



December 15, 2016

The General Manager,
Pakistan Stock Exchange Limited,
Stock Exchange Building,
Stock Exchange Road,
Karachi.

Subject: Certified Copy of Form 26 (Special Resolution) Dated 03-11-2016.

Dear Sir,

Please find enclosed herewith certified copy of Form 26 dated 03-11-2016 notifying special resolution passed on October 25, 2016 in Annual General Meeting as per requirement of the Clause 5.6.4.(b) of PSX Rule Book.

Yours Faithfully,


(BOO-ALI SIDDIQUI)
Company Secretary



Encl: As Above.

Lahore Office:
NetSol IT Village (Software Technology Park)
Lahore Ring Road, Ghazi Road Interchange,
Lahore Cantt. 54792, Pakistan.
Tel: (92-42) 111-44-88-00, 35727096-7, Fax: (92-42) 35726740

Karachi Office:
26-C, Main Khayaban-e-Jami,
Phase 7 Ext. DHA, Karachi
Tel: (92-21) 35319401-5

Rawalpindi Office:
H-No. 4 Saffari Villas,
Bahria Town - Near Car Chowk, Rawalpindi
Tel: (92-51) 5707011-

THE COMPANIES ORDINANCE, 1984

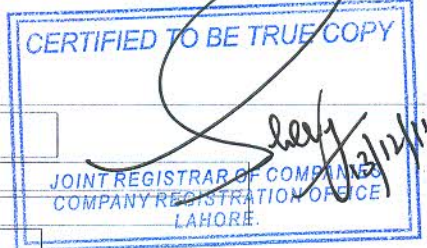
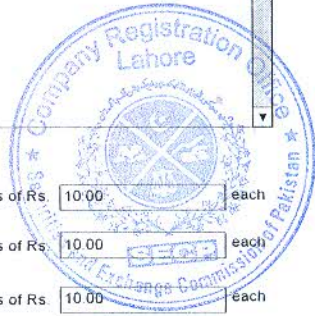
[SECTION 172]

FORM 26

SPECIAL RESOLUTION

Only Pdf files are allowed for attachment

1. Incorporation Number	<input type="text" value="0037024"/>		
2. Name of the Company	<input type="text" value="NETSOL TECHNOLOGIES LIMITED"/>		
3. Fee Paid (Rs.)	<input type="text" value="600.00"/>	Name & Branch of the Bank <input type="text" value="LAHORE, MCB - Cavallary Ground [1508]"/>	
4. Receipt No.	<input type="text" value="E-2016-503726"/>	<input type="text"/>	
5. Date of Dispatch of Notice (DD/MM/YYYY)	<input type="text" value="04/10/2016"/>		
6. Specify the intention to propose the resolution as Special Resolution	<input type="text" value="To approve alteration in the Articles of Association of the Company as specified in the notice of meeting"/>		
7. Date of Passing of Special Resolution (DD/MM/YYYY)	<input type="text" value="25/10/2016"/>		
8. Total Number of Members	<input type="text" value="2355"/>	Representing	<input type="text" value="89244423"/> Shares of Rs. <input type="text" value="10.00"/> each
9. Members Present in Person and/or through proxy in the meeting	<input type="text" value="163"/>	Representing	<input type="text" value="62974759"/> Shares of Rs. <input type="text" value="10.00"/> each
10. Members voted for	<input type="text" value="163"/>	Representing	<input type="text" value="62974759"/> Shares of Rs. <input type="text" value="10.00"/> each
11. Members voted against	<input type="text" value="0"/>	Representing	<input type="text" value="0"/> Shares of Rs. <input type="text" value="10.00"/> each
12. At a general meeting of the members of the said company, duly convened and held at	<input type="text" value="Faletis Hotel, 24-Egerton Road Lahore Punjab 54000"/>		
13. Place(City)	<input type="text" value="Lahore"/>		
14. Text of special resolution (attach copy, if space is insufficient to reproduce it.)	<input type="text" value="Attached per Annexure-1"/>		
15. Signature of Chief Executive/Secretary	<input type="text"/>		
16. Name of Signatory	<input type="text" value="BOO ALI"/>		
17. Designation	<input type="text" value="Secretary"/>		
18. NIC Number	<input type="text" value="3520226666245"/>		
19. Date (DD/MM/YYYY)	<input type="text" value="03/11/2016"/>		





(ANNEXURE-1)

SPECIAL RESOLUTION



RESOLVED THAT:

"Pursuant to Section 28 and other applicable provisions, if any, of the Companies Ordinance, 1984, Articles of Association of the Company be and are hereby amended by inserting a new Article 44A immediately after the existing Article 44 to read as under;

44A. ELECTRONIC VOTING: The Company shall comply with the mandatory e-voting requirements as may be prescribed by the Securities and Exchange Commission of Pakistan from time to time and members may be allowed to appoint members as well as non-members as proxies for the purposes of electronic voting pursuant to this Article.

RESOLVED FURTHER THAT:

"The Chief Executive Officer or Company Secretary be and is hereby authorized to do all acts, deed and things, take all steps and action necessary, ancillary and incidental for altering the Articles of Association of the Company including filing of all requisite documents/ statutory forms and complying with all other regulatory requirements so as to effectuate the alteration in the Article of Association of the Company."