THIRD SUPPLEMENTAL TRUST DEED

of

NBP BALANCED FUND (Formerly NAFA Multi Asset Fund)

Between

NBP FUND MANAGEMENT LIMITED

And

CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED

Dated: _____

Third Supplemental Trust Deed of
NBP BALANCED FUND
(Formerly: NAFA Multi Asset Fund)

This THIRD SUPPLEMENTAL Trust Deed is made and entered into Karachi, on this day of _____

Participating Parties and Constitution of the Trust

I.NBP Fund Management Limited a public limited company incorporated under the Companies Act, 2017 (the "Act"), having its registered office at 7th Floor Clifton Diamond Building, Block No. 4, Scheme No. 5, Clifton Karachi, Pakistan (hereinafter called the **"Management Company"** which expression where the context so permits shall include its successors in interest and assigns) of the one part; and

AND

II. Central Depository Company of Pakistan Limited, a public limited company incorporated in Pakistan under the Companies Act, 2017 (the "Act") having its registered office at CDC House 99-B, Block B, S.M.C.H.S Main Shahra-e-Faisal, Karachi, Pakistan (hereinafter called the **"Trustee"** which expression where the context so permits shall include its successors in interest and assigns) of the other part.

WITNESSETH:

A. The Management Company has been licensed by the Securities and Exchange Commission of Pakistan (hereinafter referred to as the "SECP") as an Asset Management Company pursuant to the Non-Banking Finance Companies (Establishment and Regulation) Rules, 2003 (hereinafter referred to as the "Rules", which expression shall include any amendments thereto and substitutions thereof) for the purpose of undertaking asset management services under License No. **AMCW/08/NBPFML/AMS/04/2019** dated **November 22, 2019** and Investment Advisory Services, License No. **AMCW/02/NBP/IAS/02/2019** dated **April 07, 2019**, attached hereto as Annexure "**A**" and "**A1**" respectively.

B. The Management Company and the Trustee have mutually agreed to amend certain provisions of the Trust Deed by virtue of the powers contained in Clause 14 thereof, to enable the provisions of the Trust deed to be more conveniently or economically managed, without altering the fundamental objectives of the Trust or releasing the Trustee or the Management Company from any responsibility of Unit Holders.

C. The Central Depository Company Limited has approved the amendments to the Trust Deed, vide email dated **April 21,2020** which is annexed hereto as Annexure "**B**", which amendments are being hereby effectuated by this Third Supplemental Trust Deed.

Amendments to the Trust Deed :

1. **Amendment in Annexure C**

REMUNERATION OF TRUSTEE AND ITS AGENT

The Trustee Remuneration shall consist of actual custodial expenses / charges as defined in the Offering Document

IN WITNESS WHERE OF THIS TRUST DEED has been executed at the date mentioned herein above.

The Common Seal of NBP Fund Management Limited was hereunto affixed in the presence of:

WITNESSES:

1. Name: _____

   Signature: _____

   CNIC No.:_____

2. Name: _____

   Signature: _____

   CNIC No: _____

1. Name: **AMJAD WAHEED**

   Signature: _____

   CNIC No.:**37405-6313954-9**

FOR CENTRAL DEPOSITORY COMPANY OF PAKISTAN LIMITED

WITNESSES:

1. Name: _____

   Signature: _____

   CNIC No.:_____

2. Name: _____

   Signature: _____

   CNIC No: _____

1. Name: **ATIQ UR REHMAN**

   Signature: _____

   CNIC No.:**42501-9253203-1**