



**EXTRACTS OF THE RESOLUTIONS PASSED AND ADOPTED BY THE SHAREHOLDERS OF  
NETSOL TECHNOLOGIES LIMITED  
IN EXTRA-ORDINARY GENERAL MEETING  
AT THE REGISTERED OFFICE OF THE COMPANY  
AND THROUGH VIDEO LINK FACILITY  
HELD ON JUNE 03, 2026 AT 11:00 AM**

**SPECIAL BUSINESS:**

**Agenda Item # 1**

**Resolved That:**

*"Pursuant to Section 83A of the Companies Act, 2017 read with the Companies (Further Issue of Shares) Regulations, 2020, the draft Employee Stock Option Scheme ("ESOS") of NETSOL Technologies Limited, as placed before the meeting, be and is hereby approved, whereby eligible employees of the Company shall be entitled to subscribe for up to 5,000,000 ordinary shares of the Company under the terms of the Scheme."*

**Further Resolved That:**

*"The options granted under the Scheme shall vest in two (2) equal tranches over a period of two (2) years from the Date of Grant, in the manner set out in the Scheme, and the grant price shall be determined on the basis of the closing market price of the Company's shares quoted on the Pakistan Stock Exchange on the trading day immediately preceding the Date of Grant, discounted by fifty percent (50%), subject to applicable laws and the terms of the Scheme."*

**Further Resolved That:**

*Pursuant to the Companies (Further Issue of Shares) Regulations, 2020, the options under the approved Employee Stock Option Scheme may also be granted to eligible employees of the subsidiary companies of NETSOL Technologies Limited, in accordance with the terms and conditions of the Scheme and applicable laws.*

**Further Resolved That:**

*"Pursuant to the Companies (Further Issue of Shares) Regulations, 2020, the grant of options equal to or exceeding one percent (1%) of the issued and paid-up share capital of the Company, at the time of grant of options within a period of one (1) year, to any employee, be and is hereby approved.*

**Resolved Further That:**

*"Chief Executive Officer and the Company Secretary (hereinafter the "Authorized Persons") be and are hereby jointly or severally authorized and empowered to take all such necessary, ancillary, and incidental steps and to do or cause to be done all such acts, deeds, and things that may be required for the purpose of giving effect to aforesaid resolution(s) and to do all acts, matter, deeds and things which are necessarily incidental and /or consequential to the principal or any ancillary matters thereto."*

**Agenda Item # 2**

**Resolved That;**

*"Pursuant to Regulation 13(6)(b) of the Listed Companies (Buy-Back of Shares) Regulations, 2019, the sale of 2,690,251 (Two million six hundred ninety thousand two hundred fifty-one) ordinary shares currently held as Treasury Shares, be and is hereby approved for allotment to eligible employees of the Company in accordance with the terms of the Company's Stock Option Scheme.*

**Further Resolved That:**

*"Chief Executive Officer and the Company Secretary (hereinafter the "Authorized Persons") be and are hereby jointly or severally authorized and empowered to take all such necessary, ancillary, and incidental steps and to do or cause to be done all such acts, deeds, and things that may be required for the purpose of giving effect to aforesaid resolution(s) and to do all acts, matter, deeds and things which are necessarily incidental and /or consequential to the principal or any ancillary matters thereto."*

**GENERAL RESOLUTIONS:**

The below general resolution will be applicable for all agenda items of special business.

**Further Resolved That:**

*"All acts, deeds, and actions taken by the Authorized Persons pursuant to these special resolutions of the shareholders for and on behalf of and in the name of the Company shall be binding acts, deeds and things done by the Company."*

**Further Resolved That:**

*"The aforesaid resolution(s) shall be subject to any amendment(s), modification(s), addition(s), or deletion(s) that may be suggested, directed, and advised by the regulator(s), which shall, if deemed to be prudent or necessary by the Authorized Persons, be deemed to be as part of these special resolution(s) without the need of passing a fresh special resolution(s)."*

**Certified to Be True**



**SEHRISH**  
Company Secretary



Place: Lahore.

Dated: June 03, 2026