

## NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that the Extra-Ordinary General Meeting (EOGM) of members of iTANZ Technologies Limited (ITANZ) will be held on Friday, July 31, 2026 at 3:30PM at LSE Auditorium, Basement-2, LSE Plaza, 19 Khayaban-e-Aiwan-e-Iqbal, Lahore, Pakistan and virtually through video conference facility to transact the following business:

### ORDINARY BUSINESS:

1. To confirm the minutes of Extra-Ordinary General Meeting of the Company held on Saturday, June 27, 2026.

### SPECIAL BUSINESS:

2. To consider and if deemed fit, pass the following resolutions as special resolutions (with or without modification) to increase the Authorized Capital of the Company in accordance with the Companies Act, 2017 as recommended by the Board of Directors:

**RESOLVED THAT** the approval of the shareholders of iTANZ Technologies Limited (the "Company") be and is hereby accorded to increase authorized capital of the Company from Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million Only) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs.10/- each to Rs. 5,000,000,000 (Rupees Five Billion Only) divided into 500,000,000 (Five Hundred Million) ordinary shares of Rs.10/- each.

**FURTHER RESOLVED THAT** in consequence of the aforesaid increase in the authorized capital of the Company, the existing Clause VI of the Memorandum of Association and Clause 4 of the Articles of Association of the Company be and are hereby amended accordingly, to read as follows:

#### **Clause VI of Memorandum of Association:**

**VI.** The authorized capital of the Company is Rupees Five Billion (Rs.5,000,000,000) divided into Five Hundred Million (500,000,000) ordinary shares of Rupees Ten (Rs. 10/-) each with rights, privileges and conditions attached there to as are provided by the regulations of the Company for the time being with power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes.

#### **Clause 4 of Articles of Association:**

**4.** The authorized capital of the Company is Rupees Five Billion (Rs. 5,000,000,000) divided into Five Hundred Million (500,000,000) ordinary shares of Rupees Ten (Rs.10/-).

**FURTHER RESOLVED THAT** the ordinary shares when issued shall carry equal voting rights and rank *pari passu* with the existing ordinary shares of the Company in all respects/matters in conformity with the provisions of the Companies Act, 2017.

**FURTHER RESOLVED THAT** the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary be and are hereby singly authorized to do all acts, deeds and things and take all steps and necessary actions ancillary and

*incidental including filing of requisite documents and returns as may be required with the Registrar of Companies, Securities and Exchange Commission of Pakistan and complying with all other regulatory requirements to effectuate and implement the aforesaid resolutions.*

3. To transact any other business with the permission of the Chair.

Statements under Section 134(3) of the Companies Act, 2017 concerning special business are annexed to the notice of meeting circulated to the members of the Company.

By order of the Board

**H. M. Maqsood Munshi**  
Company Secretary

July 10, 2026, Lahore

## NOTES

1. The Share Transfer Books of the Company will remain closed for the period from July 25, 2026 to July 31, 2026 (both days inclusive). Transfers received in order at the office of Company's Shares Registrar, F.D. Registrar Services (Private) Limited, 17th Floor, Saima Trade Tower-A, I.I. Chundrigar Road, Karachi. (the "Registrar") at the close of business on July 24, 2026 will be considered in time to attend and vote at the Meeting.
2. A member of the Company entitled to attend and vote at the General Meeting may appoint another member as his/her proxy to attend and vote in place of him/her at the meeting. Proxies in order to be effective must be received at the Registered Office of the Company, duly stamped and signed, not less than 48 hours before the time of meeting. A proxy must be a member of the Company. Proxy Forms are attached to the notice circulated to the shareholders.
3. In pursuance of Circular No. 4 of 2021 dated February 15, 2021 issued by the Securities and Exchange Commission of Pakistan, the member shall also be entitled to attend the meeting through video link facility after completing verification and identification requirements. Members interested in attending this meeting through video link facility are requested to register themselves by submitting the following particulars at email address [cs@itanzgroup.com](mailto:cs@itanzgroup.com) before close of business i.e. 05:00 pm on July 30, 2026.

Name	Folio/CDS Account No.	CNIC No	Cell phone	Email

\* Please also attach legible scanned copy of CNIC/Passport (in case of foreigner).

Registration request must be sent through email address available/registered with the Company i.e. provided by CDC in case of shares held in book entry form in CDS or available with the Company in case of shares held in physical form.

The Company will send the link of video facility and other relevant information to respective members in order to enable them to access the video facility and attend this meeting. Please note that requirements of note 4 below shall be followed in the case of proxy / representative of a corporate body and link of video facility shall only be sent upon receipt of original documents.

It is clarified that, pursuant to S.R.O 451(I)/2025 dated March 13, 2025, members attending this meeting by availing above facility shall only vote through postal ballot in accordance with the relevant requirements and voting by show of hands shall not be permitted.

4. The CDC Account Holders will further have to follow the undermentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan.

### A. For attending the meeting

- i. In case of individuals, the account holders and/or sub-account holders whose registration details are uploaded as per the CDC Regulations, shall authenticate his/her identity by showing his/her original CNIC or Passport at the time of attending the meeting.
- ii. In case of corporate entity, the Board of Directors' resolution/power of attorney with specimen signature of the nominee shall be produced (unless it has been provided earlier) at the time of the meeting.

## **B. For appointing proxies**

- i. In case of individuals, the account holders and/or sub-account holders whose registration details are uploaded as per the CDC Regulations, shall submit the proxy form as per the above requirements.
- ii. The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- iii. Attested copies of CNIC or the passport of the beneficial owner and the proxy shall be furnished with the proxy form.
- iv. The proxy shall produce his/her original CNIC or original Passport at the time of meeting.
- v. In case of corporate entity, 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. Procedure for Postal Ballot and E-Voting**

Pursuant to Companies (Postal Ballot) Regulations 2018 read with Sections 143 and 144 of the Companies Act, 2017, members will be allowed to exercise their right to vote through voting by post or electronic voting facility in its forthcoming General Meeting to be held on Friday, July 31, 2026, at 3:30 p.m in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

- a) E-Voting will start from July 27, 2026 from 09:00 am. and shall close on July 30, 2026 at 5:00 pm. Details of e-voting facility will be shared through 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 at the close of business on July 24, 2026.
  - b) Members of the Company who want to opt for voting through postal ballot are requested to ensure that duly filled and signed ballot paper along with clear copy of valid CNIC should reach at the Company's registered address 623-B, PCSIR Phase-II, Lahore or email at [ahmed.bilal@itanzgroup.com](mailto:ahmed.bilal@itanzgroup.com) one day before the General Meeting, i.e., on July 30, 2026 before 5:00 p.m. during working hours. The signature on the ballot paper shall match with their signature on CNIC. The ballot paper has also been placed on the Company's website <https://itanztechnologies.com> to download. A postal ballot received after this time/date shall not be considered for voting.
6. Members can exercise their right to demand a poll subject to meeting requirements of Section 143 -145 of Companies Act, 2017 and applicable clauses of Companies (Postal Ballot) Regulations 2018.
  7. No gifts will be distributed at the meeting.
  8. As per Section 72 of the Companies Act, 2017, every existing listed company shall be required to replace its physical shares with book-entry form in a manner as may be specified and from the date notified by the Commission, within a period not exceeding four years from the commencement of the Act, i.e. 30 May 2017.  
The shareholders having physical shareholding are encouraged to open CDC sub-account with any of the brokers or Investor Account directly with CDC to place their physical shares into scrip less form. This will facilitate them in many ways, including safe custody and sale of shares, any time they want, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange Limited.
  9. To ensure compliance with the SECP Notification SRO 831(1)2012 dated July 05, 2012 read with Notification SRO 19(1)2014 dated January 10, 2014, all members who have not yet submitted their valid CNIC/NTN/Dividend Mandate (bank account detail i.e. Name and Address of Bank and IBAN), are hereby once again requested to submit the same without further delay.

10. Members are requested to promptly notify the Company of any change in their registered address.
11. For any query/ information, the investors may contact the Shares Registrar and / or the Company: Mr. H. M. Maqsood Munshi, Phone No. +92-3332101753, email address: [cs@itanzgroup.com](mailto:cs@itanzgroup.com).

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

This statement sets out the material facts concerning the Special Business to be transacted at the Extraordinary General Meeting of the Company to be held on July 31, 2026.

### AGENDA NO. 2:

#### Increase in Authorized Capital of the Company and consequent amendments in the Memorandum and Articles of Association of the Company:

The existing authorized capital of the Company is PKR 1,200,000,000/- (Rupees One Billion Two Hundred Million only) divided into 120,000,000 (One Hundred Twenty Million only) ordinary shares of Rs.10/- each.

In order to provide the Company with adequate leverage to consider future increase in paid-up capital, it is proposed to increase the Authorized Capital of the Company from existing authorized capital of Rs.1,200,000,000 (Rupees One Billion Two Hundred Million only) divided into 120,000,000 (One Hundred Twenty Million only) ordinary shares of PKR10/- each by creation of 380,000,000 (Three Hundred and Eighty Million only) additional ordinary shares of PKR10 each which shall rank pari passu in every respect with the existing ordinary shares of the Company.

The proposed increase in the authorized capital of the Company will also necessitate amendments in Clause VI of Memorandum of Association of the Company and Article 4 of the Articles of Association of the Company. The Board of Directors has also recommended required alterations to the Memorandum and Articles of Association of the Company to reflect the increase in authorized capital of the Company. The comparison of existing clause / article with the proposed is as under:

#### Comparative Statement:

Description	Existing Clause	Proposed Amended Clause
<b>Clause VI of Memorandum of Association</b>	The authorized capital of the Company is Rupees One Billion, Two Hundred Million (Rs. 1,200,000,000) divided into One Hundred Twenty Million (120,000,000) ordinary shares of Rupees Ten (Rs. 10/-) each with rights, privileges and conditions attached there to as are provided by the regulations of the Company for the time being with power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes.	The authorized capital of the Company is Rupees Five Billion, (Rs. 5,000,000,000) divided into Four Hundred Twenty Million (500,000,000) ordinary shares of Rupees Ten (Rs. 10/-) each with rights, privileges and conditions attached there to as are provided by the regulations of the Company for the time being with power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes
<b>Article 4 of Articles of Association</b>	The authorized capital of the Company is Rupees One Billion, Two Hundred Million (Rs. 1,200,000,000) divided into One Hundred Twenty Million (120,000,000) ordinary shares of Rupees Ten (Rs. 10/-)	The authorized capital of the Company is Rupees Five Billion, (Rs. 5,000,000,000) divided into Four Hundred Twenty Million (500,000,000) ordinary shares of Rupees Ten (Rs. 10/-)

**Interest of directors:**

The Directors of the Company and their relatives have no interest directly or indirectly in the proposed increase in authorized capital and amendment in the Memorandum and Articles of Association of the Company except in their capacities as members of the Company.

**Availability of Relevant Documents:**

A copy of the existing and amended Memorandum and Articles of Association identifying the changes proposed therein bearing the initial of the Company Secretary for identification purposes is available for inspection at the registered office of the Company from 9:00 a.m. to 5:00 p.m. on any working day up to the last working day before the date of the EOGM. The same shall also be available for inspection at the EOGM.

# ITANZ TECHNOLOGIES LIMITED

## Ballot Paper

Extra Ordinary General Meeting of Itanz Technologies Limited to be held on Friday, July 31, 2026 at 03:30 p.m. at LSE Auditorium, Basement-2, LSE Plaza, 19 Khayaban-e-Aiwan-e-Iqbal, Lahore Pakistan.

Name of shareholder/Joint shareholders	
Registered Address	
Folio / CDS Account Number	
Number of shares held	
CNIC/Passport Number (copy to be attached)	
Name of Proxy Holder	
<b>Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)</b>	
Name of Authorized Signatory	
CNIC/Passport Number (copy to be attached)	

- |  |
|--|
| 1. Please indicate your Vote by ticking (v) the relevant box.                                  |
| 2. In case both the boxes are marked as (v), your ballot paper shall be treated as "Rejected". |

I/we hereby exercise my/our vote in respect of the following Special Resolution through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (v) mark in the appropriate box below:

Description of Special Resolutions	I / We assent to the Resolutions (FOR)	I / We dissent to the Resolutions (AGAINST)
<p><b>Agenda Item No 2:</b></p> <p>To consider and if deemed fit, pass the following resolutions as special resolutions (with or without modification) to increase the Authorized Capital of the Company in accordance with the Companies Act, 2017 as recommended by the Board of Directors:</p> <p><b>RESOLVED THAT</b> the approval of the shareholders of iTANZ Technologies Limited (the "Company") be and is hereby accorded to increase authorized capital of the Company from Rs. 1,200,000,000 (Rupees One Billion Two Hundred Million Only) divided into 120,000,000 (One Hundred and Twenty Million) ordinary shares of Rs.10/- each to Rs. 5,000,000,000 (Rupees Five Billion Only) divided into 500,000,000 (Five Hundred Million) ordinary shares of Rs.10/- each.</p> <p><b>FURTHER RESOLVED THAT</b> in consequence of the aforesaid increase in the authorized capital of the Company, the existing Clause VI of the Memorandum of Association and Clause 4 of the Articles of Association of the Company be and are hereby amended accordingly, to read as follows:</p> <p><b>Clause VI of Memorandum of Association:</b></p> <p><b>VI.</b> The authorized capital of the Company is Rupees Five Billion (Rs.5,000,000,000) divided into Five Hundred Million (500,000,000) ordinary shares of Rupees Ten (Rs. 10/-) each with rights, privileges and conditions attached there to as are provided by the regulations of the Company for the time being with power to increase or reduce the capital and to divide the shares in the capital for the time being into several classes.</p> <p><b>Clause 4 of Articles of Association:</b></p> <p><b>4.</b> The authorized capital of the Company is Rupees Five Billion (Rs. 5,000,000,000) divided into Five Hundred Million (500,000,000) ordinary shares of Rupees Ten (Rs.10/-).</p> <p><b>FURTHER RESOLVED THAT</b> the ordinary shares when issued shall carry equal voting rights and rank pari passu with the existing ordinary shares of the Company in all respects/matters in conformity with the provisions of the Companies Act, 2017.</p> <p><b>FURTHER RESOLVED THAT</b> the Chief Executive Officer and/or Chief Financial Officer and/or Company Secretary be and are hereby singly authorized to do all acts, deeds and things and take all steps and necessary actions ancillary and incidental including filing of requisite documents and returns as may be required with the Registrar of Companies, Securities and Exchange Commission of Pakistan and complying with all other regulatory requirements to effectuate and implement the aforesaid resolutions.</p>		

Signature of shareholder(s)/ Proxy Holder/Authorized Signatory

### NOTES

1. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
2. Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
3. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.

**ITANZ TECHNOLOGIES LIMITED**  
**FORM OF PROXY**  
**EXTRAORDINARY GENERAL MEETING**

---

I/We, \_\_\_\_\_ of \_\_\_\_\_, holding Computerized National Identity Card (CNIC)/Passport No. \_\_\_\_\_ and being a member of Itanz Technologies Limited, hereby appoint \_\_\_\_\_ of \_\_\_\_\_, holding CNIC/Passport No. \_\_\_\_\_, or failing him/her hereby appoint \_\_\_\_\_ of \_\_\_\_\_, holding CNIC/Passport No. \_\_\_\_\_, as my/our proxy to vote for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on the 31<sup>th</sup> day of July 2026 and at any adjournment thereof.

As witness my/our hand/seal this \_\_\_\_\_ day of \_\_\_\_\_, 2026

**WITNESSES:**

1. Signature \_\_\_\_\_  
Name \_\_\_\_\_  
Address \_\_\_\_\_  
CNIC No. \_\_\_\_\_
  
2. Signature \_\_\_\_\_  
Name \_\_\_\_\_  
Address \_\_\_\_\_  
CNIC No. \_\_\_\_\_

**Folio / CDC Account No.** \_\_\_\_\_

**Revenue Stamp of Rs. 5/-**  
**To be signed by the abovenamed shareholder**

---

**Notes:**

1. This Proxy Form, duly completed and signed, must be received at the Registered Office of the Company, not less than 48 hours before the time of holding the meeting. A proxy must be a member of the Company.
2. The Proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
3. Attested copies of CNIC of the appointer and the proxy-holder shall be furnished with the Proxy Form.
4. The proxy-holder shall produce his/her original CNIC at the time of the meeting.
5. In case of corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted along with Proxy Form.