



Stamp Vendor  
 No. 8512  
 Mirza Asim Ali  
 Advocate  
 Ledger No. 4510/10.  
 Attached

01 SEP 2014

343  
 Sub-Registrar-II  
 Saddar Town Karachi



**SECOND SUPPLEMENTAL TRUST DEED  
 OF  
 NIT GOVERNMENT BOND FUND**

This Second Supplemental Trust Deed is made and entered into at Karachi, on this 3<sup>rd</sup> day of *September* 2014 by and between:

*Alper*  
*[Signature]*  
*[Signature]*

- (A) **National Investment Trust Ltd.**, a company incorporated under the former Companies Act, 1913 (repealed by the Companies Ordinance, 1984) with its registered office at National Bank Building, 6<sup>th</sup> Floor, I. I. Chundrigar Road, Karachi, Pakistan (hereinafter called the "Management Company", which expression shall, where the context so permits, include its successors-in-interest and assigns) of the one part; and
- (B) **Central Depository Company of Pakistan Limited**, a public limited company incorporated under the Companies Ordinance, 1984, having its registered office at CDC House, 99-B, Block B, SMCHS, Main Shahrah-e-Faisal, Karachi (hereinafter called the "Trustee" which expression where the context so permits shall include its successors in interest and assigns) of the other part.

**Whereas,**

1. The Management Company and the Trustee executed a Trust Deed dated 4<sup>th</sup> September 2009 (hereinafter called the Trust Deed) to constitute NIT Government Bond Fund (defined as the "Unit Trust" or "Trust" or "Scheme" or "the Fund" under the Trust Deed), which Trust Deed, was registered with the Sub-Registrar-II, Saddar Town, Karachi under Registration No. 270 of Book No. IV dated 4<sup>th</sup> September 2009 and M.F. Roll No. 59968 dated 12<sup>th</sup> September 2009 of the Photo Registrar; Karachi and 1<sup>st</sup> Supplemental Trust Deed dated 13<sup>th</sup> March 2014, registered with the Sub-Registrar-II, Saddar Town, Karachi under Registration No. 75 of Book No. IV dated 13<sup>th</sup> March 2014 and M.F. Roll No. 22796 dated 25<sup>th</sup> March 2014 of the Photo Registrar; Karachi

*[Signature]*     *[Signature]*     *[Signature]*     *[Signature]*

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Karachi Town Karar

2. The Management Company and the Trustee have agreed to amend certain clauses of the Trust Deed pursuant to the terms thereof.
3. The Securities and Exchange Commission of Pakistan ("SECP") has approved the amendments to the Trust Deed vide its letter No SCD/AMCW/NIT/74/2014 dated August 28, 2014 appended hereto as Annexure "A".

Now this Second Supplemental Trust Deed for Amendment of Trust Deed of NIT Government Bond Fund witnesseth as under:

**Amendments to the Trust Deed:**

**2. Under the Heading "DETERMINATION OF OFFER (PURCHASE) PRICE"**

**2.1. Amendment in existing Sub Clause 12.4.3**

2.1.1. The Following recital in the existing Sub Clause 12.4.3 "Units will be allocated to the investor(s) at the Purchase (Offer) Price so determined for the Subscription Day on which completely and correctly filled investment form(s) along with payment instrument submitted by the investor(s) is/are received by the Distributor(s) or the Management Company during business hours and within Cut-Off Time." is omitted and replaced by the following text:



*"Investor will be allotted and issued units on the Purchase (Offer) Price of the Fund, as announced by the Management Company, on the day the payment is realized against completely filled application forms."*

**2.2. Amendment in existing Sub Clause 12.4.5**

2.2.1. The existing Sub Clause 12.4.5 "In the event payment has been accepted by cheque, the payment will be deemed to be completed on the date the cheque is received by the Management Company. However, the Management Company may impose such limits it deems fit as to the bank branch on which it is drawn and as to the monetary limits on cheques, and in the event a cheque is returned unpaid, the Management Company may instruct the Registrar to cancel the Units so allocated at the then prevailing Redemption Price but not exceeding the Redemption Price fixed on the day the Units were allocated. In the event the Management Company instructs the Registrar to cancel the Units, the investor may be prosecuted for recovery of the shortfall in the issue and Redemption Price and /or other punitive action for presenting a cheque that is returned unpaid." is omitted and replaced with the following:

*"In the event payment has been accepted by cheque, the payment will be deemed to be completed on the date the cheque is realized by the Management Company."*

3. All other contents of the Trust Deed and Supplemental thereof remain unchanged and the Trust Deed shall continue to remain in full force and effect, amended as above.

*[Handwritten signature]*

4. The Management Company and the Trustee hereby certify that in their opinion, the above modifications, alterations and additions to the Trust Deed are required

*[Handwritten signature]*

*[Handwritten signature]*

*[Handwritten signature]*

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to enable the provisions of the Trust Deed to be more conveniently and economically managed and that the same shall not prejudice the interests of the Unit Holders or any of them or operate to release the Trustee or the Management Company from any responsibility to the Unit Holders.

IN WITNESS WHEREOF, this Second Supplemental Trust Deed has been executed on the day and year first written above.

The Common Seal of National Investment Trust Limited has hereunto been fixed in the presence of:



Seal:



Name: Syed Tahir Ali Qadri  
Designation: V.P. Administration  
CNIC: 42201-0266174-9

Name: Syed Iqbal Ahmad  
Designation: Head of Administration  
CNIC: 42201-2668827-3

The Common Seal of Central Depository Company of Pakistan Limited has hereunto been fixed in the presence of:



Seal:



Name: Ali Farhan Rehman  
Designation: Head TCSO  
CNIC: 42801-7252202-1

Name: Aftab Ahmed Durrani  
Designation: CEO  
CNIC: 42201-2047159-9

**In the presence of following Witnesses:**

Signature: [Signature]  
Name: Ali Shahid Siddiqui  
CNIC: 42201-3899712-3

Signature: [Signature]  
Name: SVP - MIT  
CNIC: 35201-7425873-3

3574  
Presented in the office of  
Sub-Registrar Office-II  
Saddar Town on Date: 03 SEP 2014  
Between No. \_\_\_\_\_ To \_\_\_\_\_

*[Signature]*  
Sub-Registrar-II  
Saddar Town, Karachi

Received Registration Fee as follows:  
Registration Fee: \_\_\_\_\_ 200 -  
Micro Filming Fee: \_\_\_\_\_ 755 -  
Endorsement Fee: \_\_\_\_\_  
Search Fee: \_\_\_\_\_ 05 -  
Penalties u/s 25/34: \_\_\_\_\_  
Postage Charges: \_\_\_\_\_

*[Signature]*  
Sub-Registrar-II  
Saddar Town, Karachi

960/-

*[Signature]*  
Urgent Microfilming Fee:

Rs. 400 Receipt No: 10

Date: 3.9.2014

*[Signature]*  
Sub-Registrar-II  
Saddar Town, Karachi

Mr./Mrs./Miss. Syed Talib Ali Qahr  
S/o./W/o./D/o. Syed Qurban Ali Qahr  
Executing Party Occupation: Banker  
Muslim Adults, Age: Adult Years: \_\_\_\_\_  
R/o: Model Colony

Karachi admits execution of this deed.

ENIC No. 42201-0266174-5

Mr./Mrs./Miss. S. Iqbal Anis  
S/o./W/o./D/o. Syed M. Shafiq Anis  
Executing Party Occupation: Banker  
Muslim Adults, Age: Adult Years: \_\_\_\_\_  
R/o: Nagin Changan

Karachi admits execution of this deed.

ENIC No. 42301-2608827-9

Mr./Mrs./Miss. Aqsa Anwar  
S/o./W/o./D/o. Aqsa Anwar Azad  
Executing Party Occupation: Banker  
Muslim Adults, Age: Adult Years: \_\_\_\_\_  
R/o: Aqsa - 4

Karachi admits execution of this deed.

ENIC No. 42501-5253703-1





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

No. SCD/AMCW/NIT/74/2014

August 28, 2014

Managing Director  
National Investment Trust Ltd,  
National Bank Building,  
6<sup>th</sup> Floor, I.I.Chundrigar Road,  
Karachi – 75600

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Sub-Registrar-II  
Karachi

SUBJECT: 2<sup>NO</sup> Supplemental Trust Deed of NIT Govt. Bond Fund (GBF) and 1st Supplemental Trust Deed of NIT Income Fund(IF)

Dear Sir,

Please refer to the letter dated August 21, 2014 and subsequent correspondence regarding the captioned subject.

In this regard, I am directed to inform you that the amendments proposed by National Investment Trust Ltd in the 2nd Supplemental to Trust Deed of NIT Government Bond Fund(GBF) and 1st Supplemental to Trust Deed of NIT Income Fund(IF) have been acceded to by the Securities and Exchange Commission of Pakistan.

You are also advised to inform/notify the unit holders regarding the proposed amendments in the Trust Deed of both the funds in terms of Regulation 44(6) of the NBFC and NE Regulations 2008.

**Certified True Copy**

COMPANY SECRETARY  
National Investment Trust Limited  
KARACHI.

(Muhammad Arshad)  
Joint Director

Cc: Central Depository Company of Pakistan Ltd. Trustee NIT GBF/NIT IF

CENTRAL DEPOSITORY COMPANY  
OF PAKISTAN LIMITED

Head Office

CDC House, 99-B, Block 'B'  
S.M.C.H.S. Main Shahra-e-Faisal  
Karachi - 74400, Pakistan.  
Tel: (92-21) 111-111-500  
Fax: (92-21) 34326020 - 23  
URL: www.cdcpakistan.com  
Email: info@cdcpak.com



CDC/T&C-U1/DH/0234/2014  
August 21, 2014

**Mr. Manzoor Ahmed**  
Chief Operating Officer  
National Investment Trust Limited  
National Bank Building  
6<sup>th</sup> Floor, I.I. Chundrigar Road  
Karachi

Dear Sir

**CONSENT ON SECOND SUPPLEMENTAL TRUST DEED  
NIT GOVERNMENT BOND FUND**

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Sub-Registrar-II  
Town Karac

This is with reference to the captioned subject, we have reviewed the enclosed draft of the second supplemental trust deed of NIT Government Bond Fund and hereby convey our consent for the submission of same with SECP for approval under Non-Banking Finance Companies and Notified Entities Regulations, 2008.

Please note that our consent is valid for the enclosed draft; any subsequent changes in the document will require our consent separately.

Yours

**Atiqur Rehman**  
Head of Trustee & Custodial Operations  
Unit - 1

Cop:

**Mr. Rashid Safdar Paracha**  
Director, NBFC Division  
Securities & Exchange Commission of Pakistan

**Certified True Copy**

**COMPANY SECRETARY**  
National Investment Trust Limited  
KARACHI.

Encl.: As above

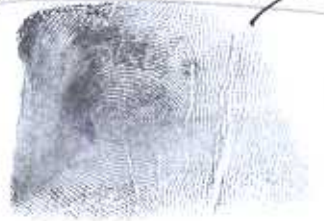


Mr./Mrs./Miss..... Affab Ahmed.  
S/o./W/o./D/o..... Ahmed Dewan.  
Executing Party Occupation..... Banker  
Muslim Adult, Age..... Adult Years.....  
R/o..... F/No: A-302 Prime Residency  
Civil Line Clifton Karachi.

Karachi admits execution of this deed.

CNIC No. 

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**AUTOMATION OF REGISTRATION**  
Board of Revenue Sindh, Karachi.  
**DIGITAL SCANNING**

No. 6162-2919  
Date: 10-09-2014

*M. Khan*

*M. Khan*

*M. Khan*  
M. Khan (2014)  
259/KSA

States that he personally  
knows the above executant  
and identifies.

Date: 03 SEP 2014

Registered No: 343  
Book No: IV  
Date: 3-9-2014

Sub-Registrar-II  
Saddar Town, Karachi



Sub-Registrar-II  
Saddar Town, Karachi