



January 21, 2026

The General Manager,
Pakistan Stock Exchange Ltd.,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Subject: Notice of Extra Ordinary General Meeting of Blue-Ex Limited

Dear Sir,

In compliance with clause 5.6.9 (b) of the PSX Rule Book, enclosed please find a copy of the Notice of the Extra Ordinary General Meeting of Blue-Ex Limited to be held at Plot # 5, Bangalore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan, and through video link facility at 04:30 p.m. on Wednesday, February 11, 2026 to be published in the following newspapers:

Newspaper	Date
The Nation-English	January 21, 2026
Nawa e Waqt- Urdu	January 21, 2026

Share Transfer Books of the Company will remain closed from Wednesday, Feb 04, 2026 to Wednesday, Feb 11, 2026 (both days inclusive). Share transfers received at the office of our Shares Registrar, Central Depository Company of Pakistan Limited (CDC), CDC House, 99-B, Block B, S.M.C.H.S. Main Shahrah-e-Faisal, Karachi - 74400, by the close of business on Friday February 14, 2025, will be considered as being in time for the purposes of attending the EOGM.

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

Yours sincerely,

Company Secretary

Cc:
Executive Director/HOD
Surveillance, Supervision and Enforcement Department
Securities & Exchange Commission of Pakistan
NIC Building, 63 Jinnah Avenue, Blue Area
Islamabad.

Head Office:

Bungalow No. 5, Bangalore Town,
Shahrah-e-Faisal, Karachi.
+92-21-111-258339

Regional Office - Central

158-S, Quaid-e-Azam Industrial
Estate, Kot Lakhpat, Lahore.

Regional Office - North

Building # 2A, Airport Link
Road, Chaklala, Rawalpindi.

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extraordinary General Meeting of Blue-Ex Limited (the "Company") will be held on Wednesday, Feb 11, 2026, at 04:30 PM, at the Registered Office of the Company, situated at Plot # 5, Bangalore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan to transact the following business:

Special business:

1. To consider and, if thought fit, pass, with or without modification, the following resolution as special resolution, in terms of Section 85 of the Companies Act, 2017, for the purposes of subdivision of the share capital of the Company:
 - A. "RESOLVED THAT pursuant to Section 85 of the Companies Act, 2017, Clause V of the Memorandum of Association and Article 15 of the Articles of Association of the Company, the existing capital of the company, including authorized, issued and paid-up capital, is hereby altered in a manner that each ordinary share of the Company having face value of Rs. 10/- be subdivided into Ten ordinary shares of Rs. 1/- each, with no change in rights and privileges of shares.
 - B. FURTHER RESOLVED THAT the Authorized Capital of the Company be and is hereby subdivided from 50,000,000 Ordinary Shares of Rs. 10/- each to 500,000,000 Ordinary Shares of Rs. 1/- each.
 - C. FURTHER RESOLVED THAT the issued and paid-up capital of the Company comprising of 28,428,430 Ordinary Shares of Rs. 10/- each is hereby subdivided into 284,284,300 Ordinary Shares of Rs. 1/- each.
 - D. FURTHER RESOLVED THAT the Chief Executive Officer, Chief Financial Officer or the Company Secretary of the Company, be and are hereby jointly or singly authorized and empowered to take all necessary steps to effectuate the aforementioned resolutions and to complete any or all necessary corporate and legal compliances and formalities to give effect to the above, including amendments in the Memorandum and Articles of Association of the Company, announcement of closure of Members' Registers, determination of effective date, issue/credit of new physical and electronic shares and all other regulatory requirements as deem require under the relevant laws, regulations and rule books of SECP, Pakistan Stock Exchange Limited, and/or Central Depository Company of Pakistan Limited."
2. To transact any other business with the permission of the Chair.

The Statement of material facts, as required under section 134(3) of the Companies Act, 2017, in respect of the special business to be considered at the meeting is being sent to the shareholders with this notice and is also available at the Company's website (www.blue-ex.com).

By order of the Board

Karachi:- 21st Jan - 2026



Rana M Salman
Company Secretary

Head Office:

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NOTES:

1. **Closure of Shares Transfer Books**
The Share Transfer Books of the Company shall remain closed from Wednesday, Feb 04, 2026 to Wednesday, Feb 11, 2026 (both days inclusive). Share transfers received in order at the office of our Share Registrar / Transfer Agent, i.e., CDC Share Registrar Services Limited (CDCSRSL), situated at CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shahrah-e-Faisal, Karachi-74400, by the close of business on Tuesday, Feb 03, 2026 shall be treated as being in time for the purpose of attending, and voting at, the EOGM.

2. **Participation in the EOGM, via physical presence, including through proxy**
Members whose names appear in the Register of Members as of Feb 03, 2026, are entitled to attend and vote at the EOGM. A member entitled to attend and vote at the EOGM is entitled to appoint a proxy to attend, speak and vote for him / her.

An instrument of proxy applicable for the EOGM is being provided with the Notice sent to the members. The Proxy form may also be downloaded from the Company's website: (www.blue-ex.com). An instrument of proxy and the power of attorney or other authority (if any) under which it is signed, or a certified true copy of such power or authority duly notarized must, to be valid, be deposited through email on salman.majeed@blue-ex.com or by post at the registered address of the Company not less than forty-eight (48) hours before the time of EOGM, excluding public holidays.

Members are requested to submit a copy of their Computerized National Identity Card (CNIC) at the registered address to our Share Registrar, CDC Share Registrar Services Limited (CDCSRSL), CDC House, 99-B, Block 'B', S.M.C.H. Society, Karachi.

If a member appoints more than one proxy and more than one instrument of proxy is deposited by a member, all such instruments of proxy shall be rendered invalid.

3. **Participation in the EOGM through video conferencing:**
 - a. To attend the EOGM through video-conferencing facility, members are requested to register themselves by providing the following information through email at salman.majeed@blue-ex.com at least forty-eight (48) hours before the EOGM: (i) the Name of Member; (ii) CNIC / NTN No.; (iii) Folio No. / CDC IAS No.; (iv) Cell No.; and (v) Email Address.
 - b. Members will be registered, after necessary verification as per the above requirement and will be provided a video-link by the Company via email.
 - c. Only those members will be accepted at the EOGM via video-conferencing whose names match the details shared with the Company for registration (as mentioned in point 'a' above).
 - d. The login facility will remain open from 04:00 P.M. till the end of EOGM.

4. **Guidelines for Central Depository Company of Pakistan Limited ('CDC') Investor Account Holders:**
CDC Investor Account Holders will further have to follow the under-mentioned guidelines as laid down in Circular No. 1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP).

- a. **For attending the EOGM:**
 - (i) In case of individuals, the investor account holder or sub-account holder and / or the person whose securities are in group account where registration details are uploaded as per the CDC Regulations, shall authenticate his / her identity by showing his / her original CNIC or valid passport at the time of attending the EOGM.
 - (ii) In case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature of the nominee shall be produced at the time of the EOGM.

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b. For appointing Proxies:

- (i) In case of individuals, the investor account holder or sub-account holder and / or the person whose securities are in group account and their registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per the above requirement.
- (ii) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- (iii) Copies of CNIC or the valid passport of the beneficial owners and the proxy shall be furnished along with the proxy form.
- (iv) The proxy shall produce his original CNIC or original valid passport at the time of the EOGM.
- (v) In case of a corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form to the Company.

5. E-voting and Postal Ballot

It is hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 and its amendments notified vide SRO 2192(1)/2022 dated December 5, 2022, members will be allowed to exercise their right to vote for the special business(es) in the EOGM, in accordance with the conditions mentioned in the aforesaid Regulations. The Company shall provide its members with the following options for voting:

i) E-Voting Procedure

- (a) Details of the e-voting facility will be shared through an e-mail with those members of the Company who have their valid CNIC numbers, cell numbers, and e-mail addresses available in the register of members of the Company within due course. Members who intend to exercise their right of vote through E-Voting shall provide their valid cell numbers and e-mail addresses on or before Feb 03, 2026.
- (b) The web address, login details, will be communicated to members via email.
- (c) Identity of the members intending to cast vote through e-Voting shall be authenticated through authentication for login.
- (d) E-Voting lines will start from Feb 04, 2026, 9:00 a.m. and shall close on Feb 10, 2026 at 5:00 p.m. Members can cast their votes any time in this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

ii) Postal Ballot

- (a) Members may alternatively opt for voting through postal ballot. For convenience of the members, Ballot Paper is annexed to this notice and the same is also available on the Company's website www.blue-ex.com to download.
- (b) The members shall ensure that duly filled and signed ballot paper, along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at registered office at Plot # 5, Bangalore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan, (Attention of the Company Secretary) by Tuesday, Feb 10, 2026 before 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC. A postal ballot received after this time / date shall not be considered for voting.

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

This statement sets out below the material facts concerning the Special Business to be transacted at the Extraordinary General Meeting of Blue - Ex Limited (the "Company") to be held on Wednesday, Feb 11, 2026:

The subscribed and paid-up capital of Blue-Ex Limited comprises of 28,428,430 ordinary shares, each with a face value of Rs. 10/-. The market price of Blue - Ex shares is significantly higher than their face value, making them less accessible to retail and individual investors. Accordingly, to increase market liquidity of the Company's scrip and broaden the shareholders base, the Board of Directors have proposed subdivision of Company's capital by decreasing the face value of shares from Rs. 10/- to Rs. 1/-. Accordingly, the shareholders will receive 10 shares of face value Rs. 1/- each against every 1 share of Rs. 10/- held in their names as on the effective date to be announced later.

The new shares proposed to be created, as a result of subdivision, shall rank paripassu with no change in the rights and privileges attached to the shares as compared to the existing shares. The new shares with reduced face value of Rs. 1/- will be issued to the shareholders' either in physical form or by crediting in their investor accounts maintained with Central Depository Company of Pakistan Limited (CDC), as the case may be, as per the entitlement of respective shareholders on the effective date.

The Board of Directors approved and recommended the proposed resolution to be passed as a special resolution under Section 85 of the Companies Act, 2017 and Article 15 of the Articles of Association.

The Directors of the Company have no personal interest in this matter except to the extent of their respective shareholding.

For the purpose of the subdivision of shares and resultant increase in the number of shares, the existing Clause V of the Memorandum of Association also need amendments.

The Board of Directors of the Company have confirmed that the requisite alterations to the Memorandum of Association of the Company are in line with the applicable provisions of the law and regulatory framework.

Comparison of existing and proposed alteration in the respective capital clauses of Memorandum and Articles of Association, is provided below:

MEMORANDUM OF ASSOCIATION	
Existing Clause V	Proposed Clause V
The Authorized Capital of the Company is Rs.500,000,000/- (Rupees Five Hundred Million only) divided into 50,000,000 (fifty Million) ordinary shares of Rs.10/- each with rights, privileges and conditions attaching thereto as are provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital of Company and to divide the shares into several classes of ordinary shares and consolidate or sub-divide the shares and issue shares of higher or lower denomination subject to any permission required under the law.	The Authorized Capital of the Company is Rs.500,000,000/- (Rupees Five Hundred Million only) divided into 500,000,000 (Five Hundred Million) ordinary shares of Rs. 1/- each with rights, privileges and conditions attaching thereto as are provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital of Company and to divide the shares into several classes of ordinary shares and consolidate or sub-divide the shares and issue shares of higher or lower denomination subject to any permission required under the law.

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PROXY FORM

The Company Secretary,
Blue-Ex Limited
Bungalow No. 5, Bangalore Town,
Main Shahrah-e-Faisal,
Karachi.

I/We _____ of _____ being
member(s) of **Blue-Ex Limited** holding _____ Ordinary Shares as Folio /CDC Account
No. _____ hereby appoint _____ of _____ as
my proxy to vote for me and on my/our behalf at the Extra Ordinary General Meeting (EOGM) of the
company to be held at Bungalow No. 5, Bangalore Town, Main Shahrah-e-Faisal, Karachi and through
video link facility on February 11, 2026 at 04:30 p.m. and at any adjournment thereof.
Signed this _____ day of _____ 2025

Witness 1

Signature _____
Name _____
CNIC No. or _____
Passport No. _____
Address _____

Signature

Signature should agree with
specimen registered with the Company

Witness 2

Signature _____
Name _____
CNIC No. or _____
Passport No. _____
Address _____

Notes:

- A member entitled to attend and vote at the meeting may appoint any member as his/her proxy to attend the meeting and vote.
- If a member is unable to attend the meeting, they may complete and sign this form and send it to the Company Secretary, Blue-Ex Limited at the registered office Bungalow No. 5, Bangalore Town, Main Shahrah-e-Faisal, Karachi so as to reach not less than 48 hours before the time appointed for holding the Meeting.
- **For CDC Account Holders / Corporate Entities**
In addition to the above the following requirements have to be met.
 - (i) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be stated on the form.
 - (ii) Scanned copies of CNIC or the passport of the beneficial owners and the proxy shall be submitted with the proxy form.
 - (iii) In case of corporate entity, the Board of Directors resolution / power of attorney with specimen signature shall be submitted (unless it has been provided earlier) along with proxy form.

کمپنی سیکرٹری،

بلیو ایکس لمیٹڈ
بنگلہ نمبر 5، بنگلور ٹاؤن،
نزد عوامی مرکز، شاہراہ فیصل،
کراچی۔

بلیو ایکس لمیٹڈ کے _____ کامیں/اہم _____ کا رکن (ممبرز) ہیں جس
کے پاس فولیو/CDC اکاؤنٹ نمبر کے طور پر عام حصص ہیں /اس کا _____
میرے پراکسی کے طور پر مجھے اور میری/ہماری طرف سے کمپنی کی غیر معمولی جنرل میٹنگ
(EOGM) میں جو بنگلہ نمبر 5، بنگلور ٹاؤن، عین شاہراہ فیصل کراچی میں منعقد ہوگا اور ویڈیو لنک کی سہولت کے
ذریعے 11 فروری 2026 کو سہ پہر 04:30 بجے۔ اور اس کے کسی بھی ملتوی ہونے پر۔

دستخط _____ مورخہ/تاریخ _____ / _____

گواہان:

1. دستخط _____

نام: _____

پتہ: _____

پاسپورٹ نمبر: _____

کمپیوٹرائزڈ قومی شناختی کارڈ نمبر: _____

دستخط _____
دستخط کمپنی میں کئے جانے والے دستخط سے مماثلت رکھتے ہوں

2. دستخط: _____

نام: _____

پتہ: _____

پاسپورٹ نمبر: _____

کمپیوٹرائزڈ قومی شناختی کارڈ نمبر: _____

نوٹ:

پراکسی مؤثر ہونے کے لیے، میٹنگ سے کم از کم 48 گھنٹے پہلے کمپنی کو موصول ہونی چاہیے۔ ایک پراکسی ہولڈر کو کمپنی
کا رکن بننے کی ضرورت نہیں ہو سکتی۔
CDC کے شیئر ہولڈرز اور ان کے پراکسیز سے ہر ایک سے درخواست کی جاتی ہے کہ وہ کمپنی کو جمع کرانے سے پہلے
اس پراکسی فارم کے ساتھ اپنے کمپیوٹرائزڈ قومی شناختی کارڈ یا پاسپورٹ کی ایک تصدیق شدہ فوٹو کاپی منسلک کریں۔

BALLOT PAPER

Ballot Paper for voting through post for the Special Businesses at the Extra-ordinary Meeting to be held on Wednesday, Feb 11, 2026, at 04:30 noon at Plot # 5, Bangalore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan and through video conferencing.

Contact Details of the Chairman at which the duly filled in ballot paper may be sent:

Address: The Chairman, at Plot # 5, Bangalore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan
Attention of the Company Secretary.

E-mail address: salman.majeed@blue-ex.com Phone: +324 - 3457178

Website: www.blue-ex.com

Folio / CDS Account Number	
Name of Shareholder / Proxy Holder	
Registered Address	
Number of shares Held	
CNIC/Passport No. (in case of foreigner) (copy to be attached)	

Additional information and enclosures (in case of representative of body corporate, corporation, and federal Government)

Name and CNIC of Authorized Signatory	
---------------------------------------	--

I/we hereby exercise my/our vote in respect of the following special resolutions through postal ballot by conveying my/our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below:
(In case if both the boxes are marked as (✓), your poll shall be treated as "Rejected")

S. No	Agenda / Description of Special Resolutions	I/We assent to the Resolution(s) (FOR)	I/We dissent to the Resolution(s) (AGAINST)
1.	<p>To consider and, if thought fit, pass, with or without modification, the following resolution as special resolution, in terms of Section 85 of the Companies Act, 2017, for the purposes of subdivision of the share capital of the Company:</p> <p>A. "RESOLVED THAT pursuant to Section 85 of the Companies Act, 2017, Clause V of the Memorandum of Association and Article 15 of the Articles of Association of the Company, the existing capital of the company, including authorized, issued and paid-up capital, is hereby altered in a manner that each ordinary share of the Company having face value of Rs. 10/- be subdivided into Ten ordinary shares of Rs. 1/- each, with no change in rights and privileges of shares.</p> <p>B. FURTHER RESOLVED THAT the Authorized Capital of the Company be and is hereby subdivided from 50,000,000 Ordinary Shares of Rs. 10/- each to 500,000,000 Ordinary Shares of Rs. 1/- each.</p> <p>C. FURTHER RESOLVED THAT the issued and paid-up capital of the Company comprising of 28,428,430 Ordinary Shares of Rs. 10/- each is hereby subdivided into 284,284,300 Ordinary Shares of Rs. 1/- each.</p> <p>D. FURTHER RESOLVED THAT the Chief Executive Officer, Chief Financial Officer or the Company Secretary of the Company, be and are hereby jointly or singly authorized and empowered to take all necessary steps to effectuate the aforementioned resolutions and to complete any or all necessary corporate and legal compliances and formalities to give effect to the above, including amendments in the Memorandum and Articles of Association of the Company, announcement of closure of Members' Registers, determination of effective date, issue/credit of new physical and electronic shares and all other regulatory requirements as deem require under the relevant laws, regulations and rule books of SECP, Pakistan Stock Exchange Limited, and/or Central Depository Company of Pakistan Limited."</p>		

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1. Duly filled ballot paper should be sent to the Chairman of Blue - Ex at Plot # 5, Bangalore Town, Near Awami Markaz, Shahrah-e-Faisal, Karachi Pakistan. Attention of the Company Secretary or e-mail at salman.majeed@blue-ex.com
2. Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Ballot paper should reach the Chairman within business hours by or before **Tuesday, Feb 10, 2026**. Any postal Ballot received after this date, will not be considered for voting.
4. Signature on ballot paper should match with signature on CNIC/ Passport. (In case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
6. In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution / Power of Attorney / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.
7. Ballot Paper form has also been placed on the website of the Company at www.blue-ex.com. Members may download the Ballot paper from the website.

Shareholder / Proxy holder Signature/Authorized Signatory
(In case of corporate entity, please affix company stamp)

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