

Unit Holder(s) shall be redeemed at the ex-dividend NAV as calculated on the Business Day immediately preceding the first day of the book closure announced for such purpose and proceeds after deduction of applicable taxes shall be credited in accordance with the normal procedure already detailed above for Redemption of Units.

5.8 Closure of Register

The Management Company may close the Register by giving at least seven (7) days notice to Unit Holder provided that the time period for closure of register shall not exceed six (6) working days at a time and whole thirty days in each Year with further period of fifteen days to be allowed by the Commission on application of the Company. During the closure period, the sale, redemption, conversion of Units or transfer of Units will be suspended. Notice for closure of register should be published in two newspapers (Urdu and English language) having circulation in major cities of Pakistan as per direction of SECP.

6. FEE AND CHARGES

6.1 Fees and Charges Payable by an Investor

The following fees and charges shall be borne by the Investor:

6.1.1 Front-end Load

Front end Load is a part of Sales Load which may be included in the offer price of the Units. The remuneration of Distributors shall be paid from such Load and if the Front-end Load is insufficient to pay the remuneration of the Distributors, the Management Company shall pay the amount necessary to pay in full such remuneration and no charges shall be made against the Fund Property or the Distribution Account in this respect.

Such payments may be made to the Distributors by the Management Company upon the receipt from the Trustee.

The Management Company may at its discretion charge different levels of Load, as per **Annexure “B”**. Any change in Front-end Load shall be done through 1 Replacement e Offering Document after seeking prior approval of the Commission.

A Distributor located outside Pakistan may if so authorized by the Management Company and the Trustee retain such portion of the Front-end Load as is authorized by the Management Company and transfer the net amount to the Trustee, subject to the law for the time being in force.

The issue price applicable to Bonus Units issued by way of dividend distribution or issue of Units in lieu of cash distribution shall not include any sales or processing charge.

6.1.2 Back-end Load

Back end Load deducted from the Net Asset Value in determining the Redemption Price; provided however that different levels of Back-end Load may be applied to different classes of Units, but Unit Holders within a class shall be charged same level of back end load. Management Company may change the current level of Back-end Load after giving thirty (30) days prior notice to the Unit Holder through newspaper (either Urdu or English Newspaper) and via post and the unit holders shall be given an option to exit at the applicable NAV without charge of back end load as specified in the Regulation.

The current level of Back-end Load is indicated in **Annexure “B”**.

6.1.3 Other Charges

Transfer of Units from one owner to another shall be subject to a Processing charge of an amount not exceeding **0% (Zero) percent** of the Net Asset Value at the date the request is lodged, which shall be recovered from the transferee. However, the processing charge shall not be payable by successors in the case of inheritance or distribution of the estate of a deceased Unit Holder.

Units issued to an Account holder through conversion from another scheme run by the Management Company shall be issued at a price based on the Net Asset Value on that date.

6.1.4 Expenses borne by the Management Company and the Trustee

The Management Company and Trustee shall bear all expenditures in respect of their respective secretarial and office space and professional management services provided in accordance with the provisions of the Deed. Neither the Management Company nor the Trustee shall make any charge against the Unit Holders nor against the Trust Property nor against the Distribution Account for their services nor for expenses, except such expenses or fees as are expressly authorized under the provisions of the Regulations and the Deed to be payable out of Trust Property.

Any cost associated with sales, marketing and advertisement of collective investments schemes shall not be charged to the collective investment schemes except where specifically allowed under Regulations.

6.1.5 Remuneration of Distribution Company / Investment Agent / Investment Facilitator

The Distribution Company employed by the Management Company will be entitled to a remuneration payable by the Management Company out of its own resources and/or from Front End Load on terms to be agreed between the Management Company and the Distribution Company. The Investment Facilitator/Investment Adviser/Sales Agent employed by the Management Company will be entitled to a remuneration payable by the Management Company out of its own resources.

Distributors located outside Pakistan may, if so authorized by Trustee and the Management Company, be entitled to remuneration (from Management Company’s own resources) on terms to be agreed between them and the Management Company, subject to the law for the time being in force.

6.2 Fees and Charges Payable by the Fund

The following expenses shall be borne by the Fund:

6.2.1 Remuneration of the Management Company

The remuneration shall begin to accrue from the close of the Initial Offering Period. In respect of any period other than an Annual Accounting Period, such remuneration shall be prorated on the basis of the actual number of days for which such remuneration has accrued in proportion to the total number of days in the Annual Accounting Period concerned.

Current level Management Fee is disclosed in **Annexure “B”**. Any increase in the current level of Management Fee, provided it is within the maximum limit prescribed in the

Regulations shall be subject to prior approval of SECP and after giving a ninety (90) days prior notice to the unit holders and the unit holders shall be given an option to exit at the applicable NAV without charge of any exit load.

6.2.2 Remuneration of the Trustee

The Trustee shall be entitled to a monthly remuneration out of the Trust Property determined in accordance with **Annexure “A”**.

The remuneration shall begin to accrue following the expiry of the Initial Period. For any period other than an Annual Accounting Period such remuneration will be prorated on the basis of the actual number of days for which such remuneration has accrued in proportion to the total number of days in an Annual Accounting Period concerned. Any upward change in the remuneration of trustee from the existing level shall require prior approval of the Commission.

6.3 Formation Costs

All preliminary and floatation expenses of the Fund including expenses incurred in connection with the establishment and authorization of the Fund, including execution and registration of the Constitutive Documents, issue, legal costs, printing, circulation and publication of the Replacement Offering Document, and all expenses incurred during and up to the Initial Offering Period subject to a maximum of one per cent of pre-IPO capital of the Fund or Rupees five million, whichever is lower, shall be borne by the Fund subject to the audit of expenses and amortized over a period of not less than five years or within the maturity of the Fund whichever is lower. This cost shall be reimbursable by a collective investment scheme to an AMC subject to the audit of expenses. The Formation Cost shall be reported by the Management Company to the Commission and the Trustee giving their break-up under separate heads, as soon as the distribution of the securities is completed.

6.4 Other costs and expenses

The following charges shall also be payable out of the Fund Property

- (i) Custody, Brokerage, Transaction Costs of investing and disinvesting of the Fund Property.
- (ii) All expenses incurred by the Trustee in effecting the registration of all registerable property in the Trustee's name.
- (iii) Legal and related costs incurred in protecting or enhancing the interests of the Unit Holders.
- (iv) Bank charges, borrowing and financial costs;
- (v) Auditors' Fees and out of pocket expenses.
- (vi) printing costs and related expenses for issuing Fund's quarterly, half yearly and annual reports
- (vii) Fund rating fee payable to approved rating agency.
- (viii) Listing Fee including renewals payable to the Stock Exchange(s) on which Units may be listed
- (ix) fee pertaining to the Fund payable to the Commission.
- (x) Taxes, fees, , duties if any, applicable to the Fund and on its income, turnover and/or its properties including the Sales Tax levied on Services offered by Asset Management Company (for management of Fund).
- (xi) Charges and levies of stock exchanges, national clearing and settlement company, CDC charges.
- (xii) Any other expenses as permissible under the Rules and Regulations from time to time and / or permitted by the Commission.

- (xiii) **Total Expense Ratio:** Total Expense Ratio shall be capped up to 4.5% or any other limit as may be directed by SECP from time to time.

7. TAXATION

7.1 Taxation on the Income of the Fund

7.1.1 Liability for Income Tax

The following is a brief description of the Income Tax Ordinance, 2001, applicable in respect of the Fund. This section is for advice only and potential investors should consult their tax experts for their liability with respect to taxation on income from investment in the Fund. This part does not cover tax liability of non-Pakistani resident investors with respect to taxes in their own jurisdiction.

Under the Tax Law in Pakistan, the definition of a public company includes a trust formed under any law for the time being in force. The Fund will be regarded as a public company liable to a tax rate applicable to a public company.

The income of the Fund will accordingly be taxed at the following rates:

- (i) Dividend income as per applicable tax rates. Capital Gains Tax as applicable according to the relevant law
- (ii) Return from all other sources / instruments are taxable at the rate applicable to a public company.

7.1.2 Liability for Income Tax if Ninety Percent of Income is distributed

Notwithstanding the tax rate given above, the income from the Fund will be exempted from tax if not less than 90% of the income for the year as reduced by capital gains whether realized or unrealized is distributed amongst the Unit Holders as dividend.

The Fund will distribute not less than 90% of its income received or derived from sources other than unrealized capital gains as reduced by such expenses as are chargeable to the Fund.

7.2 Withholding tax

Under the provision of Clause 47(B) of Part (IV) of the Second Schedule of the Income Tax Ordinance 2001, the Fund's income from dividend from term finance certificates, Sukuks and profit on securities or instruments of companies, organizations and establishments, return on deposits / certificates of investment with banks/financial institutions, return from contracts, will not be subject to any withholding tax.

7.3 Zakat on Fund

The Fund is Saheb-e-Nisab under the Zakat and Ushr Ordinance, 1980. The balance in the credit of savings bank account, or similar account with a bank standing on the first day of Ramzan-ul-Mubarak will be subjected to Zakat deduction @ 2.5%.

7.4 Taxation and Zakat on Unit Holders

7.4.1 Taxation on Income from the Fund of the Unit Holder

The following is a brief description of the Income Tax Ordinance, 2001, applicable in respect of Unit Holder of the Fund. This section is for advice only and potential investors

should consult their tax experts for their liability with respect to taxation on income from investment in the Fund. This part does not cover tax liability of non-Pakistani resident investors with respect to taxes in their own jurisdiction.

- 7.4.2 Unit Holders of the Fund will be subject to as per applicable income tax on dividend income distributed by the Fund (exemption on distribution out of capital gains is limited to those Funds which are debt or money market Funds and they do not invest in shares).

The tax deducted on dividend at the rates specified above will be the final tax (except for companies) and the payer will be required to withhold the amount of tax at source from payment of dividend except payment to the banking companies.

- 7.4.3 Capital gain arising from sale/redemption of Units of the Fund will be subject to tax at the applicable tax rate as mentioned in Income Tax Ordinance 2001.

- 7.4.4 Unit Holders who invest in a fund just before it makes a distribution may be liable to pay tax even though they may not have earned any gain on their investment as return of capital to investors upon distribution is also taxable.

- 7.4.5 Unit Holders who are exempt from income tax may obtain exemption certificate from the Commissioner of Income Tax and provide the same to the Management Company and/or Transfer Agent and on the basis of Exemption Certificate income tax will not be withheld.

7.4.6 Tax Credit to Unit Holders

Unit Holders other than a company shall be entitled to a tax credit under Section 62 of the Income Tax Ordinance, 2001, on purchase of new Units.

7.4.7 Zakat

Units held by resident Pakistani Unit Holders shall be subject to Zakat at 2.5% of the value of the Units under Zakat and Ushr Ordinance, 1980, (XVII of 1980), except those exempted under the said Ordinance. Zakat will be deducted at source from the redemption proceeds. Above deduction will not be made if Unit Holder provides declaration in due course of time to the Management Company.

7.5 Disclaimer

The tax and Zakat information given above is based on the Management Company's tax advisor's interpretation of the law which, to the best of the Management Company's understanding, is correct. Investors are expected to seek independent advice so as to determine the tax consequences arising from their investment in the Units of the Fund. Furthermore, tax and Zakat laws, including rates of taxation and of withholding tax, are subject to amendments from time to time. Any such amendments in future shall be deemed to have been incorporated herein.

8. REPORTS TO UNIT HOLDERS

8.1 Account Statement

The Management Company/Transfer Agent shall send directly to each Unit Holder an account statement each time there is a transaction in the account. The Management

Company/Transfer Agent shall provide account balance and/or account activities through electronic mode to Unit Holder, who opted for such service.

The Unit Holder will be entitled to ask for copies of his account statement on any Dealing Day within Business Hours by applying to the Management Company/Transfer Agent in writing and providing such fee to the Management Company as may be notified on Management Company website from time to time. Provided that the Management Company shall send an investment account statement to each Unit Holder on the registered mailing address provided by the Unit Holder at least once in a year.

8.2 Financial Reporting

- (a) The Management Company shall prepare and transmit the annual report physically in such form and manner as set out in Regulations as amended or substituted from time to time.
- (b) The Management Company shall prepare and transmit quarterly reports physically (or through electronic means or on the web subject to SECP approval) in such form and manner as set out in Regulations as amended or substituted from time to time.

8.3 Trustee Report

The Trustee shall report to the Unit Holder, to be included in the annual and second quarter Financial Reports issued by the Management Company to the Unit Holders, as to whether in its opinion the Management Company has in all material respects managed the Fund in accordance with the provisions of the Regulations, the Constitutive Documents and if the Management Company has not done so, the respect in which it has not done so and the steps the Trustee has taken in respect thereof.

8.4 Fund Manager Report

The Management Company shall prepare Fund Manager report each month as per guideline issued by MUFAP and transmit the same to the Unit Holders and also made available at their web site latest by 7th of each month.

9. WARNING AND DISCLAIMER

9.1 Warning

- 9.1.1 If you are in any doubt about the contents of this Replacement Offering Document, you should consult your bank manager, Legal advisor, or other financial advisor. The price of the Units of this Fund and the income of this Fund (from which distributions to Unit Holders is made) may increase or decrease.
- 9.1.2 Investment in this Fund is suitable for investors who have the ability to take the risks associated with financial market investments. Capital invested in the financial markets could in extreme circumstances lose its entire value. The historical performance of this Fund, other Funds managed by the Management Company, the financial markets, or that of any one security or transaction included in the Fund's portfolio will not necessarily indicate future performance.

9.2 Disclaimer

- 9.2.1 The Units of the Fund are not bank deposits and are neither issued by, insured by, obligation of, nor otherwise supported by SECP, any Government Agency, Trustee (except to the

extent specifically stated in this Replacement Offering Document and the Trust Deed) or any of the shareholders of the Management Company or any of the Pre-IPO Investors or any other bank or financial institution. The portfolio of the Fund is subject to market risks and risks inherent in all such investments.

- 9.2.2 The Fund's target return/ dividend range cannot be guaranteed. Fund's Unit price is neither guaranteed nor administered/ managed; it is based on the NAV that may go up or down depending upon the factors and forces affecting the capital markets and interest rates.

10. GENERAL INFORMATION

10.1 Accounting Period / Financial Year of the Fund

Accounting Period means a period ending on and including an accounting date and commencing (in case of the first such period) on the date on which the Trust Property is first paid or transferred to the Trustee and (in any other case) from the next day of the preceding accounting period.

Annual Accounting Period means the period commence on 1st July and shall end on 30th June of the succeeding calendar year.

10.2 Inspection of Constitutive Documents

The copies of constitutive documents, such as the Deed and the Replacement Offering Document, can be inspected free of charge at the addresses given below, however such documents shall also be available on the web site of the Management Company.

Alfalah Asset Management Limited

Islamic Chamber of Commerce,
Industry & Agriculture Building,
2nd floor, ST-2/A, Block-9,
KDA Scheme 5, Clifton,

Central Depository Company of Pakistan Limited

CDC House, 99-B, Block 'B', S.M.C.H.S
Main Shahrah-e-Faisal,
Karachi, Pakistan

10.3 Transfer of Management Rights of the Fund

The management rights of the Fund may be transferred to another Management Company upon the occurrence of any of the following events in accordance with the procedure laid down in the Regulation, the Deed and the Directive issued by the Commission;-

- (i) the Management Company goes into liquidation, becomes bankrupt or has a liquidator appointed over its assets, or its license has been cancelled or does not hold valid license;
- (ii) where the Management Company is unable to remove the suspension of redemption of Units of the Fund within the fifteen business days of suspension and the Unit Holders representing at least three fourth in value of total outstanding Units of the concerned scheme pass a resolution or have given consent in writing that the scheme be transferred to another Management Company;

- (iii) if in the opinion of the Commission further management of the Fund by the existing Management Company is detrimental to the interest of the Unit Holders, the Commission may direct the Trustee to transfer the Fund to another Management Company; and
- (iv) If the Management Company may retire voluntarily with the prior written consent of the Commission.

10.4 Extinguishment/Revocation of the Fund

The Fund may be extinguished by the occurrence of any of the following events in accordance with the procedure laid down in the Regulation, the Deed and the Directive issued by the Commission;-

- (i) the Fund has reached its maturity date as specified in the Deed;
- (ii) where the Management Company is unable to remove the suspension of redemption of Units of the Fund within the fifteen business days of suspension and the Unit Holders representing at least three fourth in value of total outstanding Units of the concerned scheme pass a resolution or have given consent in writing that the scheme be revoked;
- (iii) where the Management Company goes into liquidation, becomes bankrupt or has a liquidator appointed over its assets, or its license has been cancelled or does not hold valid license;
- (iv) in the opinion of the Management Company the scheme is not commercially viable or purpose of the scheme cannot be accomplished subject to the consent of Trustee;
- (v) The Management Company subject to regulatory approval, may announce winding up of the Trust in the event redemption requests build up to a level where the Management Company is of the view that the disposal of the Trust Property to meet such redemptions would jeopardize the interests of the remaining Unit Holder(s) and that it would be in the best interest of all the Unit Holder(s) that the Trust be wound up;
- (vi) on occurrence of any event or circumstances which, in the opinion of the Trustee, requires the Fund to be revoked; and
- (vii) where the Commission deems it necessary to revoke the Fund so directs either Trustee or the Management Company in the interest of Unit Holders.

10.5 Procedure and manner of Revocation of the Fund

Revocation of the Fund shall be done in accordance with the procedures and in the manner as mentioned in the Regulations or through circulars / guidelines issued by the SECP from time to time.

10.6 Distribution of proceeds on Revocation

In case of Revocation of the Fund the Trustee shall according to the procedure laid down in Regulations refund the net proceeds to the Unit Holders in proportion to the number of units held by them.

11. GLOSSARY

Unless the context requires otherwise the following words or expressions shall have the meaning respectively assigned to them:

“Accounting Date” means the thirtieth day of June in each year and any interim date on which the financial statements of the Trust are drawn up. Provided that the Management Company may, with the written consent of the Trustee and after obtaining approval from the Commission and the Commissioner of Income Tax may change such date to any other date and such change shall be intimated to the Commission.

“Account Opening / Investment Account Opening Form” means standardized form prescribed by the Management Company to be duly filled by the investors at the time of opening an account with the Fund.

“Accounting Period” means a period ending on and including an accounting date and commencing (in case of the first such period) on the date on which the Trust Property is first paid or transferred to the Trustee and (in any other case) from the next day of the preceding accounting period.

“Administrative Plans” means investment plans offered by the Management Company and approved by the Commission, where such plans allow investors a specific investment strategy in any one or a combination of Schemes managed by the Management Company in accordance with the conditions specified by SECP.

“Annual Accounting Period” or “Financial Year” means the period commence on 1st July and shall end on 30th June of the succeeding calendar year.

“Asset Management Company” means an asset Management Company as defined in the Rules and Regulations.

“Auditor” means the Auditor of the Trust appointed by the Management Company, with the consent of the Trustee, as per the Regulations.

“Authorized Branches” means those Branches of Distributors or Distribution Companies which are allowed by the Management Company to deal in Units of the Funds managed by the Management Company.

“Authorized Broker” means those Brokers which are authorized to deal in Government Securities.

“Authorized Investments”

Authorized Investments are those as defined in the clause 2.1.1 of this Replacement Offering Document

“Back-end Load” means the charge deducted from the Net Asset Value in determining the Redemption Price; provided however that different levels of Back-end Load may be applied to different classes of Units, as specified in this Replacement Offering Document.

“Bank” means institution(s) providing banking services under the Banking Companies Ordinance, 1962, or any other regulation in force for the time being in Pakistan, or if operating outside Pakistan, under the banking laws of the jurisdiction of its operation outside Pakistan.

“**Bank Accounts**” means those account(s) opened and maintained for the Trust by the Trustee at Banks, the beneficial ownerships in which shall vest in the Unit Holder(s).

“**Broker**” means any person engaged in the business of effecting transactions in securities for the account of others.

“**Business Day**” means any day on which scheduled banks/stock exchanges are open for business in Pakistan.

“**Certificate**” means the definitive certificate acknowledging the number of Units registered in the name of the Unit Holder issued at the request of the Unit Holder pursuant to the provisions of the Trust Deed.

“**Connected Person**” shall have the same meaning as assigned in the Rules and Regulations.

“**Constitutive Documents**” means the Trust Deed or such other documents as defined in the Regulations.

“**Custodian**” means a Bank, a Depository or an Investment Finance Company licensed under the Regulations, which may be appointed by the Trustee in consultation with the Management Company to hold and protect the Trust Property or any part thereof as custodian on behalf of the Trustee, and shall also include the Trustee itself if it provides custodial services for the Fund.

“**Cut-Off Time**” / “**Business Hours**” means the day time for dealing in Units of the Fund. The current Cut-Off Timing/Business Hours are mentioned in **Annexure “B”** of this Replacement Offering Document.

“**Dealing Day**” means every Business Day in which Units will be available for dealing (purchase, redemption, transfer, switching etc.) on Dealing Days during Cut-off Time. Provided that the Management Company may with the prior written consent of the Trustee and upon giving not less than seven days’ notice in two widely circulated English or Urdu newspapers in Pakistan declare any particular Business Day(s) not to be a Dealing Day(s).

“**DFI**” means Development Financial Institution and includes the Pakistan Industrial Credit and Investment Corporation (PICIC), the Saudi Pak Industrial and Agricultural Investment Company Limited, the Pak Kuwait Investment Company Limited, the Pak Libya Holding Company Limited, the Pak Oman Investment Company (Pvt.) Limited, Investment Corporation of Pakistan, House Building Finance Corporation, Pak Brunei Investment Company Limited, Pak-Iran Joint Investment Company Limited, Pak-China Investment Company Limited, and any other financial institution notified under Section 3-A of the Banking Companies Ordinance, 1962.

“**Distribution Account**” means the Bank Account (which may be a current, saving or deposit account) maintained by the Trustee with a Bank as directed by the Management Company in which the amount required for distribution of income to the Unit Holder(s) shall be transferred. Interest, income or profit, if any, including those accruing on unclaimed dividends, in this account shall be transferred to the main account of the Fund from time to time, as part of the Trust Property for the benefit of the Unit Holder(s).

“**Distributor / Distribution Company**” means Company(ies), Firm(s), Sole Proprietorship concern(s), individual(s), Banks or any other Financial Institution appointed by the Management Company under intimation to the Trustee for performing any or all of the Distribution Functions and who are registered with MUFAP as Registered Service Providers. The Management Company may itself also performs the Distribution Function.

“Distribution Function” means the functions with regard to:

- (a) receiving applications for issue of Units together with the aggregate Offer Price for Units applied for by the applicants;
- (b) issuing receipts in respect of (a) above;
- (c) interfacing with and providing services to the Holders including receiving redemption/transfer applications, conversion notices and applications for change of address or issue of duplicate Certificates for immediate transmission to the Management Company or the Transfer Agent as appropriate;
- (d) accounting to the Management Company for all: (i) payment instruments received from the applicants for issuance of Units; (ii) payments instruments to the Holders on redemption of Units; and (iii) expenses incurred in relation to the Distribution Function; and
- (e) the above functions may be performed electronically, if appropriate systems are in place.

“Duties and Charges” means in relation to any particular transaction or dealing all stamp and other duties, taxes, Government charges, bank charges, transfer fees, registration fees and other duties and charges in connection with the increase or decrease of the Trust Property or the creation, issue, sale, transfer, redemption or purchase of Units or the sale or purchase of Investment or in respect of the issue, transfer, cancellation or replacement of a Certificate or otherwise which may have become or may be payable in respect of or prior to or upon the occasion of the transaction or dealing in respect of which such duties and charges are payable, but do not include the remuneration payable to the Distribution Company or any Commission payable to agents on sales and redemption of Units or any Commission charges or costs which may have been taken into account in ascertaining the Net Asset Value.

“Exposure” shall have same meanings as provided in the Regulations.

“Federal Government” means the Federal Government of Islamic Republic of Pakistan.

“Financial Institution” means a Bank, Development Finance Institution, Non-Banking Finance Company, Modaraba or an institution registered under relevant laws to provide financial services within or outside Pakistan.

“Financial Sector” shall comprise of the savings and term deposits / certificates/ securities/ instruments issued by the entities of Banking Sector, Financial Services Sector, Life Insurance Sector and Non- Life Insurance Sector as classified by Karachi Stock Exchange and DFIs.

“Force Majeure” means any occurrence or circumstance or element which delays or prevents performance of any of the terms and conditions of this Deed or any obligations of the Management Company or the Trustee and shall include but not limited to any circumstance or element that cannot be reasonably controlled, predicted, avoided or overcome by any party hereto and which occurs after the execution of this Deed and makes the performance of the Deed in whole or in part impossible or impracticable or delays the performance, including but not limited to any situation where performance is impossible without unreasonable expenditure. Such circumstances include but are not limited to floods, fires, droughts, typhoons, earthquakes and other acts of God and other unavoidable or unpredictable elements beyond reasonable control, such as war (declared or undeclared), insurrection, civil war, acts of terrorism, accidents, strikes, riots, turmoil, civil commotion, any act or omission of a governmental authority, failure of communication system, hacking of computer system and transmissions by unscrupulous persons, closure of stock exchanges, banks or financial institutions, freezing of economic activities and other macro-economic factors, etc.

“Formation Cost” means preliminary expenses relating to regulatory and registration fees of the Scheme, flotation expenses of the Scheme, expenses relating to authorization of the Scheme, execution and registration of the Constitutive Documents, legal costs, printing, circulation and publication of this Replacement Offering Document, announcements describing the Scheme and all other expenses incurred until the end of the Initial Period.

“Front-end Load”-means the Sales load which may be included in the offering price of the Units; provided however that different levels of Front-end Load may be applied to different investors, as determined by the Management Company. However aggregate of Front-end Load and Back-end Load should not exceed 3% of Net Asset Value.

“Government Securities” includes monetary obligations of the Government or a Provincial Government or a corporation wholly owned or controlled, directly or indirectly, by the Federal Government or a Provincial Government and guaranteed by the Federal Government and any other security as the Federal Government may, by notification in the official Gazette, declare, to the extent determined from time to time, to be a Government Security.

“Holder or Unit Holder” means the investor for the time being entered in the Register as owner of a Unit including investors jointly so registered pursuant to the provisions of the Trust Deed.

“Initial Price” or “Initial Offer” means the price per Unit on the first day of the Initial Period determined by the Management Company.

“Investment” means any Authorized Investment forming part of the Trust Property.

“Investment Facilitators/Advisors” means an individual, firm, corporate or other entity appointed by the Management Company to identify, solicit and assist investors in investing in the Scheme. The investment facilitator/advisor is not authorized to perform the Distribution Functions. The Management Company shall compensate the Investment Facilitators.

“Investment Form” means a standardized form prescribed by the Management Company to be duly filled by the investor to purchase Units and will be stated in this Replacement Offering document.

“Local Governments” mean all the local / city governments in Pakistan.

“Management Company” is defined in the preamble hereto;

“Net Assets”, in relation to the Trust, means, the excess of assets over liabilities of the Scheme as calculated in accordance with the Regulations.

“Net Asset Value” or “NAV” means per Unit value of the Trust arrived at by dividing the Net Assets by the number of Units outstanding.

“Offer Price or Purchase (Public Offer) Price” means the sum to be paid by the investor for purchase of one Unit, such price to be determined pursuant to this document.

“Offering Document” means the prospectus or other document (issued by the Management Company with written consent of the Trustee and approved by the Commission) which contains the investments and distribution policy, unit structure(s) and all other information in respect of the Unit Trust, as required by the Rules and Regulations and is circulated to invite offers by the public to invest in the Scheme.

“**Online**” means transactions through electronic data-interchange whether real time transactions or otherwise, which may be through the internet, intranet networks and the like.

“**Ordinance**” means the Companies Ordinance, 1984.

“**Par Value**” means the face value of **Rs.100** for a Unit of the Fund.

“**Personal Law**” means the law of inheritance and succession as applicable to the individual Unit Holder.

“**Pledge Form**” means a standardized form prescribed by the Management Company to be duly filled by the investor to Pledge his/her Units and will be stated in this Replacement Offering Document.

“**Profit Distribution Date**” means the date on which the Management Company decides to distribute the profits (if any).

“**Provincial Governments**” mean the Provincial Governments of all four provinces of Pakistan.

“**Redemption Form**” means a standardized form prescribed by the Management Company to be duly filled by the investor to redeem Units and will be stated in this Replacement Offering Document.

“**Redemption Price or Repurchase Price**” means the amount to be paid to the relevant Holder upon redemption of that Unit, such amount to be determined pursuant to this document.

“**Register Function**” means the functions with regard to:

- a. Maintaining the Register, including keeping a record of change of addresses/other particulars of the Holders;
- b. Issuing account statements to the Holders;
- c. Issuing Certificate, including Certificates in lieu of undistributed income to Holders;
- d. Cancelling old Certificates on redemption or replacement thereof;
- e. Processing of applications for issue, redemption, transfer and transmission of Units, recording of pledges, liens and changes in the data with regard to the Holders;
- f. Issuing and dispatching of Certificates;
- g. Dispatching income distribution warrants, and bank transfer intimation and distributing bonus Units or partly both and allocating Units to Holders on re-investment of dividends;
- h. Receiving applications for redemption and transfer/transmission of Units directly from Holder or legal representatives or through Distributor;
- i. Maintaining record of lien/pledge/charge; and
- j. Keeping record of change of addresses/other particulars of the Holders.

“**Regular Interval**” means monthly, quarterly, half yearly or annual periods.

“**Rules**” mean Non-Banking Finance Companies (Establishment and Regulation) Rules 2003 as amended from time to time.

“**Regulations**” mean Non-Banking Finance Companies and Notified Entities Regulations, 2008 and the Schedules and Forms attached to it as amended/replaced from time to time.

“**Sales Load**” means front end load deducted at the time of investment or back end load charged at the time of redemption from Scheme. However, the load charged upon redemption and which forms part of the Scheme property shall not classify as sales load. An Asset Management Company may charge sales load maximum upto 3% of the NAV per unit and may charge sales load maximum upto 1.5% of the NAV per unit where transactions are done online or through a website.

“**SECP**” or “**Commission**” means Securities and Exchange Commission of Pakistan established under Securities and Exchange Commission of Pakistan Act, 1997 and shall include its successor.

“**Special Instruction Form**” means a standardized form prescribed by the Management Company to be duly filled by the investor to change his/her particulars and will be stated in this Replacement Offering Document.

“**Stock Exchange**” means Stock Exchanges registered under the Securities and Exchange Ordinance, 1969.

“**Sukuk**” means a type of Islamic bond that is backed by assets of the issuer that earn profit or rent.

“**Transaction Costs**” means the costs incurred or estimated by the Management Company to cover the costs (such as, but not restricted to, brokerage, Trustee charges, taxes or levies on transactions, etc.) related to the investing or disinvesting activity of the Trust’s portfolio, *inter alia*, necessitated by creation or cancellation of Units, which costs may be added to the NAV for determining the Offer Price of Units or to be deducted from the NAV in determining the Redemption Price.

“**Transfer Agent**” means a company including a Bank that the Management Company shall appoint for performing the Registrar Functions. The Management Company may itself perform the Registrar Function.

“**Transfer Form**” means a standardized form prescribed by the Management Company to be duly filed by the investor to transfer Units and will be stated in this Replacement Offering Document.

“**Trust Deed**” or “**Deed**” means the Trust Deed of the Fund executed between the Management Company and the Trustee along with all the exhibits appended hereto.

“**Trust**” or “**Unit Trust**” or “**Fund**” or “**Scheme**” means the Unit Trust constituted by the Trust Deed for continuous offers for sale of Units.

Words and expressions used but not defined herein shall have the meanings assigned to them in the Act and Rules and Regulations, words importing persons include corporations, words importing the masculine gender include the feminine gender, words importing singular include plural and words “written” or “in writing” include printing, engraving lithography, or other means of visible reproduction. The headings and table of contents are for convenience only and shall not affect the construction of the Trust Deed.

ANNEXURE "A"

REMUNERATION OF TRUSTEE

Trustee Fee subject to review by either party. However any upward revision shall require prior approval of SECP.

The trustee remuneration shall consist of reimbursement of actual custodial expenses / charges plus the following tariff:

Net Assets (Rs.)	Tariff
Up to 1 billion	0.20% p.a. of Nets Assets
Over 1 billion	Rs. 2.0 million plus 0.10% p.a. of Net Assets, on amount exceeding Rs 1 billion.

ANNEXURE “B”

CURRENT LEVEL OF FRONT END LOAD & BACK END LOAD

Types of Units	Front-End Load (%)	Back-End Load (%)
Type “A” Units	0%	0%
Type “B” Units	Up to 3%	0%

Note: AMC may charge sales load Maximum up to 3% of NAV if the Investor approaches directly for investment and may charge sales load maximum up to 1.5% of the NAV per unit where transactions are done online or through website.

CURRENT LEVEL OF MANAGEMENT FEE

Management Fee	Up to 3.00% per annum for the equity portion, up to 1.50% per annum for the fixed income portion, and up to 1.25% per annum for the money market portion based on actual allocation of the net assets. ¹³
-----------------------	--

Management shall disclose actual rate of management fee charged as percentage of net assets of collective investment scheme in monthly Fund Manager Report.

BUSINESS HOURS AND CURRENT CUT OFF TIME

Business Hours	Cut off Time
Monday to Friday 9:00am to 6:00pm	Monday to Thursday 9:00am to 3:30 pm Friday 9:00am to 4:30 pm ¹⁴

The Cut-Off Time may vary from time to time as may be determined by the Management Company, under intimation to the trustee and SECP and the same shall be communicated to the Unit Holders before such unit transactions shall be effectuated.

Note:

1. Any change in the load structure and/or management fee shall be notified after prior approval of the Commission through a supplemental to this annexure and by publication in a widely circulated newspaper and/or as and how the SECP may direct.
2. Any change in the Cut-off Timing including for the month of Ramadan shall be notified to Investors/ Unit holders via Company’s Website.

¹³ Amended through 16th SOD with Trustee Consent vide Ref. No. CDC/T&C-S II/DH/0796/2025 dated July 03, 2025

¹⁴ Amended through thirteenth supplemental dated 29th January 2024.

ANNEXURE "C"

Designated Distribution Outlets

Management Company of the Fund is Alfalah Asset Management Limited and all relevant other information of the Fund can be collected from the address of the Management Company mentioned below and available www.alfalahamc.com or from the branches of the Distribution Company.

Alfalah Asset Management Limited

Islamic Chamber of Commerce,
Industry & Agriculture Building,
2nd floor, ST-2/A, Block-9,
KDA Scheme 5, Clifton,