



PROCEEDURE FOR E-VOTING AND BALLOT PAPER

In continuation to the notice of Extraordinary General Meeting of LSE Capital Limited (LSECL/"the Company") published on March 16, 2026 and in accordance with the Companies (Postal Ballot) Regulations, 2018 (the "Regulations"), the right to vote through electronic voting facility (e-voting) and voting by post (Postal Ballot) shall be provided to the members of the Company for special business agenda item No. 04 (4.1(4.1.1, 4.1.2), 4.2, 4.3) in the manner and subject to the conditions contained in the said regulations. Digital Custodian Company Limited, through F.D Registrar Services (Pvt.) Limited, the Share Registrar has been appointed as the service provider for E-Voting.

PROCEEDURE FOR E-VOTING

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 by the close of business on March 30, 2026.

Under the provisions of the Regulations, members of the Company will be allowed to exercise their right to vote through electronic voting facility and voting by post for the special business agenda item No. 04 (4.1(4.1.1, 4.1.2), 4.2, 4.3) in its forthcoming Extraordinary General Meeting to be held on Monday, April 6, 2026, at 09:00 a.m. in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations. E-voting will start on April 3rd, 2026, at 09:00 AM and close on April 5th, 2026, at 5:00 PM. Members can cast their votes at any time during this period. Once members vote on a resolution, they shall not be allowed to change it.

PROCEEDURE FOR VOTING THROUGH POSTAL BALLOT

The members shall ensure that duly filled and signed ballot paper along with a copy of the Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post at the Company's registered address, LSE Plaza, 19 Kashmir Egerton Road, Lahore or email at sajjad@lse.com.pk by April 3rd, 2026 one day before the Extraordinary General Meeting. The signature on the ballot paper shall match the signature on CNIC.

Ballot paper

for voting through post at the Extraordinary General Meeting to be held on Monday, April 6th, 2026, at 09:00 a.m.

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

Business Address: The Chairman, LSE Capital Limited,
LSE Plaza, 19-Khayaban-e-Aiwan-e-Iqbal, Lahore.

Designated email address: sajjad@lse.com.pk

Name of shareholder/joint Shareholders	
Registered Address	
Number of shares held and folio number	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	

I/we hereby exercise my/our vote in respect of the following resolutions through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (V) mark in the appropriate box below (delete as appropriate);

Agenda #	Nature and Description of resolutions	No. of Ordinary shares for which votes cast	I/We assent to the Resolutions (FOR)	I/We dissent to the Resolutions (AGAINST)
3(1)	<p>“RESOLVED THAT pursuant to the directions of the Securities and Exchange Commission of Pakistan’s (SECP) Registrar Modaraba vide letter No. SECP/M/RS/LSE/05/264 dated March 4, 2026, and in accordance with the provisions of the Companies Act, 2017, the amendments, alterations, additions, and deletions in the Object Clause of the Memorandum of Association of LSE Capital Limited and the authorized capital of the Company, as comprehensively detailed in Table A-1 attached with this resolution, be and are hereby approved.</p> <p>FURTHER RESOLVED THAT as part of the approval of the attached Table A-1 & A-2, all existing references to the repealed Companies Ordinance, 1984, be and are hereby replaced with the Companies Act, 2017, and all references to "Modaraba Management" or related certificate-holder rights be deleted or substituted as proposed to make the Company’s constitutional documents fully coherent and compliant.</p> <p>FURTHER RESOLVED THAT the approval be and is hereby accorded specifically and individually to amend and alter each of the relevant Articles of Association of the Company as provided in Table A-2 attached herewith, to bring the same into full compliance with the requirements of the Companies Act, 2017, the Companies (Further Issue of Shares) Regulations, 2020, and the Issuance of Convertible Debt Securities through Right Offer Regulations, 2022, while also empowering the Board of Directors to take all required corporate actions to give effect to:</p> <p>3(1)(a) Changes in the object clause of Memorandum & Articles of Association 3(1)(b) Increase in the authorized capital of the Company 3(1)(c) Permissibility for Employees Stock Option Scheme 3(1)(d) Issuance of Partially Redeemable Shares amounting to PKR 100 million</p>			
3(1)(a)	<p>FURTHER RESOLVED THAT the approval be and is hereby accorded to replace the existing Object Clause 1 of the Memorandum of the Company with the following:</p> <p>“To carry out functions as a manufacturing or marketing, distribution, servicing, advisory and investment entity.”</p>			
3(1)(b)	<p>FURTHER RESOLVED THAT the approval be and is hereby accorded for the changes in Clause V of the Memorandum of Association and Clause 6 of the Articles of Association of the Company as follows:</p> <p>CLAUSE V OF THE MEMORANDUM OF ASSOCIATION: “V: The Authorized Capital of the Company is Rs. 2,600,000,000 (Rupees Two Thousand Five Hundred Million Only). This Capital is divided into 400,000,000 (Four Hundred Million) Ordinary Shares of Rs. 5/- each, 20,000,000 (Twenty Million) Preference Shares of Rs. 5/- each, and 5,000,000 (Five Million) Partially Redeemable Shares of Rs. 100/- each, having such preferential, redemption,</p>			

	<p>conversion, deferred, qualified or special rights, privileges or conditions as provided in the Articles of Association of the Company or in accordance with the Act.</p> <p>CLAUSE 6 OF THE ARTICLES OF ASSOCIATION: “Share Capital: 3. The Authorized Capital of the Company is Rs. 2,600,000,000 (Rupees Two Thousand Five Hundred Million Only). This Capital is divided into 400,000,000 (Four Hundred Million) Ordinary Shares of Rs. 5/- each, 20,000,000 (Twenty Million) Preference Shares of Rs. 5/- each, and 5,000,000 (Five Million) Partially Redeemable Shares of Rs. 100/- each, having such preferential, redemption, conversion, deferred, qualified or special rights, privileges or conditions as provided in the Articles of Association of the Company or in accordance with the Act.</p>			
3(1)(c)	<p>“FURTHER RESOLVED THAT the approval be and is hereby accorded for the inclusion of the following enabling clause in the Memorandum & Articles of Association of the Company:</p> <p>“To establish, subject to applicable law and the Articles of Association of the Company, and implement employee stock option schemes or other equity-based incentive arrangements for the benefit of employees, directors, officers, consultants, or advisors of the Company or its subsidiaries, and to, subject to the terms and conditions, issue, allot or grant shares, securities convertible into shares, or options to subscribe for or acquire shares of the Company, as may be determined and approved by the Board of Directors.”</p>			
3(1)(d)	<p>“FURTHER RESOLVED THAT consequent to the change in the Authorized Capital of the Company, the approval be and is hereby accorded to the Board of Directors for raising / issuance of PKR 100 million in the form of Partially Redeemable Shares of Rs. 100/- each, on the following terms & conditions: As per Table given in Notice of Meeting.</p>			
3(2)	<p>“RESOLVED THAT the approval granted in the last annual general meeting for the Company’s investments/financing with associated companies/related parties with the condition that any investment (against equity on market price/right shares subscription/initial capital, as the case may be) shall not exceed PKR 600 Mn, and any advance/financing/loan shall not be below the rate of six (6) months KIBOR+1%. Similarly, any disposal of the already held equity or divestment from any associated company shall not be less than the market price or the value certified by a firm of Chartered Accountants be and is hereby ratified.</p> <p>FURTHER RESOLVED THAT, in accordance with the requirements of section 199 of the Companies Act, 2017, the Board of the company (LSECL/the Company) be and is hereby authorized to make investments up to PKR 100 million (Rupees One hundred million only) in its 100% owned subsidiary LSE SPAC-I Limited, by way of pre-IPO investment for listing of LSE SPAC-I Limited at PSX.</p>			
3(3)	<p>“RESOLVED THAT, in accordance with the requirements of section 199 of the Companies Act, 2017, the Board of the Company (LSECL/the Company) be and is hereby authorized to make investments up to PKR 110 million (Rupees One hundred ten million only) in its 100% owned subsidiary LSE SPAC-II Limited, through initial investment and pre-IPO investment for listing at PSX.</p>			
3(4)	<p>RESOLVED THAT pursuant to the approval of the Special Resolution by the members of the Company in the EOGM held on Apr 6th, 2026, the Chief Executive Officer and/or Company Secretary of the Company singly or jointly authorized to take all necessary, incidental, and ancillary steps and actions, including executing any documents and agreements that may be necessary in this regard, and to perform all acts, matters, deeds, and things as may be necessary or expedient for implementing the resolutions mentioned above.”</p>			

Signature of shareholder(s) / Authorized Signatory

Place:

Date:

NOTES:

1. Dully filled postal ballot should be sent to Chairman at above mentioned postal or email address.



2. Copy of CNIC should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before November 26, 2025. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.