# Lotte Chemical Pakistan Limited
# Notice of Extraordinary General Meeting

Notice is hereby given that an Extraordinary General Meeting ("EOGM") of Lotte Chemical Pakistan Limited (the "Company") will be held on Tuesday, 22 September 2026 at 11:00 a.m. at the **National Institute of Banking & Finance, Pakistan, M.T. Khan Road, Karachi**, and through video-link arrangement, to transact the following business:

**SPECIAL BUSINESS:**

**1. Increase in Authorized Share Capital**

To consider and if thought fit, approve the increase in the authorized share capital of the Company in accordance with Section 85 of the Companies Act, 2017 read with, among others, the Companies Regulations, 2024 (together the "**Applicable Laws**") and subsequent amendments in the Memorandum and Articles of Associations of the Company and to pass the following special resolutions:

***RESOLVED THAT***, pursuant to Section 85 of the Companies Act, 2017 the Authorized Share Capital of the Company be increased from Rs. 20,000,000,000/- (Rupees Twenty Billion Only) divided into 2,000,000,000 ordinary shares of Rs. 10/- each to Rs. 40,000,000,000/- (Rupees Forty Billion Only) divided into 4,000,000,000 ordinary shares of Rs. 10/- each.

***FURTHER RESOLVED THAT***, Clause (V) of the Memorandum of Association of the Company be and is hereby altered and the Articles of Association of the Company be and are hereby amended by inserting therein the following provision:

"The authorized share capital of the Company is Rs. 40,000,000,000/- (Rupees Forty Billion Only) divided into 4,000,000,000 ordinary shares of Rs. 10/- each."

**2. Change of Name of the Company**

To consider and, if thought fit, approve the change of the name of the Company from Lotte Chemical Pakistan Limited to Noventra Limited, in accordance with Section 12 of the Companies Act, 2017 and the Applicable Laws, and the consequential amendments to the Memorandum of Association and Articles of Association of the Company, and to pass the following special resolutions:

***RESOLVED THAT***, pursuant to Section 12 of the Companies Act, 2017 and subject to such approvals, consents and permissions as may be required under the Applicable Laws, the name of the Company be and is hereby changed from Lotte Chemical Pakistan Limited to Noventra Limited.

***FURTHER RESOLVED THAT***, the Memorandum and Articles of Association of the Company be altered by substituting the name "Lotte Chemical Pakistan Limited" with "Noventra Limited", wherever appearing in the said Memorandum and Articles of Association of the Company.

***FURTHER RESOLVED THAT***, the Chief Executive and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby singly authorized to fulfil all requirements of the Applicable Laws in respect of the increase in the authorized share capital of the Company, change of name and the consequent amendments and inclusion to the Memorandum of Association and Articles of Association of the Company, including, without limitation, filing the amended Memorandum of Association, Articles of Association, declarations, forms, documents, circulars and papers with the Securities and Exchange Commission of Pakistan and any other relevant authority, where necessary, and to affix the Common Seal of the Company to such documents, where required.

A statement under Section 134(3) of the Companies Act, 2017 stating the material facts regarding the special business to be transacted is annexed with this notice.

By Order of the Board
**Faisal Abid**
Company Secretary

01 September 2026
Karachi

## Notes:

1. **Book closure.** The Share Transfer books of the Company will remain closed from Tuesday, 15 September 2026 to Tuesday, 22 September 2026 (both days inclusive). Transfers received in order at the office of Company's Share Registrar, FAMCO Share Registration Services (Pvt) Ltd, 8-F, near Hotel Faran, Nursery, Block-6, P.E.C.H.S, Shahrah-e-Faisal, Karachi, by the close of business on 14 September 2026, will be treated in time for the purpose of attending the EOGM.

2. **Participation in EOGM.** A member of the Company entitled to attend, and vote may appoint another member as his/her proxy to attend and vote instead of him/her. 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 the holding of the Meeting. In calculating the aforesaid period, no account shall be taken of any day that is not a working day. Proxy Form may also be downloaded from the Company's website: www.lottechem.pk

   CDC Account Holders will have to follow further undermentioned guidelines as laid down in Circular 1 dated 26 January 2000 issued by the Securities and Exchange Commission of Pakistan.

**a) For attending the meeting:**

i. In case of individuals, the 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 Regulation, shall authenticate his/her identity by showing his/her original valid Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting.

ii. In case of corporate entity, the Board of Directors' resolution/power of attorney with 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 holder or sub-account holder and/or the person whose securities are in group account, and their registration details are uploaded as per the 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. Attested copies of valid CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

iv. The proxy shall produce his/her original valid CNIC or original passport at the time of the meeting.

v. 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 to the Company.

3. **Participation in EOGM through videoconferencing.** Members interested in attending the meeting through videoconferencing are requested to register themselves by providing the following information through email at companysecretary@lottechem.pk at least 48 hours before the time of meeting.

| Name of Shareholder | CNIC/ NTN Number | Folio No. / CDC Account No. | Mobile Number | Email Address |
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Members will be registered after necessary verification as per the above requirement and will be provided with a video link by the Company via email. The login facility will remain open from 10:30 a.m. till the end of meeting.

4. **Postal Ballot.** Pursuant to the Companies (Postal Ballot) Regulations, 2018, Members will be allowed to exercise their right to vote through postal ballot that is voting by post or electronic mode, in accordance with the requirements and procedure contained in the aforesaid regulations.

5. **Restriction on Distribution of Gifts to Members.** The SECP, vide Circular No. 2 of 2018 dated February 9, 2018, and S.R.O. 452(I)/2025 dated March 17, 2025, has strictly prohibited companies from offering or distributing gifts, incentives, or any similar benefits to members at or in connection with general meetings.

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

This statement sets out the material facts concerning special business to be transacted at the EOGM of the Company to be held on 22nd September 2026.

**Agenda Item No. 1: Increase in Authorized Share Capital**

In order to cater for the future share issuance needs, the Board of Directors of the Company has approved and recommended that the authorized share capital of the Company be increased from Rs. 20,000,000,000/- (Rupees Twenty Billion only) divided into 2,000,000,000 ordinary shares of Rs. 10/- each to Rs. 40,000,000,000/- (Rupees Forty Billion only) divided into 4,000,000,000 ordinary shares of Rs. 10/- each by creation of 2,000,000,000 new ordinary shares of Rs. 10/- each. The proposed increase in authorized share capital of the Company will also necessitate amendments in the Memorandum and Articles of Association of the Company.

**Agenda Item No. 2: Change of Name of the Company**

Consequent upon completion of acquisition of majority shareholding of the Company by PTA Global Holding Limited, a company jointly owned by AsiaPak Investments Limited (BVI) and Montage Commodities FZCO (UAE), from Lotte Chemical Corporation, South Korea, effective 12 November 2025, the Board of Directors proposes that the name of the Company be changed to Noventra Limited.

There will be no change in the entity or operations of the Company by this change of corporate name.

**Interest of directors**

No directors have direct or indirect interest in respect of special businesses mentioned above except in their capacities as directors of the Company.

**Ballot Paper for Voting Through Post**
**LOTTE CHEMICAL PAKISTAN LIMITED**
Al-Tijarah Centre, 14th Floor, 32/1-A, Main Shahrah-e-Faisal, Block 6, P.E.C.H.S, Karachi
UAN: +92(0)21 111 568 782 Website: www.lottechem.pk

For poll to be held at the Extraordinary General Meeting of Lotte Chemical Pakistan Limited on Tuesday, 22 September 2026 at 11:00 a.m. at the National Institute of Banking & Finance, Pakistan, M.T. Khan Road, Karachi.

**Contact Details of Chairman, where ballot paper may be sent:**
**Business Address:** The Chairman, Lotte Chemical Pakistan Limited, Al-Tijarah Centre, 14th Floor, 32/1-A, Main Shahrah-e-Faisal,Block 6, PECHS, Karachi.
**Designated email address:** chairman.eogm@lottechem.pk

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| **Name of shareholder/joint shareholders** | |
| **Registered address of shareholder(s)** | |
| **Number of shares held** | |
| **Folio number / CDC Account No.** | |
| **CNIC No./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.)** | |

| **INSTRUCTION FOR POLL** |
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| 1. Please indicate your Vote by ticking (✓) the relevant box. |
| 2. In case both the FOR and AGAINST boxes are marked as (✓), your ballot paper shall be treated as "Rejected". |
| I/we hereby exercise my/our vote in respect of the below resolutions through ballot by conveying my/our assent or dissent to the resolutions by placing tick (✓) mark in the appropriate box below. |

| **S. No.** | **Nature and Description of Special Business/Resolutions** | **I/We assent to the Resolution (FOR)** | **I/We dissent to the Resolution (AGAINST)** |
|---|---|---|---|
| 1 | **Agenda No. 1: Increase in Authorized Share Capital**<br><br>***RESOLVED THAT***, *pursuant to Section 85 of the Companies Act, 2017 the Authorized Share Capital of the Company be increased from Rs. 20,000,000,000/- (Rupees Twenty Billion Only) divided into 2,000,000,000 ordinary shares of Rs. 10/- each to Rs. 40,000,000,000/- (Rupees Forty Billion Only) divided into 4,000,000,000 ordinary shares of Rs. 10/- each.*<br><br>***FURTHER RESOLVED THAT***, *Clause (V) of the Memorandum of Association of the Company be and is hereby altered and the Articles of Association of the Company be and are hereby amended by inserting therein the following provision:*<br><br>*"The authorized share capital of the Company is Rs. 40,000,000,000/- (Rupees Forty Billion Only) divided into 4,000,000,000 ordinary shares of Rs. 10 /- each."* | | |
| 2 | **Agenda No. 2: Change of Name of the Company**<br><br>***RESOLVED THAT***, *pursuant to Section 12 of the Companies Act, 2017 and subject to such approvals, consents and permissions as may be required under the Applicable Laws, the name of the Company be and is hereby changed from Lotte Chemical Pakistan Limited to Noventra Limited.*<br><br>***FURTHER RESOLVED THAT***, *the Memorandum and Articles of Association of the Company be altered by substituting the name "Lotte Chemical Pakistan Limited" with "Noventra Limited", wherever appearing in the said Memorandum and Articles of Association of the Company.*<br><br>***FURTHER RESOLVED THAT,*** *the Chief Executive and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby singly authorized to fulfil all requirements of the Applicable Laws in respect of the increase in the authorized share capital of the Company, change of name and the consequent amendments and inclusion to the Memorandum of Association and Articles of Association of the Company, including, without limitation, filing the amended Memorandum of Association, Articles of Association, declarations, forms, documents, circulars and papers with the Securities and Exchange Commission of Pakistan and any other relevant authority, where necessary, and to affix the Common Seal of the Company to such documents, where required.* | | |

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| Signature of shareholder(s) | Place | Date | Stamp in case of Corporate Shareholder |

**NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:**

1. Duly filled and signed original postal ballot should be sent to the Chairman, at above-mentioned business or email address.
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before September 21, 2026 during working hours. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match the signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot papers will be rejected.
6. In case of representative of Body Corporate and Corporation, postal ballot must be accompanied with copy of CNIC of authorized person, along with a duly attested copy of Board Resolution, Power of Attorney, or Authorization Letter in accordance with Section(s) 138 or 139 of the Companies Act, 2017, as applicable, unless these have already been submitted alongwith the Proxy Form. In case of foreign body corporate, all documents must be attested from the Counsel General of Pakistan having jurisdiction over the member.
7. Ballot paper has also been placed on the website of the Company www.lottechem.pk. Members may download the ballot paper from the website or use original/photocopy as published in newspapers.