

October 07, 2026
The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Karachi

Subject: **NOTICE OF ANNUAL GENERAL MEETING**

Dear Sir,

This is to inform you that Nets International Communication Limited (the "Company") intends to hold its Annual General Meeting for the year ended June 30, 2026 which is to be held on October 28, 2026 at the Nine Tree Luxury Hotel & Suites, 32-C, Block C3 Gulberg III, Lahore. The notice of meeting is attached for information.

The Share transfer books shall remain closed from 20-10-2026 to 28-10-2026 (both days inclusive).

Please note that the transfer received in order by our Share Registrar, M/S Digital Custodian Company Limited, having registered office at Pardesi House, Old Queens Road, Karachi, by the close of business on October 19, 2026 will be considered in time for attending and vote in Annual General Meeting and for the purpose of entitlement of attendance of Meeting.

Further, in pursuance of clause 5.6.9(b) of the Listing Regulations of Pakistan Stock Exchange, please find attached herewith a copy of the Notice published to publication in both English and Urdu language newspaper.

Yours Sincerely,



Daniyal Khushnood
Company Secretary



LAHORE HEAD OFFICE

Office No. 3, Level 8, Arfa Software Technology Park,
346-B, Ferozepur Road, Lahore, Pakistan.

Ph: +92 42 3597 2002 - 4 | +92 42 3597 2016

ISLAMABAD BRANCH

Office No. 216, 2nd Floor, ISE Tower,
55-Jinnah Avenue Blue Area, Islamabad, Pakistan.

Ph: +92 51 289 4230 | +92 51 289 4250

KARACHI BRANCH

Office # 706-707, 7th Floor Hill Trade Center,
Shaheed-e-Millat Road, Karachi.

Ph: +92 21 3432 2702 | +92 21 3432 2703

Notice is hereby given that 4th Annual General Meeting of NETS International Communication Limited will be held on Wednesday, October 28, 2026, at 10:00 am, at Nine Tree Luxury Hotel & Suites, 32-C, Block C3, Gulberg III, Lahore, and through video conferencing, to transact the following businesses:

ORDINARY BUSINESS

1.

To receive, consider and adopt the Audited Financial Statements of the Company For the year ended June 30, 2026 together with the Auditors' and Directors' Report thereon.
In accordance with Section 223(6) of the Companies Act, 2017 and SECP S.R.O. No. 389(I)/2023 dated March 21, 2023, the annual audited financial statements of the Company have been uploaded on the website of the Company which can be accessed using the following weblink and QR enabled code.

<https://nets-international.com/wp-content/uploads/2026/10/Annual-Audited-Accounts-2026.pdf>



2.

To re-appoint Auditors of the Company for the year ending on June 30, 2027 and to fix their remuneration. The Board of Directors have proposed re-appointment of M/s Abdul Khaliq & Co. (Chartered Accountants) as external auditors.
3.

To elect seven (7) Directors of the company as fixed by the board u/s 159(1) of the companies Act 2017, for a term of three years commencing from 28 October 2026. The names of the retiring directors are (1) Mr. Jahangir Ahmad, (2) Mr. Muhammad Nadeem, (3) Mr. Khalid Mehmood, (4) Ms. Fozia Qadir, (5) Mr. Zaheer Ahmad Khan, (6) Mr. Inam Ullah and (7) Mr. Muhammad Iqbal.
4.

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

SPECIAL BUSINESS

5.

To approve and obtain further 1 year approval to do related party transaction on arm length basis.
6.

To consider, ratify and approve the transactions carried out with related parties for the year ended June 30, 2026, and to pass the following Special Resolution(s) with or without modification(s):
RESOLVED THAT the transactions carried out by the Company with all the related parties during the year ended June 30, 2026, as disclosed in the Financial Statements for the year ended June 30, 2026, be and are hereby ratified and approved.
RESOLVED THAT, in case a hard copy of Audited Financial Statements and/ or notice of AGM of the Company are desired by any member, a standardized request for the same will be made.
FURTHER RESOLVED THAT the Chief Executive Officer (CEO) and Company Secretary be and are hereby authorized to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.

BY ORDER OF THE BOARD



[Signature]

Danial Khushnood
Company Secretary

Lahore,
Dated: October 6, 2026

NOTES

1.

The share transfer books of the Company will be closed from October 20, 2026 to October 28, 2026 (both days inclusive). Transfer requests received at the Office of the Share Registrar of the Company, M/s Digital Custodian Company Limited Pardesi House, Old Queens Road, Karachi at the close of business on October 19, 2026 will be treated in time for the purpose of attendance of AGM and as applicable.
2.

Appointment of Proxies:
a. Members entitled to attend and vote at the AGM may appoint another member as his/her Proxy to attend, speak and vote at the AGM on his/her behalf.
b. The instrument appointing Proxy and the power of attorney or other authority under which it is signed or a notarized/attested copy of power of attorney must be deposited at the Registered Office of the Company, Office No. 3, Level 8, Arfa Software Technology Park, 346-B, Ferozepur Road, Lahore, not later than 48 hours before the time of the AGM. A member cannot appoint more than one proxy. Form of Proxy is being mailed to shareholders.
3.

Shareholders interested in attending the AGM through online facility are hereby requested to get themselves registered with the Company Secretary not later than 48 hours before the time of the AGM (i.e. by October 26, 2026, 10:00 am) with the subject "Registration for the NICL AGM" through an email shareholder.pk@nets-international.com along with a valid scanned copy of their CNIC.

Shareholders are advised to provide the following particulars,

Name of the member	CNIC No.	CDC Account No./Folio No.	Cell Number	Email Address	No. of shares

The details of the electronic facility (video-link and the log in credentials) will be sent to the interested shareholders, at their provided email addresses. The login facility will be opened at 9:30 am, thirty minutes before the commencement of AGM, enabling the participants to join the meeting after the identification and verification process, which will start at 10:00 am sharp.

The shareholders may submit their respective questions/comments/suggestions along with their Name and Folio Number on the email address, provided above; ahead of or during the AGM.

4. Change of Address:

Members are requested to promptly notify any change in their registered address or other particulars. Members holding shares in physical form are requested to notify the Company's Share Registrar, M/s Digital Custodian Company Limited, Pardesi House, Old Queens Road, Karachi. Members holding shares in book-entry form are requested to ensure that their address and other particulars are updated with their respective Participant/Broker or CDC Investor Account Services (CDC IAS), as applicable.

5.

CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 of 2000 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan.
A. For Attending the AGM:
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 CDC Regulations, shall authenticate his/her identity by showing his/her Original 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 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 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. Attested copies of 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 CNIC or original passport at the time of the AGM.
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 the Proxy Form to the Company.

6. Individual members who have not yet submitted photocopy of their valid CNIC to the Company/ Share Registrar, are once again requested to send their CNIC (copy) at the earliest directly to the Company's Share Registrar, M/s Digital Custodian Company Limited - Pardesi House, Old Queens Road, Karachi. Corporate entities are requested to provide their National Tax Number (NTN). Please also give Folio Number with the copy of CNIC/NTN details. Reference is also made to the Securities and Exchange Commission of Pakistan (SECP) Notifications S.R.O. 779(I)/2011 dated August 18, 2011 and S.R.O. 831(I)/2012 dated July 05, 2012, which require that dividend warrants shall bear the CNIC number of the registered member or the authorized person, except in the case of minor(s) and corporate members. In case of non-receipt of a copy of a valid CNIC, the Company will not be able to transmit dividends to such shareholders, in order to comply with the said SROs of the SECP.

7. Availability and Transmission of Annual Audited Financial Statements:
a. In accordance with the provision of Section 223 of the Companies Act, 2017, the audited financial statements of the Company For the year ended June 30, 2026 are available on the Company's website www.nets-international.com
b. The Annual Report shall be circulated via email to those shareholders whose email addresses are present in the records/database of the Share Registrar.
c. Any shareholder requiring a printed copy of the Annual Audited Financial Statements shall be provided with a copy free of cost within seven working days of receipt of such request.

8. Section 72 (2) of the Companies Act, 2017, provides that every existing 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 SECP, within a period not exceeding four (4) years of the date of the promulgation of the Act. Further, SECP vide its letter dated 26 March 2022 has directed listed companies to pursue their shareholders holding securities in physical form to convert the same in the book-entry form. To ensure compliance with the aforementioned provision and to benefit by holding securities in book-entry form, including safe custody, all shareholders holding physical shareholdings are again encouraged to open CDC sub-account or Investor account and convert their shares into book-entry form, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

9. Postal Ballot and E-Voting:

10. The members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-145 of the Companies Act, 2017 and SRO 2192(1)/2022 dated 5th December 2022, members will be allowed to exercise their right to vote through electronic voting facility or voting by post for the special business(es) in its forthcoming Annual General Meeting to be held on October 28, 2026, at 10:00 AM., in accordance with the conditions specified in the said regulations

For the convenience of the members, the ballot paper is annexed to this notice and is also available for download on the Company's website www.nets-international.com

A. Procedure for E-Voting:

- Details of the e-voting facility will be shared through an email with those members of the Company who have their valid CNIC numbers, cell numbers and email addresses available in the register of members of the Company by the close of business on October 19, 2026.
- The web address and login details will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of the e-voting service provider.
- Identity of the members intending to cast their vote through e-voting shall be authenticated through electronic signature or authentication for login.
- E-voting lines will start from October 24, 2026 at 9:00 am and shall close on October 27, 2026 at 5:00 pm. Members may cast their votes at any time during this period. Once a vote on a resolution is cast by a member, he/she shall not be allowed to change it subsequently.

B. Procedure for Voting through Postal Ballot:

- Members shall ensure that the duly filled and signed ballot paper, along with a copy of their Computerized National Identity Card (CNIC), reaches the Chairman of the meeting at the Company's registered office, Office No. 3, Level 8, Arfa Software Technology Park, 346-B, Ferozepur Road, Lahore, or by email at shareholder.pk@nets-international.com, by 5:00 pm on October 27, 2026. The signature on the ballot paper shall match the signature on the CNIC

11. Appointment of Scrutinizer:

In accordance with regulation 11 of the Companies (Postal Ballot) Regulations, 2018 (the "Regulations"), the Board of Directors of the Company has appointed M/s Abdul Khaliq & Co. (Chartered Accountants), a QCR rated audit firm, to act as scrutinizer of the Company for the special business to be transacted at the meeting and to undertake the other responsibilities defined in Regulation 11A of the Regulations.

12. Intimation of No Gift Distribution:

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 (including but not limited to tokens, coupons, meals or takeaway packages) to members at or in connection with general meetings. In accordance with Section 185 of the Companies Act, 2017, any non-compliance with these directives constitutes a punishable offence. Members are hereby informed that no gifts will be distributed at the meeting.

13. Election of Directors

For Election of Directors, any person who seeks to contest the Election shall, whether he/she is a retiring director or otherwise, send his/her the nomination for Election, duly signed by the Member or Members making the nomination or by their duly authorized representative, to the Company at its Registered Office, NETS International Communication Limited, Office no 3, Level 8, Arfa Software Technology Park, Ferozepur Road, Lahore, Pakistan, which should be received not less than fourteen (14) clear days before the date of the Meeting in terms of Section 159(3) of the Companies Act, 2017.

14. Candidates for Directorship

Every nomination of a candidate for Election must be accompanied with the following documents:

- Consent of the Candidate to act as Director in Form 9 (earlier Form 28 and 29), duly completed and signed by the Candidate, as required by the Companies Act 2017;
- Declaration of the Candidate for being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria as set out in the Companies Act 2017 to act as Director of a Listed Company;
- Confirmation of the Candidate that he/she will, if elected, not be serving as Director in more than seven listed companies simultaneously, provided that his/her limit shall not include the directorship in listed subsidiary; and
- A detailed Profile of the Candidate along with a copy of valid CNIC, Folio or CDC Account Number, Contact details and Address.
- In case of an Independent Director, a declaration of the candidate as per the Listed Companies (Code of Corporate Governance) Regulations, 2019.

Potential candidates may contact the Company Secretary at www.nets-international.com for any queries or assistance on the above. The final list of contesting directors will be circulated not later than seven days before the date of the said Meeting.

Statement of Material Facts under Section 166(3) of the Companies Act, 2017

The Term of Office of the Retiring Directors will expire on October 28, 2026 and the Board of Directors of NETS International Communication Limited ("the Company") will be re-constituted for the next term of three years by electing seven (7) directors in Annual General Meeting to be held on October 28, 2026. Section 166(3) of the Companies Act 2017 provides that a statement of material facts is annexed to the Notice of the General Meeting called for the purpose of Election of Directors which shall indicate the justification for choosing the appointee for appointment as Independent Director. Pursuant to the above-mentioned provision, Independent Directors will be elected through the process of election of directors as laid down under Section 159 of the Companies Act, 2017. The Company will ensure that the Independent Directors to be elected meet the criteria set out for independence under Section 166 of the Companies Act, 2017 and regulations issued thereunder and their names are listed on the data bank of Independent Directors maintained by Pakistan Institute of Corporate Governance. The Company while selecting Independent Directors shall assess respective competencies, diversity, skill, knowledge and experience of the Candidate. The Candidates are requested to read the relevant provisions/requirements relating to the Appointment/Election of Directors, as mentioned in the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019 and ensure compliance with the same in letter and spirit.

Postal Ballot Form

4th Annual General Meeting of Nets International Communication Limited to be held on October 28, 2026, at 10:00 am, at Nine Tree Luxury Hotel & Suites, 32-C, Block C3, Gulberg III, Lahore and through video conferencing. (Website: [https:// www.nets-international.com](https://www.nets-international.com))

Name of shareholder/ proxy holder	
Registered Address	
CNIC No./Passport No (in case of foreigner) (copy to be attached)	
Number of shares held and folio number	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	
Name of Authorized Signatory:	
Certified True Copy of Resolution	
CNIC/NICOP/Passport No. (Valid copy to be enclosed)	
Copy of Board Resolution/Copy of the Power of Attorney, attested by the Oath Commissioner.	

INSTRUCTIONS FOR POLL

1. Please indicate your vote by ticking (✓) the relevant box.
2. In case both boxes are marked as (✓), your ballot paper shall be treated as “Rejected”.

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 following resolution by placing tick (✓) mark in the appropriate box below:

Nature and description of Resolution	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Agenda No. 5 To approve and obtain further 1 year approval to do related party transaction on arm length basis. Agenda No. 6 To consider, ratify and approve the transactions carried out with related parties for the year ended June 30, 2026. RESOLVED THAT , in case a hard copy of Audited Financial Statements and/ or notice of AGM of the Company are desired by any member, a standardized request for the same will be made. FURTHER RESOLVED THAT the Chief Executive Officer (CEO) and Company Secretary be and are hereby authorized to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.			

Notes:

1. Duly filled ballot paper should be sent to the Chairman of NETS International Communication Limited at the Company's registered office, Office No. 3, Level 8, Arfa Software Technology Park, 346-B, Ferozepur Road, Lahore, or through email at shareholder.pk@nets-international.com with the subject line as 'Postal Ballot'.
2. Copy of CNIC / Passport (In case of foreigner) should be enclosed with the ballot paper.
3. Ballot paper should reach the Chairman by 5:00 pm on October 27, 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.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten ballot paper will be rejected.
6. In case of Corporate Entity, the Board of Directors' Resolution/ Power of Attorney with specimen signature and attested copy of valid CNIC of the nominee (unless it has been provided earlier) should be enclosed with the ballot paper.
7. Ballot paper has also been placed on the website of the Company at [https:// www.nets-international.com](https://www.nets-international.com) Members may download the ballot paper from the website.
8. In accordance with regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board has appointed M/s Abdul Khaliq & Co. (Chartered Accountants), a QCR rated audit firm, as scrutinizer. The audit firm has the necessary knowledge and experience to independently scrutinize the voting process.

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

Place: Lahore

Date: 06 October 2026

FORM OF PROXY

The Company Secretary / Registrar,

I/We _____ son / daughter / wife of _____ shareholder(s) of NETS International Communication Limited (the Company) holding _____ ordinary shares, as per Share Register Folio No. _____ and / or CDC Participant ID No. _____ and Sub-Account No. _____ hereby appoint Mr. / Ms. _____ (holding _____ ordinary shares in the Company as per Share Register Folio No. _____ and / or CDC Participant ID No. _____ and Sub-Account No. _____) or failing him / her Mr. / Ms. _____ (holding _____ ordinary shares in the Company as per Share Register Folio No. _____ and / or CDC Participant ID No. _____ and Sub-Account No. _____) as my / our proxy to attend and vote for me / us and on my / our behalf at the Annual General Meeting of the Company to be held on Wednesday, October 28, 2026, at 10:00 a.m. and / or any adjournment thereof.

Signed this _____ day of _____ 2026.

(Signature should agree with the specimen signature registered with the Company).

Signature of Member(s)

Signature across
Rs. 50/-
Revenue Stamp

Witness 1

Signature _____
Name _____
CNIC # _____

Witness 2

Signature _____
Name _____
CNIC # _____

Notes:

1. A proxy must be a member of the Company.
2. To be valid, this Proxy must be received by our Share Registrar, M/s. Digital Custodian Company Limited, 4th Floor, Pardesi House, Old Queens Road, Karachi, at least 48 hours before the time fixed for the Meeting, duly completed in all respects.
3. CDC Shareholders or their Proxies should bring their original Computerized National Identity Card (CNIC) or Original Passport, along with the Participant’s ID Number and their Account Number, to facilitate their identification.

NETS INTERNATIONAL COMMUNICATION LIMITED

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that 4th Annual General Meeting of NETS International Communication Limited will be held on Wednesday, October 28, 2026, at 10:00 am, at Niree Tree Luxury Hotel & Suites, 32-C, Block C3, Gulberg III, Lahore, and through video conferencing, to transact the following businesses:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company For the year ended June 30, 2026 together with the Auditors' and Directors' Report thereon.
2. In accordance with Section 233(6) of the Companies Act, 2017 and SECP S.R.O. No. 3890/2023 dated March 21, 2023, the annual audited financial statements of the Company have been uploaded on the website of the Company which can be accessed using the following weblink and QR enabled code:
<https://nics.international.com/wp-content/uploads/2026/04/Annual-Audited-Accounts-2026.pdf>
3. To re-appoint Auditors of the Company for the year ending on June 30, 2027 and to fix their remuneration. The Board of Directors have proposed re-appointment of M/s Abdul Khalique & Co. (Chartered Accountants) as external auditors.
4. To elect seven (7) Directors of the company as fixed by the board of directors of the companies Act 2017, for a term of three years commencing from 28 October 2026. The names of the retiring directors are:
(1) Mr. Jahangir Ahmad (2) Mr. Muhammad Nadeem (3) Mr. Khalid Mehmood (4) Ms. Fozia Qadir,
(5) Mr. Zahoor Ahmad Khan (6) Mr. Inam Ullah (7) Mr. Muhammad Iqbal

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

SPECIAL BUSINESS

5. To approve and obtain further 1 year approval to do related party transaction on arm length basis.
6. To consider, ratify and approve the transactions carried out with related parties for the year ended June 30, 2026, and to pass the following Special Resolutions with or without modification(s):
RESOLVED THAT the transactions carried out by the Company with all the related parties during the year ended June 30, 2026, as disclosed in the Financial Statements for the year ended June 30, 2026, be and are hereby ratified and approved.
RESOLVED THAT, in case a hard copy of Audited Financial Statements and/or notice of AGM of the Company are desired by any member, a standardised request for the same will be made.
FURTHER RESOLVED THAT the Chief Executive Officer (CEO) and Company Secretary be and are hereby authorized to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.

BY ORDER OF THE BOARD.

Lahore,
Dated: October 6, 2026

Danial Khushnood
Company Secretary

NOTES

1. The share transfer books of the Company will be closed from October 20, 2026 to October 28, 2026 (Both days inclusive). Transfer requests received at the Office of the Share Registrar of the Company, M/s Digital Custodian Company Limited, Paradise House, Old Queens Road, Karachi at the close of business on October 19, 2026 will be treated in time for the purpose of attendance of AGM and as applicable.

2. Appointment of Proxies:

- a. Members entitled to attend and vote at the AGM may appoint another member as his/her Proxy to attend, speak and vote at the AGM on his/her behalf.
- b. The instrument appointing Proxy and the power of attorney or other authority under which it is signed or a notarized/attested copy of power of attorney must be deposited at the Registered Office of the Company, Office No. 3, Level 8, Arfa Software Technology Park, 346-B, Ferozpur Road, Lahore, not later than 48 hours before the time of the AGM. A member cannot appoint more than one proxy, form of Proxy is being mailed to shareholders.
3. Shareholders interested in attending the AGM through online facility are hereby requested to get themselves registered with the Company Secretary not later than 48 hours before the time of the AGM (i.e. by October 26, 2026, 10:00 am) with the subject "Registration for the NICA AGM" through an email shareholder.pk@nets-international.com along with a valid scanned copy of their CNIC.

Shareholders are advised to provide the following particulars.

Name of the member	CNIC No.	CDC Account No./Folio No.	Cell Number	Email Address	No. of shares
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The details of the electronic facility (video-link and the log in credentials) will be sent to the interested shareholders, at their provided email addresses. The login facility will be opened at 9:30 am, thirty minutes before the commencement of AGM, enabling the participants to join the meeting after the identification and verification process, which will start at 10:00 am. The shareholders may submit their respective questions/comments/suggestions along with their Name and Folio Number on the email address, provided above; ahead of or during the AGM.

4. Change of Address:

Members are requested to promptly notify any change in their registered address or other particulars. Members holding shares in physical form are requested to notify the Company's Share Registrar, M/s Digital Custodian Company Limited, Paradise House, Old Queens Road, Karachi. Members holding shares in book-entry form are requested to ensure that their address and other particulars are updated with their respective Participant/Broker or CDC Investor Account Services (CDC IAS), as applicable.
5. CDC Account Holders will further have to follow the under mentioned guidelines as laid down in Circular No. 1 of 2000 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan.

A. For Attending the AGM:

- 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 CDC Regulations, shall authenticate his/her identity by showing his/her Original 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 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 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. Attested copies of 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 CNIC or original passport at the time of the AGM.
- 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 the Proxy Form to the Company.
6. Individual members who have not yet submitted photocopy of their valid CNIC to the Company/Share Registrar, are once again requested to send their CNIC (copy) at the earliest, directly to the Company's Share Registrar, M/s Digital Custodian Company Limited - Paradise House, Old Queens Road, Karachi. Corporate entities are requested to provide their National Tax Number (NTN). Please also give Folio Number with the copy of CNIC/NTN details. Reference is also made to the Securities and Exchange Commission of Pakistan (SECP) Notifications S.R.O. 7790/2011 dated August 18, 2011 and S.R.O. 8310/2012 dated July 05, 2012, which require that dividend warrants shall bear the CNIC number of the registered member or the authorized person, except in the case of minor(s) and corporate members. In case of non-receipt of a copy of a valid CNIC, the Company will not be able to transmit dividends to such shareholders, in order to comply with the said SECs of the SECP.

7. Availability and Transmission of Annual Audited Financial Statements:

- a. In accordance with the provision of Section 223 of the Companies Act, 2017, the audited financial statements of the Company for the year ended June 30, 2026 are available on the Company's website www.nets-international.com
- b. The Annual Report shall be circulated via email to those shareholders whose email addresses are present in the records/database of the Share Registrar.
- c. Any shareholder requiring a printed copy of the Annual Audited Financial Statements shall be provided with a copy free of cost within seven working days of receipt of such request.

8. Section 72 (2) of the Companies Act, 2017, provides that every existing company shall be required to replace its physical shares with book-entry form, in a manner as may be specified, from the date notified by the SECP, within a period not exceeding four (4) years of the date of the promulgation of the Act. Further, SECP vide its letter dated 26 March 2022 has directed listed companies to pursue their shareholders holding securities in physical form to convert the same in the book-entry form. To ensure compliance with the aforementioned provision and to benefit by holding securities in book-entry form, including safe custody, all shareholders holding physical shareholdings are again encouraged to open CDC sub-account or Investor account and convert their shares into book-entry form, as the trading of physical shares is not permitted as per existing regulations of the Pakistan Stock Exchange.

9. Postal Ballot and E-Voting:

10. The members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018 read with Sections 143-145 of the Companies Act, 2017 and SRO 2152(I)/2022 dated 5th December 2022, members will be allowed to exercise their right to vote through electronic voting facility or vote by post for the special business in its forthcoming Annual General Meeting to be held on October 28, 2026, at 10:00 AM, in accordance with the conditions specified in the said regulations. For the convenience of the members, the ballot paper is annexed to this notice and is also available for download on the Company's website www.nets-international.com.

A. Procedure for E-Voting:

- a. Details of the e-voting facility will be shared through an email with those members of the Company who have their valid CNIC numbers, cell numbers and email addresses available in the register of members of the Company by the close of business on October 19, 2026.
- b. The web address and login details will be communicated to members via email. The security codes will be communicated to members through SMS from the web portal of the e-voting service provider.
- c. Identity of the members intending to cast their vote through e-voting shall be authenticated through electronic signature or authentication for login.
- d. E-voting lines will start from October 24, 2026 at 9:00 am and shall close on October 27, 2026 at 5:00 pm. Members may cast their votes at any time during this period. Once a vote on a resolution is cast by a member, he/she shall not be allowed to change it subsequently.

B. Procedure for Voting through Postal Ballot:

- a. Members shall ensure that the duly filled and signed ballot paper, along with a copy of their Computerized National Identity Card (CNIC), reaches the Chairman of the meeting at the Company's registered office, Office No. 3, Level 8, Arfa Software Technology Park, 346-B, Ferozpur Road, Lahore, or by email at shareholder.pk@nets-international.com, by 5:00 pm on October 27, 2026. The signature on the ballot paper shall match the signature on the CNIC.

11. Appointment of Scrutinizers:

In accordance with regulation 13 of the Companies (Postal Ballot) Regulations, 2018 (the "Regulations"), the Board of Directors of the Company has appointed M/s Abdul Khalique & Co. (Chartered Accountants), a QCR rated audit firm, to act as scrutiner of the Company for the special business to be transacted at the meeting and to undertake the other responsibilities defined in Regulation 13A of the Regulations.

12. Intimation of No Gift Distribution:

The SECP vide Circular No. 2 of 2018 dated February 9, 2018 and S.R.O. 452(I)/2023 dated March 17, 2023, has strictly prohibited companies from offering or distributing gifts, incentives or any similar benefits (including but not limited to tokens, coupons, meals or takeaway packages) to members at or in connection with general meetings, in accordance with Section 185 of the Companies Act, 2017, any non-compliance with these directives constitutes a punishable offence. Members are hereby informed that no gifts will be distributed at the meeting.

13. Election of Directors

For Election of Directors, any person who seeks to contest the Election shall, whether he/she is a retiring director or otherwise, send his/her nomination for Election, duly signed by the Member or Members making the nomination or by their duly authorized representative, to the Company at its Registered Office, NETS International Communication Limited, Office No. 3, Level 8, Arfa Software Technology Park, Ferozpur Road, Lahore, Pakistan, which should be received not less than fourteen (14) clear days before the date of the Meeting in terms of Section 159(3) of the Companies Act, 2017.

14. Candidates for Directorship

Every nomination of a candidate for Election must be accompanied with the following documents:
Consent of the Candidate to act as Director in Form 9 (earlier Form 28 and 29), duly completed and signed by the Candidate, as required by the Companies Act 2017.
Declaration of the Candidate for being compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2019 and the eligibility criteria as set out in the Companies Act 2017 to act as Director of a Listed Company.
Confirmation of the Candidate that he/she will, if elected, not be serving as Director in more than seven listed companies simultaneously, provided that his/her limit shall not include the directorship in listed subsidiary; and
A detailed Profile of the Candidate along with a copy of valid CNIC, Folio or CDC Account Number, Contact details and Address.
In case of an Independent Director, a declaration of the candidate as per the Listed Companies (Code of Corporate Governance) Regulations, 2019.

Potential candidates may contact the Company Secretary at shareholder.pk@nets-international.com for any queries or assistance on the above. The final list of contesting directors will be circulated not later than seven days before the date of the said Meeting.

Statement of Material Facts under Section 166(3) of the Companies Act, 2017

The Term of Office of the Retiring Directors will expire on October 28, 2026 and the Board of Directors of NETS International Communication Limited (the Company) will be re-constituted for the next term of three years by electing seven (7) directors in Annual General Meeting to be held on October 28, 2026. Section 166(3) of the Companies Act 2017 provides that a statement of material facts is annexed to the Notice of the General Meeting called for the purpose of Election of Directors which shall indicate the justification for choosing the appointee for appointment as Independent Director. Pursuant to the above mentioned provision, Independent Directors will be elected through the process of election of directors as laid down under Section 159 of the Companies Act, 2017. The Company will ensure that the Independent Directors to be elected meet the criteria set out for independence under Section 166 of the Companies Act, 2017 and regulations issued thereunder and their names are listed on the data bank of Independent Directors maintained by Pakistan Institute of Corporate Governance. The Company while selecting Independent Directors shall assess respective competencies, diversity, skill, knowledge and experience of the Candidate. The Candidates are requested to read the relevant provisions/regulations relating to the Appointment/Election of Directors, as mentioned in the Companies Act, 2017 and the Listed Companies (Code of Corporate Governance) Regulations, 2019 and ensure compliance with the same in letter and spirit.

Postal Ballot Form

4th Annual General Meeting of Nets International Communication Limited to be held on October 28, 2026, at 10:00 am, at Tree Luxury Hotel & Suites, 32-C, Block C3, Gulberg III, Lahore and through video conferencing.

(Website: [https:// www.nets-international.com](https://www.nets-international.com))

Name of shareholder/ proxy holder	
Registered Address	
CNIC No./Passport No (in case of foreigner) (copy to be attached)	
Number of shares held and folio number	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	
Name of Authorized Signatory:	
Certified True Copy of Resolution	
CNIC/NICOP/Passport No. (Valid copy to be enclosed)	
Copy of Board Resolution/Copy of the Power of Attorney, attested by the Oath Commissioner.	

INSTRUCTIONS FOR POLL

- Please indicate your vote by ticking (✓) the relevant box.
 - In case both boxes are marked as (✓), your ballot paper shall be treated as "Rejected".
- 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 following resolution by placing tick (✓) mark in the appropriate box below:

Nature and description of Resolution	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
Agenda No. 5 To approve and obtain further 1 year approval to do related party transaction on arm length basis. Agenda No. 6 To consider, ratify and approve the transactions carried out with related parties for the year ended June 30, 2026. RESOLVED THAT , in case a hard copy of Audited Financial Statements and/ or notice of AGM of the Company are desired by any member, a standardized request for the same will be made. FURTHER RESOLVED THAT the Chief Executive Officer (CEO) and Company Secretary be and are hereby authorized to do all necessary acts, deeds and things in connection therewith and ancillary thereto as may be required or expedient to give effect to the spirit and intent of the above resolution.			

Notes:

- Duly filled ballot paper should be sent to the Chairman of NETS International Communication Limited at the Company's registered office, Office No. 3, Level 8, Arfa Software Technology Park, 346-B, Ferozepur Road, Lahore, or through email at shareholder.pk@nets-international.com with the subject line as 'Postal Ballot'.
- Copy of CNIC / Passport (In case of foreigner) should be enclosed with the ballot paper.
- Ballot paper should reach the Chairman by 5:00 pm on October 27, 2026. Any postal ballot received after this date will not be considered for voting.
- Signature on ballot paper should match with signature on CNIC/ Passport.
- Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten ballot paper will be rejected.
- In case of Corporate Entity, the Board of Directors' Resolution/ Power of Attorney with specimen signature and attested copy of valid CNIC of the nominee (unless it has been provided earlier) should be enclosed with the ballot paper.
- Ballot paper has also been placed on the website of the Company at [https:// www.nets-international.com](https://www.nets-international.com) Members may download the ballot paper from the website.
- In accordance with regulation 11 of the Companies (Postal Ballot) Regulations, 2018, the Board has appointed M/s Abdul Khaliq & Co. (Chartered Accountants), a QCR rated audit firm, as scrutinizer. The audit firm has the necessary knowledge and experience to independently scrutinize the voting process. www.nets-international.com

Signatures of Shareholder(s)/ Proxy Holder Signature /Authorized Signatory

(In case of corporate entity, please affix company stamp)

Place: _____ Date: _____

FORM OF PROXY

The Company Secretary / Registrar,

I/We _____ son / daughter / wife of _____ shareholder(s) of NETS International Communication Limited (the Company) holding _____ ordinary shares, as per Share Register Folio No. _____ and / or CDC Participant ID No. _____ and Sub-Account No. _____ hereby appoint Mr. / Ms. _____ (holding _____ ordinary shares in the Company as per Share Register Folio No. _____ and / or CDC Participant ID No. _____ and Sub-Account No. _____) or failing him / her Mr. / Ms. _____ (holding _____ ordinary shares in the Company as per Share Register Folio No. _____ and / or CDC Participant ID No. _____ and Sub-Account No. _____) as my / our proxy to attend and vote for me / us and on my / our behalf at the Annual General Meeting of the Company to be held on Wednesday, October 28, 2026, at 10:00 a.m. and / or any adjournment thereof.

Signed this _____ day of _____ 2026.

(Signature should agree with the specimen signature registered with the Company).

Signature of Member(s) _____

Witness 1

Signature _____

Name _____

CNIC # _____

Witness 2

Signature _____

Name _____

CNIC # _____

Signature across

Rs. 50/-

Revenue Stamp

Notes:

- A proxy must be a member of the Company.
- To be valid, this Proxy must be received by our Share Registrar, M/s. Digital Custodian Company Limited, 4th Floor, Pardesi House, Old Queens Road, Karachi, at least 48 hours before the time fixed for the Meeting, duly completed in all respects.
- CDC Shareholders or their Proxies should bring their original Computerized National Identity Card (CNIC) or Original Passport, along with the Participant's ID Number and their Account Number, to facilitate their identification.