

November 6, 2025

The General Manager
Pakistan Stock Exchange Limited
Stock Exchange Building
Stock Exchange Road
Karachi.

Subject: Notice of Annual General Meeting – LSE Ventures Limited

Dear Sir,

In compliance with Regulation 5.6.9 (b) of the Rule Book of the Exchange, please find attached herewith the Notice of Annual General Meeting of LSE Ventures Limited schedule to be held on November 27<sup>th</sup>, 2025 at 09:30 a.m. at the registered Office of the Company i.e., at the auditorium, the Exchange Hub, LSE Plaza, 19 – Kashmir Egerton Road, Lahore, being published in the newspapers.

You may please inform the TRE Certificate Holders of the Exchange accordingly.

For and on behalf of

LSE Ventures Limited:

Muhammad Sajjad Hyder Company Secretary

Encl.: Notice of AGM of LSE Ventures Limited

Copy to: The Executive Director / HOD, Offsite-II Department, Supervision Division, SECP,

NIC Building, Jinnah Avenue, Blue Area, Islamabad



## NOTICE OF ANNUAL GENERAL MEETING NOVEMBER 06, 2025

**NOTICE** is hereby given, that the Annual General Meeting ("AGM") of LSE Ventures Limited (the "Company") will be held on Thursday, November 27<sup>th</sup>, 2025, at 9:30 a.m. at the registered office of the Company (and via video conferencing) to transact the following business:

### **ORDINARY BUSINESS:**

- 1. To confirm the minutes of the Extra Ordinary General Meeting held on August 16, 2025.
- **2.** To receive, consider and adopt the Annual Audited Financial Statements of the Company for the year ended June 30, 2025, together with the Directors' and Auditors' Reports thereon.

https://ventures.lse.com.pk/downloads/annual/LSEVL-Annual-Report-2025.pdf



- **3.** To consider and declare final cash dividend of Rs. 0.50/- per share for the year ended June 30, 2025, to the shareholders of the Company as having been recommended by the Board of Directors.
- **4.** To appoint External Auditors of the Company for the year ending June 30<sup>th</sup>, 2026, and to fix their remuneration.

### **SPECIAL BUSINESS:**

- **5.** To consider and if deemed appropriate, pass the following Special Resolutions with or without any modification(s), addition(s) and/or deletion(s), as deemed appropriate by the members:
  - **5.1** Changes in the Memorandum/Articles of Association of the Company for Enabling the Offering of Optional Payout Arrangement to the Shareholders:
    - **5.1.1** "RESOLVED THAT the approval be and is hereby accorded for the addition of the following new clauses (Articles) as Articles 72A, 72B, 72C and 72D in the Articles of Association of the Company and the renumbering of all of the next clauses (Articles) accordingly:
      - 72A Subject to the Companies (Further Issue of Shares) Regulations, 2020, the Company shall have the power to issue bonus shares of any class out of any reserve(s) of any kind from time to time, and the decision of the Board to issue bonus shares, once announced, shall not be varied, postponed, withdrawn or cancelled.
      - 72B The Company shall also have the power to implement an optional payout structure whereby a shareholder may be asked to either opt for receiving cash dividend or equity dividend (as fully paid bonus shares). The Board of Directors shall have the power to determine the price/value and procedure for such optional bonus shares.



- 72C A shareholder choosing optional bonus will forgo his/her/their right to cash dividend whereafter the Company shall issue and credit such number of bonus shares which equals the value of cash payout (dividend) for the relevant period.
- 72D No Dividend shall be paid otherwise than out of profits of the year or undistributable profits. However, bonus shares shall be paid from any reserves including capital reserves."
- **5.2** Transactions with associated companies/related parties (under Section 199 of the Companies Act, 2017):
  - 5.2.1 "RESOLVED THAT the approval be and is hereby accorded to fix the upper limit of the Company's investments/financing with associated companies/related parties with the condition that any investment (against equity on market price/right shares subscription/initial capital, as the case may be) shall not exceed PKR 600 Mn, and any advance/financing/loan shall not be below the rate of six (6) months KIBOR+1%. Similarly, any disposal of the already held equity or divestment from any associated company shall not be less than the market price or the value certified by a firm of Chartered Accountants."
  - **5.2.2** "FURTHER RESOLVED THAT in light of the above, the Board of the Company be and is hereby authorized to approve transactions with associated companies / related parties, which may be carried out during the financial year ending June 30, 2026."
  - **5.2.3** "FURTHER RESOLVED THAT all transactions with associated companies / related parties shall be placed before the shareholders for ratification in the subsequent general body meetings."
  - **5.2.4** "RESOLVED THAT the related party transactions as provided in the relevant notes of the accounts for the period ended June 30, 2025, be and are hereby approved/ratified."
- **5.3** Equity Management Fee to LSE Capital Limited
  - 5.3.1 "Resolved that the payment of an annual equity management fee at the rate of two percent (2%) of the Company's paid-up capital to LSE Capital Limited, be and is hereby approved, with the specific approval that this arrangement shall continue until its modification/cancellation through any subsequent special resolution of the shareholders of the Company."
- **5.4** Ratification of the termination of MBO:
  - 5.4.1 "RESOLVED THAT the members hereby ratify the decision of the Board dated Jun 30<sup>th</sup>, 2025, about the termination of the Mutual Buy Out Agreement, having been previously approved by the general body in the meeting held on Nov 27, 2025."
- **5.5** Authorizing the Company Secretary to Implement all Special Resolutions passed in today's AGM:
  - **5.5.1** RESOLVED THAT the Company Secretary, be and is hereby authorized to take all necessary steps and execute all necessary documents towards fulfillment of all legal and corporate requirements involved, and to file all requisite documents with the Securities and Exchange Commission of Pakistan, as may be necessary or expedient for the purpose giving full effect to and implementing the letter, spirit and intent of the foregoing resolutions."



The members are requested to refer to the notes enclosed with these agenda papers.

In addition to dispatch of this notice to the shareholders, this notice has also been placed on the Company's website (<a href="http://www.lse.com.pk">http://www.lse.com.pk</a>).

Issued under the authorization of the Board of Directors of:

Muhammad Sajjad Hyder

Company Secretary (sajjad@lse.com.pk)



### Notes on the Ordinary and Special Business of the Company

**1.** SECP has granted an extension of 30 days to hold AGM up to Nov 27, 2025 vide its letter No. SMD/PRDD/Comp/(146)/2024/61 dated October 8, 2025.

#### 2. Book Closure:

The Share Transfer books of the Company will remain closed, and no transfer of shares will be accepted for registration from November 21, 2025, to November 27, 2025 (both days inclusive). Any transfer request received by the office of the share registrar of the Company by the close of business on November 20<sup>th</sup>, 2025, will be treated in time for the purpose of attendance in the AGM.

### 3. Availability of Audited Financial Statements:

In accordance with Section 223 of the Companies Act, 2017, and pursuant to S.R.O. 389(I)/2023 dated March 21, 2023, the financial statements of the Company have been uploaded on the website of the Company in addition to annual and quarterly financial statements for the prior years and can be downloaded from the above given web link and QR enabled code.

### 4. For Attending the Meeting

- a. In the case of individuals, the account holder concerned or the sub-account holder along with the CDC statement of his/her holding, shall be able to attend the meeting by showing original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.
- b. In the case of a corporate entity, the authorization letters including the resolution/ power of attorney from the Board of Directors along with the specimen signatures of the nominee shall be required for attendance.

### 5. Proxies/Authorizations:

- a. A member entitled to attend and vote at the AGM is entitled to appoint another member as his/her proxy to attend and vote instead of him/her.
- b. The proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the time of holding the meeting. The CDC Accounts Holders will further have to follow the guidelines as laid down in Circular 1 dated January 26, 2000, issued by the SECP.
- c. The proxy form shall be witnessed by two people whose names, addresses and CNIC numbers shall be mentioned on the form, and as per the requirements mentioned in the attached form.
- d. Attested copies of the CNIC or passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- e. The proxy shall produce his/her original CNIC or original passport at the time of the meeting.
- f. In case of corporate entities, the authorization letter including the resolution/ power of attorney from the board of directors, along with the specimen signature of the nominee shall be required to be submitted.
- g. The specimen of the proxy and the authorization forms for the AGM have been placed on the Company's website (<a href="http://www.lse.com.pk">http://www.lse.com.pk</a>) and also attached to the notice of the meeting.

### 6. E-Voting & Voting through Postal Ballot:

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 (the "Regulations"), amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members for the purpose of election of Directors and for any other agenda item subject to the requirement of Section 143 and 144 of the Act, in accordance with the requirements and procedure contained in the aforesaid Regulations.



### 7. Video Conference Facility:

In accordance with Section 132(2) of the Act, if the Company receives consent from the members holding in aggregate 10% or more shareholding residing in a geographical location to participate in the meeting through video conference at least seven (7) days prior to the date of the AGM, the Company will arrange the video conference facility in that city subject to the availability of such facility in that city.

### 8. Online Meeting Link

Online meeting link and login credentials will be shared with only those members/proxies whose emails, containing all the required particulars, are received at the given email address (<a href="mailto:saijad@lse.com.pk">saijad@lse.com.pk</a>) by 05:00 pm on Monday, **November 24, 2025**.

### 9. Change in Address and CNIC:

The members are requested to notify any change in their address and contact details, as well as the attested photocopy of their valid CNICs, in case of the book entry securities in CDS to their respective participants and in case of physical shares to the registrar of the Company, by quoting their folio numbers and name of the Company at the below mentioned address of the Company's Share Registrar, if not earlier notified/submitted:

M/s F.D Registrar Services (Pvt.) Limited 17th Floor, Saima Trade Tower - A, 11 Chundrigar Road, Karachi



### STATEMENT OF MATERIAL FACTS UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

The statement sets out the material facts pertaining to the special business items to be transacted at the Annual General Meeting of the Company to be held on Thursday, November 27, 2025.

#### **SPECIAL BUSINESS:**

### Agenda Item # 5: Approval of Special Resolutions

- **5.1** The proposed changes are being made to implement an optional payout arrangement for the benefit of investors. The Company can only offer an optional payout arrangement if the Articles of Association of the Company contain such provisions. The idea behind this change is that in future, the Company will pay either the cash dividend or in-kind dividend to the shareholders. Only those opting for the issuance of bonus shares will be given bonus shares equal to the cash payout. Rest of the shareholders shall be provided cash dividend.
- **5.2** This agenda relates to the transactions with associated companies/related parties [under Section 199 of the Companies Act, 2017 as well as Regulation 5(5) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017].

In pursuance to Regulation No. 3 (3) of the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 under SRO 1240(1)/2017 dated 6 December 2017, the directors of the Company have carried out due diligence for the proposed investment in its associated company/associated undertakings before sending this recommendation for the member's approval.

Moreover, the transactions conducted with the related parties have to be approved by the Board of Directors duly recommended by the Audit Committee on quarterly basis pursuant to clause 15 of Listed Companies (Code of Corporate Governance) Regulations, 2019. in order to promote transparent business practices, the shareholders are to authorize the Board of Directors to approve transactions with the related parties from time-to-time on case-to-case basis during a year. Accordingly, these transactions are being placed before the shareholders in this meeting for their formal ratification.

All transactions with related parties to be ratified have been disclosed in the notes to the financial statements to the financial statements for the year ended June 30, 2025. The Company carries out transactions as per the approved policy with respect to 'transaction with related parties in the normal course of business. The nature of relationships with these related parties has been indicated in the relevant notes of the account. The Directors are interested in the resolution only to the extent of their shareholding and having their common directorships in such related parties.

Similarly, the Company shall be conducting transactions with its related parties during the year ending on June 30, 2026, as per the approved policy with respect to 'transactions with related parties' in the normal course of business. In order to promote transparent business practices, the shareholders are required to authorize the Board of Directors to approve transactions with the related parties from time-to-time and on case-to-case basis for the year ending on June 30, 2026, which transactions shall be deemed to be approved by the Shareholders These transactions shall be placed before the shareholders in the next AGM for their formal approval/ratification.

**Note:** None of the Directors of the Company have any direct or indirect interest in this special business except to the extent of their respective shareholding in the Company.

(a) DISCLOSURES FOR ALL TYPES OF INVESMENTS:



### (A) Regarding associated company or associated undertaking: -

Sr. No.	Requirement	Information		
(i)	Name of Associated Company or associated undertaking	LSE Capital Limited	LSE Financial Services Limited	LSE SPAC-1 Limited
(ii)	Basis of relationship	Associated Company with 12.48% shareholding of LSEVL.	Associated Company with 28% shareholding of LSEVL.	Wholly owned company of LSECL.
		LSECL has 26.82% shareholding in LSEVL.	LSEFSL has 5.5% shareholding in LSECL.	Common directorship
		Common directorship	Common directorship	
(iii)	Earnings per share for the last three years	Year 2025: Rs. 1.32 Year 2024: Rs. 2.26 Year 2023: Rs. 3.98	Year 2025: Rs. 0.51 Year 2024: Rs. 1.72 Year 2023: Rs. 0.07	Formed in 2025 Year 2025: Rs. (1.43)
(iv)	Break-up value per share, based on latest audited financial statements	Rs. 17.48 as on June 30, 2025.	Rs. 12.81 as on June 30, 2025.	Rs. 9.55 as on June 30, 2025.
(v)	Financial position, including main items of statement of financial position and profit and loss account on the basis of its latest financial statements	Audited Financial Statements of LSECL for the year ended June 30, 2025 available at: <a href="http://www.lse.com.p">http://www.lse.com.p</a>	Audited Financial Statements of LSEFSL for the year ended June 30, 2025 available at: <a href="http://www.lse.com">http://www.lse.com</a> <a href="http://www.lse.com">.pk</a>	Audited Financial Statements of LSE- SPAC for the year ended June 30, 2025 available at: <a href="http://www.lse.com">http://www.lse.com</a> <a href="http://www.lse.com">.pk</a>
(vi)	In case of investment in relation to a project of associated company or associated undertaking that has not commenced operations,	Not applicable	Not applicable	Not applicable

### (B) General Disclosures:

(i)	Maximum aggregate amount of investment to be made	Up to Rs. 600 million as equity investments for the purchase of shares, disposal of shares and short-term loans/advances for any one or more associated companies in aggregate.				
(ii)	Purpose, benefits likely to accrue to the investing company and its members from such investment	To meet the working capital requirement of the Company.	To meet the working capital requirement of the Company.	To meet the working capital requirement of the Company.		



	and period of investment.			
(iii)	Source of funds to be utilized for investment and where the investment is intended to be made using borrowed funds; (I) Justification for investment through borrowing; (II) Details of collateral, guarantees provided and assets pledged for obtaining such funds; and (III) Cost benefit analysis;	Through internal sources.	Through internal sources.	Through internal sources.
(iv)	Salient features of the agreement (if any) with associated company or associated undertaking with regards to proposed investment.	The format of LSE's standards Associated company shall be	ard financial facilitation agr	eements with the relevant
(v)	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associates' company or associated undertaking or the transaction	Following Directors only have indirect interest in the associated companies due to common directorship/shareholding but have no direct interest in the transactions:  Mr. Aftab Ahmad Ms. Aasiya Riaz Mr. Muhammad Iqbal	Following Directors only have indirect interest in the associated companies due to common directorship/shareholding but have no direct interest in the transactions  Mr. Aftab Ahmad Ms. Aasiya Riaz	Following Directors only have indirect interest in the associated companies due to common directorship/shareholding but have no direct interest in the transactions  Mr. Aftab Ahmad Ms. Aasiya Riaz



	under	
	consideration:	
/s.ci\		There has not been any impairment or write off in any investment. All investments
(vi)	In case any	There has not been any impairment or write off in any investment. All investments
	investment in	in the associated entities have been made on an arm's length basis. It is also
	associated	confirmed that all past transactions have been made at the required returns.
	company or	
	associated	
	undertaking has	
	already been	
	made, the	
	performance	
	review of such	
	investment	
	including	
	complete	
	information /	
	justification for	
	any impairment	
	or write offs.	
(vii)		Not Applicable
(3,	important details	
	necessary for the	
	members to	
	understand the	
	transaction	

# (b) In case of equity investment, following disclosures in addition to those provided under clause (a) of sub-regulation (1) of regulation 3 shall be made:-

(i)	Maximum price at which securities will be acquired	Market price or face value. The transaction shall be disclosed to the market as and when executed
(ii)	In case the purchase price is higher than market value in case of listed securities and fair value in case of unlisted securities, justification thereof	Transactions only at market price/face value
(iii)	Maximum number of securities to be acquired	Depends on the market conditions
(iv)	Number of securities and percentage thereof held before and after the proposed investment	If subscription is to be made against right shares, then this information shall be provided accordingly.
(v)	Current and preceding twelve weeks' weighted average market price where investment is proposed to be made in listed securities; and	Not Applicable
(vi)	Fair value determined in terms and sub-regulation	Not Applicable



(1) of regu	latio	า 5	for
investments	in	unli	sted
securities			

### (c) In case of Investments in the form of Loan and Advances and guarantees:

(i)	Category wise number of investments	Investment by way of subscription through right offer or as short-term loan / advance not exceeding Rs. 600 million in any one or more associated companies in aggregate.
(ii)	Average borrowing cost of the investing Company	No borrowing obtained by LSEVL
(iii)	Rate of interest, markup profit, fees or commission etc. to be charged by investing company	6M KIBOR+1%
(iv)	Particulars of collateral or security to be obtained in relation to the proposed investment	No collateral in case subscription through the right shares. Assignment of receivables of the borrowing company
(v)	If the investment carry conversion features:	No Conversion option
(vi)	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking	As and when the advance/loan shall be extended, customary repayment schedule shall be agreed

- 5.3 The Company only has a handful of employees and all finance, corporate secretariat and compliance-related functions as well as the office accommodation, facilities, utilities, security and janitorial services are being obtained from LSE Capital Limited. Since the establishment of the Company, the arrangement was to pay for the above in the shape of equity management fee at the rate of 2% of the Company's paid-up capital. This matter also relates to the transactions with associated companies/related parties under Section 199 of the Companies Act, 2017, hence approval by way of special resolution from the shareholders is required. This approval provides that until this arrangement is not specifically amended, modified or canceled; the arrangement shall remain in place.
- **5.4** Subsequent to the approval/authorization from the shareholders of the Mutual Buy Out Agreement (MBO), the Company signed the MBO dated Jan 12, 2025. However, after making only one payment of PKR 51 million, the obligations for further payment as per Schedule B of the Agreement were not fulfilled. Besides, there were many other violations/deviations of the agreement by the other party as well from the counterparty (PACRA). Hence, under the powers granted by the shareholders, the Board of Directors terminated the said MBO on Jun 30<sup>th</sup>, 2025. Now this special resolution is being proposed to solicit the ratification of the decision of the Board by the shareholders as a special resolution. The matter has been explained in more detail in the Directors Report.
- **5.5** This resolution is being proposed to authorize the Company Secretary to implement all proposed special resolutions after their adoption/approval by the shareholders.



## سالانه عام اجلاس کانوٹس 06 نومبر 2025

نوٹس دیاجاتا ہے کہ LSE دینچر زلمیٹڈ ("سمپنی") کی سالانہ جزل میٹنگ ("AGM") جمعرات، 27 نومبر 2025 کو 130% جبینی کے رجسٹر ڈ آفس میں (اور ویڈیو کا نفرنسنگ کے ذریعے ) درج ذیل کاروبار کولین دین کے لیے منعقد کی جائے گی:

### عام كاروبار:

- 1. 16اگت 2025 کومنعقدہ غیر معمولی عام اجلاس کے منٹس کی تصدیق کرنا.
- 2. 30ون2025 کوختم ہونے والے سال کے لیے تمپین کے سالانہ آڈٹ شدہ مالیاتی بیانات کو وصول کرنا،ان پر غور کرنااور اپنانا،اس پر ڈائر یکٹر زاور آڈیٹرز کی رپورٹوں کے ساتھ۔

https://ventures.lse.com.pk/downloads/annual/LSEVL-Annual-Report-2025.pdf



- 3. \ 0.50-روپے فی خصص کے حتی نقد منافع پر غور کر نااوراس کااعلان کرنا۔ 30 جون 2025 کو ختم ہونے والے سال کے لئے، کمپنی کے حصص یافتیگان کے لئے جیسا کہ بورڈ آف ڈائر یکٹر زنے سفارش کی ہے .
  - 4. جون 2026 كوختم ہونے والے سال كے ليے تمپنى كے بير وني آؤيٹر زكا تقر ركر نااوران كامعاوضہ طے كرنا

## خصوصی کاروبار:

- 5. . غور کرنے اور اگر مناسب سمجھاجائے تو، مندر جہ ذیل خصوصی قرار دادوں کو کسی بھی ترمیم کے ساتھ یااس کے بغیراور / یاممبروں کے ذریعہ مناسب سمجھے جانے والے حذف کرنے کے ساتھ منظور کریں:
  - 5.1 شیئر ہولڈرز کواختیاری ادائیگی کے انتظام کی پینکش کو فعال کرنے کے لئے سمپنی کی یاد داشت /ایسوسی ایش کے مضامین میں تبدیلیاں:
- 5.1. حل کیا گیاہے کہ سمپنی کے آر ٹیکلز آف ایسوسی ایشن میں آرٹیکل 72 اے، 72 بی، 72 سی اور 72 ڈی کے طور پر درج ذیل نئی شقوں (آرٹیکلز) کو شامل کرنے اور اس کے ذریعے دی جائے گی۔ اس کے مطابق اگلی تمام شقوں (آرٹیکلز) کی دوبارہ گنتی کے لیے منظور ی دی جائے گی اور اس کے ذریعے دی جائے گی۔
- 721ء کمپنیز (شیئرز کامزیدا جرا) ضابطے، 2020 کے تالع، کمپنی کووقا فوقا کسی بھی قتم کے کسی بھی ریزر و(ریزر و) میں ہے کسی بھی طبقے کے بونس شیئرز جاری کرنے کا فیملہ،ایک باراعلان ہونے کے بعد، مختلف،ملتوی،واپس نہیں لیاجائے گا یامنسوخ نہیں کیاجائے گا۔ کیاجائے گا۔
- 72 بی سمپنی کے پاس اختیاری ادائیگی کے ڈھانچے کو نافذ کرنے کا بھی اختیار ہوگا جس کے تحت شیئر ہولڈر سے کہا جا سکتا ہے کہ وہ یا تو نقذ منافع یا ایکویٹی منافع (بطور مکمل طور پر اداشدہ یونس جھس کی قیت/قیت منافع (بطور مکمل طور پر اداشدہ یونس جھس کی قیت/قیت اور طریقہ کارکا تعین کرنے کا اختیار ہوگا۔
- 72C اختیاری بونس کا نتخاب کرنے والا شیئر ہولڈر نقد منافع کے اپنے حق کو چھوڑ دے گا جس کے بعد سمپنی بونس تصف کی اتنی تعداد جاری کرے گی اور کریڈٹ کرے گی جومتعلقہ مدت کے لیے نقدادا ئیگی (منافع) کی قیت کے برابر ہے۔



72 وی سال کے منافع یاغیر منقسم منافع کے علاوہ کوئی منافع ادانہیں کیا جائے گا۔ تاہم، بونس حصص کی ادائیگی سرمایہ ذ خائر سمیت کسی بھی ذ خائر سے کی جائے گا۔ جائے گی۔

- 5.2 متعلقه كمپنيوں/متعلقه جماعتوں كے ساتھ لين دين (كمپنيزايك، 2017 كے سيكثن 199 كے تحت)
- 5.2. حل کیا گیا ہے کہ سمپنی کی سرمابیہ کاری/متعلقہ کمپنیوں/متعلقہ فریقوں کے ساتھ فنانسنگ کی اوپر می حد کو اس شرط کے ساتھ طے کرنے کے لئے منظوری دی جائے گی اور اس کے ذریعہ دی جائے گی کہ کوئی بھی سرمابیہ کاری (مارکیٹ پرائس/رائٹ حصص سبسکر پشن/ابتدائی سرمابیپرا یکو پٹی کے خلاف، جیسا بھی معالمہ موروں میں میں موالے سے زیادہ نہیں ہوگی، اور کوئی پیشگی/فنانسنگ/قرض چھ(6) ماہ کی شرح سے کم نہیں ہوگا۔ اس طرح، کسی بھی وابستہ کمپنی سے پہلے سے موجود ایکو پٹی باڈیویسٹمنٹ کاکوئی بھی تصفیم مارکیٹ قیمت باجار ٹر ڈاکاؤ نٹسٹس کی فرم کے ذریعہ تصدیق شدہ قیمت سے کم نہیں ہوگا۔
- 5.2.2 اگلاحل بیہے کہ مذکورہ بالا کی روشنی میں ، کمپنی کا بورڈ وابستہ کمپنیوں/متعلقہ فریقوں کے ساتھ لین دین کی منظوری دینے کا مجازہے ، جو 30 جون 2026 کوختم ہونے والے مالی سال کے دوران انجام دیاجا سکتا ہے۔
- 5.2.3 اگلاعل بیہے کہ متعلقہ کمپنیوں/متعلقہ فریقوں کے ساتھ تمام لین دین کوبعد میں ہونے والی جزل باڈی کی میٹنگوں میں توثیق کے لیے شیئر ہولڈرز کے سامنے رکھاجائے گا۔
- 5.2.4 حل کیا گیاہے کہ 30 جون 2025 کو ختم ہونے والی مدت کے لئے اکاؤ نٹس کے متعلقہ نوٹوں میں فراہم کردہ متعلقہ پارٹی کے لین دین کی منظوری دی جائے گی اور اس کی قوشق کی جائے گی۔
  - 5.3 ابل ایس ای کیپٹل لمیٹیڈ کوایکو ٹی مینجنٹ فیس
- 5.3. "حل کیا گیاہے کہ ایل ایس ای کیپٹل لمیٹڈ کو کمپنی کے اداشدہ سرمائے کے دو فیصد (2%) کی شرح سے سالانہ ایکویٹی مینجنٹ فیس کی ادائیگی ،اس مخصوص منظور کی کے ساتھ منظور کی جائے گی اور اس کی منظور ک دی جائے گی کہ بیا انتظام کمپنی کے حصص یافت گان کے کسی بھی بعد کے خصوصی قرار داد کے ذریعے اس منظور کی جائے گی۔ بیا تنظام کمپنی کے حصص یافت گان کے کسی بھی بعد کے خصوصی قرار داد کے ذریعے اس میں ترمیم/منسوخی تک جاری رہے گا۔
  - 5.4 ايم بي او كے خاتمے كي توثيق:
- 5.4.1 حل کیا گیاہے کہ ممبران باہمی خریداری کے معاہدے کے خاتمے کے بارے میں 30 جون 2025 کو بورڈ کے فیصلے کی توثیق کرتے ہیں، جے پہلے 27 نومبر 2025 کو منعقدہ اجلاس میں جزل ہاڈی نے منظور کیا تھا۔
  - 5.5 کمپنی سیکرٹری کو آج کی اے جی ایم میں منظور کر دہ تمام خصوصی قرار دادوں کو نافذ کرنے کا اختیار:
- 5.5.1 حل کیا گیا ہے کہ کمپنی سیکرٹری، تمام ضروری اقدامات کرنے اور تمام قانونی اور کارپوریٹ ضروریات کی سیکیل کے لئے تمام ضروری دستاویزات پر عمل در آمد کرنے اور سیکیور ٹیزائیڈا کیکھینچ کمیشن آف پاکستان کے ساتھ تمام مطلوبہ دستاویزات فاکل کرنے کا مجازے، جواس مقصد کے لئے ضروری یامناسب ہو سکتا ہے۔

ممبران سے در خواست ہے کہ وہ ان ایجبٹرا پیپرز کے ساتھ منسلک نوٹس کا حوالہ لیں۔ شیئر ہولڈرز کو یہ نوٹس تھیجنے کے علاوہ، یہ نوٹس ممپنی کی ویب سائٹ پر بھی رکھا گیا ہے۔
(http://www.lse.com.pk)

بورڈ آف ڈائر یکٹر ز کی احازت کے تحت حاری کیا گیا:

6نومبر 2025،لاہور

محمر سحاد حيدر

اردر (sajjad@lse.com.pk) مېنى سيکر ٹرى



## سمینی کے عام اور خصوصی کار و بار پر نوٹ

1. ایسای سی پی نے 27 نومبر 2025 تک اے بی ایم منعقد کرنے کے لیے 30 دن کی توسیع دی ہے۔ ایس ایم ڈی / پی آر ڈی ڈی / کمپ / (146) / 61/2024. مور خد 8اکتوبر 2025۔

## 2. بككلوزر:

کمپنی کی شیئرٹرانسفر بک بندر ہیں گی،اور 21 نومبر 2025 ہے 27 نومبر 2025 تک (دونوں دن شامل) رجسٹریشن کے لیے حصص کی منتقلی قبول نہیں کی جائے گی۔20 نومبر 2025 کو کاروبار کے اختقام تک کمپنی کے شیئر رجسٹرار کے دفتر کوموصول ہونے والی کسی بھی منتقلی کی درخواست کواہے جی ایم میں حاضری کے مقصد کے لیےوقت پر مانا جائے گا۔

## 3. آدم شده مالياتي بيانات كي دستياني:

کمپنیزا یکٹ، 2017 کے سیشن 223 کے مطابق،اور S.R.O کے مطابق۔ (I)/2023389مور ند 21مار چ 2023، کمپنی کے مالیاتی بیانات پچیلے سالوں کے سالانداور سد ماہی مالیاتی بیانات کے علاوہ کمپنی کی ویب سائٹ پر اپ لوڈ کیے گئے ہیں اور مذکورہ ویب لنگ اور کیو آر فعال کوڈ سے ڈاؤن لوڈ کیے جاسکتے ہیں۔

## 4. اجلاس میں شرکت کے لیے

- a. افراد کے معاملے میں، متعلقہ اکاؤنٹ ہولڈریاذیلی اکاؤنٹ ہولڈراپنے ہولڈ نگ کے سیڈی سیاسٹیٹنٹ کے ساتھ، میٹنگ میں شرکت کے وقت اصل کمپیوٹرائزڈ نیشنل شاختی کارڈ (سیابی آئی سی) پلاصل پاسپورٹ دکھا کر میٹنگ میں شرکت کرسکے گا۔
- b. کارپوریٹ ادارے کے معاملے میں، حاضری کے لیے نامز دشخص کے نمونے کے دستخطوں کے ساتھ بورڈ آفڈ ائریکٹرز کی طرف سے قرار داد / پاور آفاٹارنی سمیت اجازت نامے در کار ہوں گے۔

## 5. پراکسیز/اجازتنام:

- a. اے جی ایم میں شرکت اور ووٹ دینے کا حقد اررکن اس کے بجائے شرکت اور ووٹ ڈالنے کے لیے کسی اور رکن کو اپناپراکسی مقرر کرنے کا حقد ارہے
- b. پراکسی، مؤثر ہونے کے لیے، میٹنگ کے انعقاد کے وقت سے کم از کم 48 گھنٹے قبل کمپنی کے رجسٹر ڈ آفس میں موصول ہوناضر وری ہے۔ سی ڈی سی اکاؤنٹس ہولڈرز کوالیس ای سی بی کی طرف سے جاری کردہ 26 جنوری 2000 کے سرکلر 1 میں دی گئی ہدایات پر مزید عمل کرناہوگا۔
  - c. پراکسی فارم کے گواہ دوافراد ہوں گے جن کے نام، پتااور سی این آئی سی نمبر فارم پر اور منسلک فارم میں مذکور تقاضوں کے مطابق مذکور ہوں گے
    - d. سی این آئی سی یافائدہ مند مالکان اور پراکسی کے پاسپورٹ کی تصدیق شدہ کا پیال پراکسی فارم کے ساتھ فراہم کی جائیں گی۔
      - e. پراکسی میٹنگ کے وقت اپنااصل سی این آئی سی پااصل پاسپورٹ پیش کرے گا۔
- f. کارپوریٹ اداروں کے معاملے میں ، بورڈ آف ڈائر کیٹرز کی طرف سے قرار داد / پاور آف اٹارنی سمیت اجازت نامہ ، نامز د شخص کے نمونے کے دستخط کے ساتھ پیش کرناضرور کی ہوگا۔
  - g. پراکسی کانمونہ اور اے جی ایم کے لیے اجازت فارم کمپنی کی ویب سائٹ (http://www.lse.com.pk) پررکھے گئے ہیں اور میٹنگ کے نوٹس کے ساتھ منسلک بھی کیے گئے ہیں۔

## 6. ای دو منگ اور پوسٹل بیلٹ کے ذریعے وو منگ:

ارا کین کو مطلع کیاجاتا ہے کہ سیکیورٹیزاینڈ ایکیچنج کمیشن آف پاکتان ("ایسای بی پی") کی طرف سے جاری کردہ5د سمبر 2022 کے نوٹیفکیشن کے ذریعے ترمیم شدہ کمپنیز (یوسٹل بیلٹ)ریگولیشنز،2018 ("ریگولیشنز") کے مطابق، جس میں ایسای بی پی نے تمام درج کمپنیوں کوہدایت کی ہے کہ وہ الیکٹر انک



ووٹنگ کی سہولت کے ذریعے ووٹ ڈالنے کاحق فراہم کریں اور ڈائر بکٹر ز کے انتخاب کے مقصد کے لیے پوسٹ کے ذریعے ووٹنگ کریں اور ایکٹ کے سیکثن 143 اور ڈی144 کی ضرورت کے تابع کسی بھی دوسر ہے ایجنڈ ہے آئٹم کے لیے ، مذکورہ ریگولپشنز میں موجود تقاضوں اور طریقہ کار کے مطابق۔

## 7. ویڈیو کا نفرنسنگ کی سہولت:

ا یکٹ کے سیشن 132(2) کے مطابق، اگر سمپنی کسی جغرافیائی محل و قوع میں رہنے والے مجموعی طور پر 10% یاس سے زیادہ شیئر ہولڈنگ رکھنے والے ارا کین سے ویڈیو کا نفرنس کے ذریعے اجلاس میں شرکت کے لیے کم از کم سات (7) دن پہلے رضامندی حاصل کرتی ہے۔اے جی ایم کی تاریخ، سمپنی اس شہر میں اس طرح کی سہولت کی دستیابی کے تابع اس شہر میں ویڈیو کا نفرنس کی سہولت کا انتظام کرے گی۔

### 8. آن لائن میٹنگ کالنک

آن لائن میٹنگ کالنک اور لاگ ان اسناد صرف ان ممبر ان /پراکسیز کے ساتھ شیئر کی جائیں گی جن کی ای میلز ، تمام مطلوبہ تفصیلات پر مشتمل ، دیے گئے ای میل ایڈریس (sajjad@lse.com.pk) پر بیر ، 24 نومبر 2025 کی شام 05:00 بیج تک موصول ہو کی ہیں۔

## 9. ايدريس اور CNIC مين تبديلي:

ممبران سے در خواست کی جاتی ہے کہ وہ اپنے ایڈریس اور رابطے کی تفصیلات میں کسی تبدیلی کے ساتھ ساتھ اپنے درست CNICs کی تصدیق شدہ فوٹو کا پی، سی ڈی ایس میں بک انٹری سیکیورٹیز کی صورت میں اپنے متعلقہ شرکاء کواور فنریکل شیئر زکی صورت میں سمپنی کے رجسٹرار کو اپنے فولیونمبر زاور سمپنی کا نام بتا کر مطلع کر س، اگر سمپنی کے پہلے بتائے گئے ہے پر شیئر نہ کر س۔مطلع / جمع کر ایا:

M/s F.D رجسٹرار سروسز (پرائیویٹ) کمیٹڈ

17 ویں منزل،صائمہ ٹریڈٹاور-اے، 11 چندریگرروڈ، کراچی