

**The General Manager**  
Pakistan Stock Exchange Limited  
Stock Exchange Building,  
Karachi.

December 11, 2023/16

**Subject: Electronic Voting Facility and Postal Ballot on Special Business-EOGM To Be Held on December 26, 2023.**

Dear Sir,

Pursuant to Regulation #8 of the Companies (Postal Ballot) Regulations 2018 (the "Regulations"), please find enclosed herewith the Ballot Paper which will be published in newspapers in due course of time.

The Members are required to ensure that duly filled and signed ballot paper along with a copy of Computerized CNIC should reach the Chairman of the Meeting through a post on the Company's registered address, Office No. 508, 5th Floor, LSE Building, 19-Khayaban-e-Aiwan-e-Iqbal, Lahore or email at [inamullah@lse.com.pk](mailto:inamullah@lse.com.pk) one day before the EOGM on December 25, 2023, during working hours. The signature on the ballot paper shall match the signature on the CNIC. The Ballot Paper has also been uploaded on the Company's website <https://modarabaalmali.com>

Apart from the above, pursuant to Regulation # 4 of the Regulations, Certificate holders of Modaraba Al-Mali will be allowed to exercise their right to vote through an electronic voting facility and voting by post for the special business in its forthcoming EOGM to be held on Tuesday, December 26, 2023, at 11:30 a.m, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations. E-Voting will start on December 23, 2023, at 9:00 a.m. and shall close on December 25, 2023 at 5:00 p.m. Members can cast their votes at any time during this period. Once the vote on a resolution is cast by a Member, he/she shall not be allowed to change subsequently.

Sincerely,

For and on behalf of  
Modaraba Al-Mali

  
  
**Inam Ullah**  
Company Secretary

## مضار بالمالی اسلامی مالیاتی ادارہ پبلسٹی پیپر

دونگ کا پبلٹ پیپر کتنی غیر معمولی اجلاس عام میں خصوصی امور کیلئے ڈاک کے ذریعے 26 مئی 11:00 بجے کتنی کے رجسٹرڈ دفتر نمبر 508، 5th فلور، ایل ایس سی بلڈنگ، 19 خیابان ایوان اقبال لاہور پر پوسٹ کیا جاسکتا ہے۔ فون: +92-42-36368000 <https://modarabaaalmali.com>

حصص دارا شہزادہ حصص دارا کا نام
رجسٹرڈ ایڈریس
ملکیتی حصص کی تعداد اور فروغ نمبر
CNIC نمبر (کاپی لفٹ ہونا چاہئے)
اضافی معلومات اور ملاحظات (ہائی کارپوریٹ کارپوریشن اور وفاقی حکومت کا نام نہ ہونے کی صورت میں)

میں/ہم مندرجہ ذیل افرادوں کے سلسلے میں پبلٹ کے ذریعے اپنے ووٹ استعمال کرتے ہیں اور ذیل میں مناسب باکس میں ٹک (✓) کا نشان لگا کر اپنی رضامندی یا اختلاف رائے دیتے ہیں:

عام حصص کی تعداد جن کے لئے ووٹ کاسٹ کیا جائے گا	میں/ہم قراردادوں پر رضامند ہیں (FOR)	میں/ہم قراردادوں پر خلاف ہیں (AGAINST)	قراردادوں کی نوعیت اور تفصیل
			1. قرابا پاکیزہ ایکٹ 2017 کے سیکشن 283 تا 279 اور دیگر قابل اطلاق دفعات، ماگروٹی ہوں، کی بیرونی میں باور رجسٹر ارمضار باور رجسٹر عدالت عالیہ لاہور کی منظوری کے لحاظ سے ایل ایس ای کیسٹل لیٹل (فرانسفری کتنی) کے ساتھ اور اس میں ایل ایس ای پر ایک لیٹل (فرانسفر کتنی) کے مجوزہ انعام (حصہ 1) بمذا انعام / ادغام کی ایکٹ کا ڈرافٹ جیسا کہ حصص داران کے درود کھا گیا کو بذریعہ پبلٹ کیا جاتا ہے۔
			2. قرابا پاکیزہ ایکٹ 2017 کے سیکشن 283 تا 279 اور دیگر قابل اطلاق دفعات، ماگروٹی ہوں، کی بیرونی میں باور رجسٹر ارمضار باور رجسٹر عدالت عالیہ لاہور کی منظوری کے لحاظ سے ایل ایس ای کیسٹل لیٹل (فرانسفری کتنی) کے ساتھ اور اس میں ایل ایس ای مضار بالمالی (فرانسفر کتنی) کے مجوزہ انعام (حصہ 1) بمذا انعام / ادغام کی ایکٹ کا ڈرافٹ جیسا کہ حصص داران کے درود کھا گیا کو بذریعہ پبلٹ کیا جاتا ہے۔
			3. قرابا پاکیزہ ایکٹ 2017 کے سیکشن 283 تا 279 اور دیگر قابل اطلاق دفعات، ماگروٹی ہوں، کی بیرونی میں باور رجسٹر ارمضار باور رجسٹر عدالت عالیہ لاہور کی منظوری کے لحاظ سے ایل ایس ای کیسٹل لیٹل (فرانسفری کتنی) کے ساتھ اور اس میں ایل ایس ای کیسٹل لیٹل (فرانسفر کتنی) کے مجوزہ انعام (حصہ 2) بمذا انعام / ادغام کی ایکٹ کا ڈرافٹ جیسا کہ حصص داران کے درود کھا گیا کو بذریعہ پبلٹ کیا جاتا ہے۔
			4. مزید قرابا پاکیزہ ایکٹ 2017 کے سیکشن 283 تا 279 اور دیگر قابل اطلاق دفعات، ماگروٹی ہوں، کی بیرونی میں باور رجسٹر ارمضار باور رجسٹر عدالت عالیہ لاہور کی منظوری کے ساتھ اور اس میں ایل ایس ای کیسٹل لیٹل (فرانسفر کتنی) کے ساتھ اور اس میں ایل ایس ای کیسٹل لیٹل (فرانسفر کتنی) کے مجوزہ انعام (حصہ 2) بمذا انعام / ادغام کی ایکٹ کا ڈرافٹ جیسا کہ حصص داران کے درود کھا گیا کو بذریعہ پبلٹ کیا جاتا ہے۔
			5. مزید قرابا پاکیزہ ایکٹ 2017 کے سیکشن 283 تا 279 اور دیگر قابل اطلاق دفعات، ماگروٹی ہوں، کی بیرونی میں باور رجسٹر ارمضار باور رجسٹر عدالت عالیہ لاہور کی منظوری کے ساتھ اور اس میں ایل ایس ای کیسٹل لیٹل (فرانسفر کتنی) کے ساتھ اور اس میں ایل ایس ای کیسٹل لیٹل (فرانسفر کتنی) کے مجوزہ انعام (حصہ 2) بمذا انعام / ادغام کی ایکٹ کا ڈرافٹ جیسا کہ حصص داران کے درود کھا گیا کو بذریعہ پبلٹ کیا جاتا ہے۔





	<p><b>Services Limited</b> in accordance to the Scheme.</p> <p>l) That the distribution of shares of LSE Proptech Limited owned by <b>Modaraba Al-Mali</b> to be distributed to the certificate-holders of <b>Modaraba Al-Mali</b>.</p> <p>m) That the distribution of certificates of <b>Modaraba Al-Mali</b> owned by <b>LSE Capital Limited</b> to be made to the shareholders of <b>LSE Capital Limited</b>.</p> <p>n) That the listing status of the <b>LSE Proptech Limited (LSEPL)</b> with the Pakistan Stock Exchange Limited (PSX) and eligibility status (of <b>LSEPL</b>) with Central Depository Company of Pakistan Limited (CDC) along with all privileges, rights and liabilities of the Transferor Company with PSX and CDC shall be transferred in the names of the <b>LSE Capital Limited</b> (as described in the Scheme).</p> <p>o) That the listing status of the <b>Modaraba Al-Mali (MODAM)</b> with the Pakistan Stock Exchange Limited (PSX) and eligibility status (of <b>MODAM</b>) with Central Depository Company of Pakistan Limited (CDC) along with all privileges, rights and liabilities of the Transferor Company with PSX and CDC shall be transferred in the names of the <b>LSE Financial Services Limited</b> (as described in the Scheme).</p> <p>p) Effective date of the Scheme is <b>June 30, 2023</b> or any other date which is determined by the honorable Lahore High Court. However, this will not affect the SWAP ratio determined in the Scheme. Any difference, if any, will be adjusted either in goodwill or merger reserves, as the case may be. Moreover, actual transfer will be effectuated on sanctioned date, when the Scheme shall become the operative (as defined in Article - 3 of the Scheme). No further approval shall be required from the shareholders of the Company.</p> <p>q) SWAP ratio will not be changed unless directed (and accepted by the Company) by the honorable Lahore High Court or the Securities and Exchange Commission of Pakistan, as the case may be. Any difference, if any, will be adjusted either in goodwill or merger reserves, as the case may be. No further approval shall be required from the shareholders of the Company.</p>				
6.	<b>RESOLVED FURTHER THAT</b> pursuant to the provision of Section 279 to 283 of the Companies, Act, 2017 and other applicable provisions, necessary joint/separate application(s), petition(s) and may be moved by the Chief Executive Officer or the Company Secretary of <b>LSE Capital Limited</b> singly before the Honorable Lahore High Court, for seeking its directions as to convening, holding and conducting of any meeting(s) of the shareholders and creditors (if any) or dispensation thereof, as the case may be, including for the appointment of Chairman, issuance and dispatch of notices and placement of advertisements and for seeking any other directions as the Honorable Lahore High Court may deem fit and proper and for seeking the approval of the proposed amalgamation/ merger and the proposed Scheme of Amalgamation / Merger."				
7.	<b>RESOLVED FURTHER THAT</b> approval be and is hereby given to the Board of Directors of <b>LSE Proptech Limited</b> and <b>LSE Capital Limited</b> to amend the swap ratio, if advised or directed by the Securities and Exchange Commission of Pakistan or honorable Lahore High Court, as the case may be, for the issuance of shares of <b>LSE Capital Limited</b> to the shareholders of the <b>LSE Proptech Limited</b> .				
8.	<b>RESOLVED FURTHER THAT</b> approval be and is hereby given to the Board of Directors of <b>Modaraba Al-Mali</b> and <b>LSE Capital Limited</b> to amend the swap ratio, if advised or directed by the Securities and Exchange Commission of Pakistan or honorable Lahore High Court, as the case may be, for the issuance of shares of <b>LSE Capital Limited</b> to the shareholders of the <b>LSE Proptech Limited</b> .				
9.	<b>RESOLVED FURTHER THAT</b> approval be and is hereby given to the Board of Directors of <b>LSE Capital Limited</b> and <b>LSE Financial Services</b> to amend the swap ratio, if advised or directed by the Securities and Exchange Commission of Pakistan or honorable Lahore High Court, as the case may be, for the issuance of shares of <b>LSE Financial Services Limited</b> to the shareholders of the <b>LSE Capital Limited</b> and to the <b>LSE Capital Limited</b> .				
10.	<b>RESOLVED FURTHER THAT</b> approval be and is hereby given to the Board of Directors of <b>LSE Financial Services</b> and <b>LSE Capital Limited</b> to amend the swap ratio, if advised or directed by the Securities and Exchange Commission of Pakistan or honorable Lahore High Court, as the case may be, for the issuance of shares of <b>LSE Capital Limited</b> to the <b>LSE Financial Services Limited</b> .				
11.	<b>RESOLVED FURTHER THAT</b> the shareholders, be and hereby authorize singly the Chief Executive or the Company Secretary of the Company (i.e. respective company/ corporate undertaking), to undertake and implement all relevant steps/actions, required to be completed, as a consequence of the approval of the above special resolutions.				
12.	<b>RESOLVED FURTHER THAT</b> the Chief Executive Officer or the Company Secretary of the <b>LSE Capital Limited</b> , be and are hereby singly authorized to submit the certified true copies of the resolutions passed by the shareholders of the Company (i.e. respective company/ corporate undertaking) to the Honorable Lahore High Court, the Registrar of Companies, the Securities and Exchange Commission of Pakistan, Pakistan Stock Exchange Limited and such other competent authorities, if necessary."				
13.	<b>RESOLVED FURTHER THAT</b> the Chief Executive Officer, or the Company Secretary of the <b>LSE Capital Limited</b> , be and are hereby singly authorized: <ul style="list-style-type: none"> <li>a) To sign, submit or present necessary applications, petitions, supplementary applications/petitions, summons, deeds, documents, instruments, rejoinders, replies, and to swear affidavits or execute bonds for the above-mentioned amalgamation/ merger;</li> <li>b) To engage any counsel(s)/advocate(s)/consultant(s) to file the application(s) and petition(s) before the Honorable Lahore High Court, and to do other needful tasks;</li> <li>c) To appear [in person or through representative(s)] before the Honorable Lahore High Court; the Offices of the Registrar of the Companies; the Securities and Exchange Commission of Pakistan; Pakistan Stock Exchange Limited and/or before any other authority or person in connection with the aforesaid amalgamation/merger; and</li> <li>d) To do any other act, deed or thing which may be ancillary or incidental to the above-mentioned matter or which may otherwise be required for the aforesaid purpose.</li> </ul>				

Signature of shareholder(s)

Place:

Date:

NOTES:

1. Duly filled postal ballot should be sent to Co-Chairmen, or by email at: [inamullah@lse.com.pk](mailto:inamullah@lse.com.pk)
2. Copy of the CNIC / Passport (in case of a foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach the Co-Chairmen of the meeting on or before December 25, 2023. Any postal ballot received after this date, will not be considered for voting.
4. Signature on the postal ballot should match with the signature on the CNIC / Passport (in case of a foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, the over-written ballot paper will be rejected.
6. In the case of a corporate entity, the Ballot Paper Form must be accompanied by the Board of Directors' resolution/power of attorney with specimen signature and copy of CNIC of the nominee, etc. in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable. In the case of foreign body corporate, all documents must be attested by the Embassy of Pakistan.
7. The Ballot Paper Form has also been placed on the company's website i.e., <https://modarabaalmali.com> Members may download the Ballot Paper from the website or use the original/ photocopy as published in newspapers.

2023