

November 27, 2025 / 59848

The General Manager

Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Subject: Resolutions Passed by the Shareholders in the Annual General Meeting

Dear Sir,

In accordance with the clause 5.6.9 (b) of the Rule Book of Pakistan Stock Exchange Limited, we are pleased to inform you that following resolutions have been passed by the shareholders of the LSE Ventures Limited ("the Company") in their Annual General Meeting held on November 27th, 2025 at the registered office of the Company.

ORDINARY BUSINESS

- 1. To confirm the minutes of the previous Extraordinary General Meeting (EOGM) held on August 16, 2025.**

"RESOLVED THAT the minutes of the EOGM of the Company held on August 16th, 2025, be and are hereby taken as read and confirmed."

- 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.**

"RESOLVED THAT the Annual Audited Financial Statements of LSE Ventures Limited for the financial year ended June 30th, 2025, together with the Directors' Report, the Auditors' Report thereon, be and are hereby approved and adopted."

- 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.**

"RESOLVED THAT the final cash dividend of Rs. 0.50 per share for the year ended June 30th, 2025, as recommended by the Board of Directors of the Company, be and is hereby approved."

- 4. To appoint External Auditors of the Company for the year ending June 30th, 2026, and to fix their remuneration.**

"RESOLVED THAT the appointment of M/s. Ilyas Saeed & Co., Chartered Accountants, as the Auditors of LSE Ventures Limited for the year ending June 30th, 2026 at the same remuneration of the previous auditors as recommended by the Board of Directors of the Company be and is hereby approved."

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 “**FURTHER 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 30th, 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.”

You may please inform the TRE Certificate holders of the exchange accordingly.

For and on behalf of the Company



Company Secretary



Cc: **The Executive Director/HOD, Offsite-II Department, Supervision Division, Securities and Exchange Commission of Pakistan, NIC Building, Blue Area, Islamabad.**