

NEXT CAPITAL LIMITED

ANNUAL GENERAL MEETING



VOTING THROUGH POSTAL BALLOT ON SPECIAL BUSINESS

Ballot paper for voting through post for the special business at the Annual General Meeting to be held on Tuesday October 28, 2025 at 01:00 pm at Head office situated at 2nd Floor, Imperial Court Building, Dr. Ziauddin Ahmed Raod Karachi-74000

Duly filled ballot paper should be sent to the Company Secretary at co.secretary@nextcapital.com.pk or at 2nd Floor, Imperial Court Building Dr. Ziauddin Ahmed, Karachi, Pakistan

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio Number	
CNIC Number (Copy to be attached)	
Additional Information and exclosures (in case of representative of body corporate, corporation and	

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 mark in the appropriate box below

Resolutions

- 6 In accordance with the approval of the Board of Directors, the shareholders are hereby requested to consider and, if thought fit, pass the following resolutions, as "Special Resolution" with or without modification(s), pursuant to the Section 183(3)(a) and Section 199 of the Companies Act, 2017, read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and notification no. S. R. O. 1239 (I)/2017 issued by the Securities and Exchange Commission of Pakistan ("SECP") and other applicable laws, to transfer 16% (sixteen percent) shareholding in Finqalab Technologies (Private) Limited (a 76% owned subsidiary of the Company), to Mr. Najam Ali (a co-founder of Finqalab) on terms approved by the Board of Directors such that the Company's shareholding in Finqalab Technologies (Private) Limited shall reduce to 60% (sixty percent). As already approved by the Board of Directors in its meeting held on September 26, 2024, and as disclosed in the Annual General Meeting held on October 25, 2024, this shareholding is being granted in recognition of the co-founder's role in conceiving the idea of Finqalab, developing it, and leading customer acquisition efforts on an ongoing basis.
- 7 RESOLVED THAT in accordance with Sections 183(3)(a) and 199 of the Companies Act, 2017, read with the Companies (Investment in Associated Companies or Associated Undertakings) Regulations, 2017 and notification no. S. R. O. 1239 (I)/2017 issued by the SECP, and other applicable laws, and subject to obtaining of all necessary regulatory approvals (if any), the Company be and is hereby authorized to transfer 16% (sixteen percent) of its shareholding in its subsidiary, Finqalab Technologies (Private) Limited, to Mr. Najam Ali (or to person(s) nominated by him) on terms approved by the Board of Directors, such that the Company's aggregate shareholding in Finqalab Technologies (Private) Limited shall reduce to 60% (sixty percent).
- 8 FURTHER RESOLVED THAT any two of the Chief Financial Officer, Managing Director, Capital Markets, and Director, Investment Banking of the Company be and are hereby authorized jointly to finalize the transfer of 16% (sixteen percent) shareholding to Mr. Najam Ali or his nominee(s), and, if deemed necessary, vary or amend the manner and/or mode of effecting such transfer, provided that the substance and spirit of the approval granted by the general meeting shall remain unchanged.

9 FURTHER RESOLVED THAT Chief Executive Officer and any one of the following personnel of the Company ("Authorized Persons"), or any person(s) authorized by them, be and are hereby, jointly and/or severally, authorized to take any and all actions as may be required from time to time for the purposes of the above resolutions including, but not limited to, obtaining necessary corporate and regulatory approvals (as applicable), carrying out the necessary filings, completing all necessary legal and corporate formalities with regard to the above resolutions, negotiating and executing necessary agreements and carrying out all such acts, deeds and things as may be deemed necessary or expedient for concluding the said matters:

- i) Chief Financial Officer
- ii) Managing Director, Capital Markets
- iii) Director, Investment Banking

10 FURTHER RESOLVED THAT the Chief Executive Officer of the Company and/or the Company Secretary be and are hereby severally authorized to sign and submit required statutory returns, announcements, e-filings with the Registrar of Companies, CRO, SECP, Pakistan Stock Exchange and or any other authorities / regulators and to do all such acts, deeds and things as may be necessary to do in this regard.

S. No.	Nature and Description of Resolution	No. of Ordinary shares for which	I/We assent to the Resolution (FOR)	I/We dissent to the resolution (AGAINST)
1	Agenda Item No. 6;			

Notes :

- 1 Duly filled ballot paper should be sent to the Company Secretary at co.secretary@nextcapital.com.pk or at 2nd Floor, Imperial Court Building Dr. Ziauddin Ahmed, Karachi, Pakistan
- 2 Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- 3 Ballot paper should reach the Company Secretary within business hours of 27th October Monday. Any postal ballot received after this date will not be considered for voting.
- 4 Signature on ballot paper should match with signatures on CNIC/Passport.
- 5 Incomplete, unsigned, incorrect, defaced, torn, mutilated, overwritten poll paper will be rejected.
- 6 In case of representative of a body corporate, corporation of Federal Government, the ballot paper form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of the Board Resolution/Power of Attorney, /Authorization Letter etc., in accordance with the section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., the Counsel General of Pakistan having jurisdiction over the member must attest all documents.
- 7 Ballot paper form has also been placed on the website of the Company at: <https://www.nextcapital.com.pk>. Members may download the ballot paper from the Website or use the original/copy shared through email or publication.

Shareholder / Proxy holder Signature/Authorized Signatory
(In case of corporate entity, please affix company

Date