



**NETSOL Technologies Ltd.**

NETSOL IT Village (Software  
Technology Park), Lahore Ring Road,  
Ghazi Road Interchange, Lahore  
Cantt. 54792, Pakistan.  
Email: info@netsolpk.com  
Phone: +92 42 111-44-88-00  
Web: www.netsolpk.com

**Form-4**

Date: 04/10/2022

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

Subject: **Notice of Annual General Meeting**

Dear Sir,

Enclosed please find a copy of the Notice of the Annual General Meeting to be held on Tuesday, October 25, 2022 for circulation amongst the TRE Certificate Holders of the Exchange.

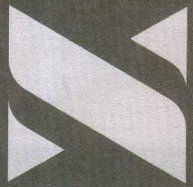
Yours Sincerely,

**SEHRISH**  
Company Secretary



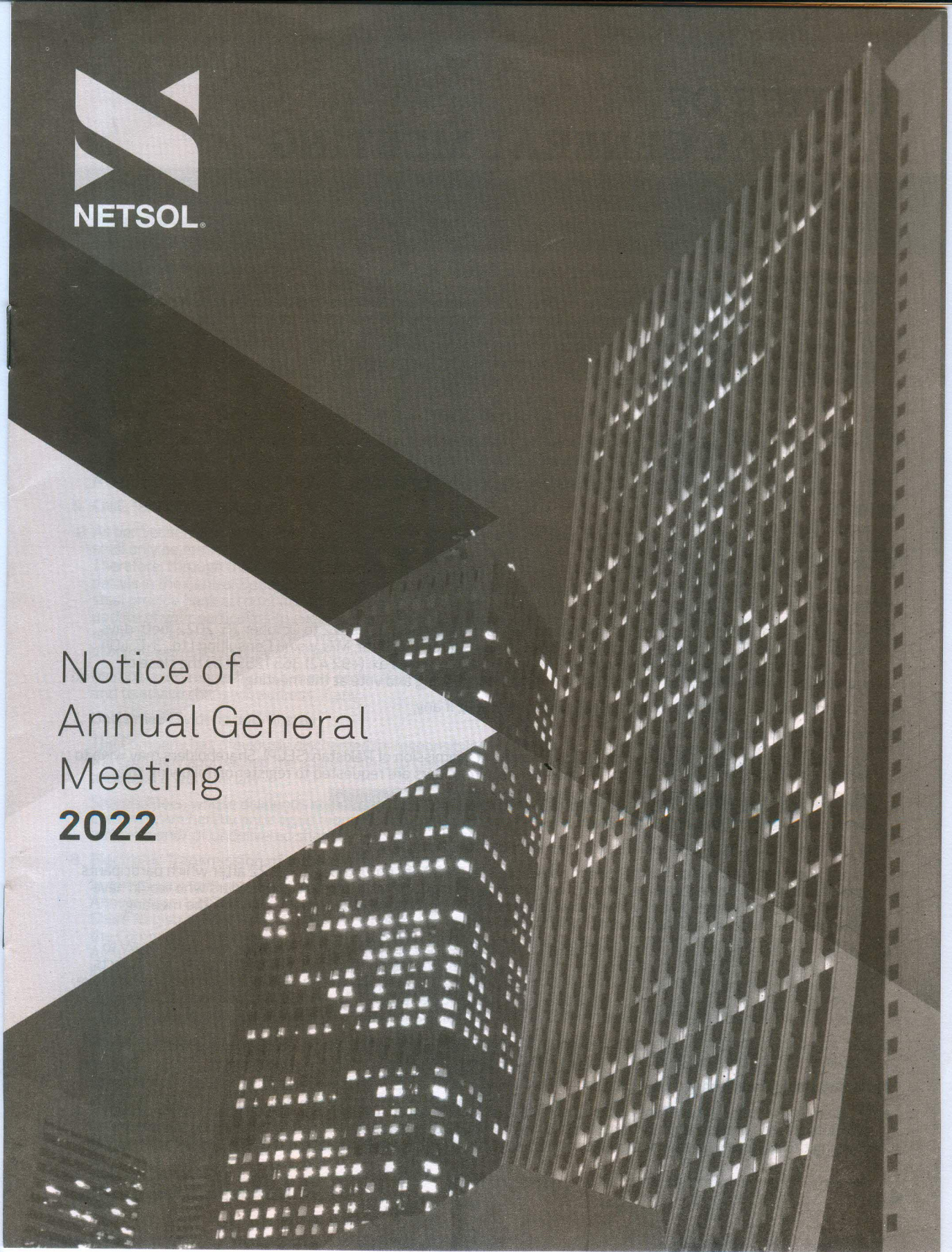
Encl: As Above





NETSOL®

Notice of  
Annual General  
Meeting  
**2022**



# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 26<sup>th</sup> Annual General Meeting ("AGM") of the shareholders of NetSol Technologies Limited (the "Company") will be held on October 25, 2022 at 11:00 A.M at the Registered Office of the Company situated at NetSol IT Village (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt., and through video link facility to transact the following ordinary business:

## Ordinary Business

1. To receive, consider and adopt the Reports of Directors, Chairman and Auditors together with annual audited separate and consolidated financial statements of the Company for the year ended June 30, 2022.
2. To appoint Auditors and fix their remuneration. The shareholders are hereby notified that the Audit Committee and the Board of Directors have recommended the name of retiring auditors M/s H.Y.K & Co. Chartered Accountants for appointment as auditors of the Company

By Order of the Board

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**SEHRISH**

Company Secretary  
Lahore  
October 04, 2022

## NOTE:

1. Share transfer books of the Company will remain closed from October 19, 2022 to October 25, 2022 (both days inclusive). Physical/ CDC transfers received in order at the Shares Registrar, M/s Vision Consulting Ltd., 3-C, LDA Flats, Lawrence Road, Lahore Tel: (92 42) 36283096, 36283097 and Fax: (+92 42) 36312550 by the close of business on October 18, 2022 will be treated in time for attending and vote at the meeting.

2. Shareholders are requested to notify the change of address, if any.

3. Participation in the AGM

Pursuant to the requirement of Securities and Exchange Commission of Pakistan (SECP), Shareholders may wish to participate virtually in the AGM. For this purpose, the shareholders are requested to register on following link:

[https://us02web.zoom.us/webinar/register/WN\\_cUUFVsrLRaGeRopx5qimyQ](https://us02web.zoom.us/webinar/register/WN_cUUFVsrLRaGeRopx5qimyQ)

Or visit company's website for registration.

In case of any queries, please feel free to email at: [corporate@netsolpk.com](mailto:corporate@netsolpk.com)

Please note that registration for the meeting shall close at 09:30 am on October 25, 2022 after which participants /shareholders shall be unable to register for the meeting. Any and all participants/ shareholders who would have registered within the prescribed timeline shall receive a meeting link and shall be able to access the meeting therefore, the Company emphasizes on timely registrations.

4. A member entitled to attend and vote at the general meeting may appoint another member as his/her proxy to attend and vote on his/her behalf through video link and a proxy so appointed shall have such rights, as respects attending, speaking and voting at the Annual General Meeting as are available to a Member. In order to be effective, proxies, complete in all respect, must be received at the registered office of the Company not less than 48 hours before the scheduled time of the meeting. Proxy Form in English and Urdu languages is attached herewith.
5. CDC account holders will further have to follow the under mentioned guidelines as laid down by the Securities and Exchange Commission of Pakistan in Circular 1 dated January 26, 2000:

### A) For Attending the Meeting:

- a) In case of individuals, the account holder or sub-account holder and/or the persons whose shares are in group accounts and their registration details are uploaded as per CDC regulations shall authenticate their identity by showing their original computerized national identity cards (CNICs) or original passport at the time of attending the

meeting.

- b) 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:**

- a) In case of individuals, the account holder or sub-account holder and/or persons whose shares are in group accounts and their registration details are uploaded as per CDC regulations, shall submit the proxy form as per the above requirements.
- b) The proxy form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- c) Attested copies of CNICs or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.
- d) The proxy shall attach attested copy of his/ her CNIC or passport to the company.
- e) In case of corporate entity, the Board of Directors' resolution/ power of attorney with specimen signature of the person nominated to represent and vote on behalf of the corporate entity shall be submitted.

**ATTENTION OF THE MEMBERS ARE DRAWN TO THE FOLLOWING MATTERS:**

**6. CNIC, IBAN for E-Dividend & Zakat**

- a) As per Section 242 of the Companies Act 2017, in case of a public listed company, any dividend payable in cash shall only be remitted through electronic mode directly into the bank account designated by the entitled members. Therefore, through this notice, all shareholders are requested to update their bank account No. (IBAN), CNIC & details in the Central Depository System through respective participants. In case of physical shares, the members shall provide bank account (IBAN) details to our Share Registrar, M/s Vision Consulting Ltd. Please ensure an early update of your particulars to avoid any inconvenience in future. e-Dividend mandate form is enclosed in the annual report and also available on the website of the Company, [www.netsolpk.com](http://www.netsolpk.com). In case of non-submission, all future dividend warrants may be withheld.
- b) Members are requested to submit declaration (CZ-50) as per Zakat & Ushr Ordinance 1980 for zakat exemption and to advise change in address, if any.

**7. Unclaimed Dividend and/Shares**

The Company has previously discharged its responsibility under Section 244 of the Companies Act, 2017 whereby the Company approached the shareholders to claim their unclaimed dividends and undelivered share certificates in accordance with the law.

Shareholders, whose dividends still remain unclaimed and/or undelivered share certificates are available with the Company, are hereby once again requested to approach our Share Registrar to claim their outstanding dividend amounts and/ or undelivered share certificates.

**8. Electronic Transmission of Annual Report 2022**

In compliance with section 223(6) of the Companies Act, 2017, the Company has electronically transmitted the Annual Report 2022 through email to shareholders whose email addresses are available with the Company's Share Registrar, M/s Vision Consulting Limited. However, in cases, where email addresses are not available with the Company's Share Registrar, printed copies of the notices of AGM containing web link for downloading the Annual Report 2022 (containing financial statements) from Company's website i.e. <http://www.netsolpk.com/investor-information.php>, have been dispatched. Further, Members are requested to kindly provide their valid email address (along with a copy of valid CNIC) to the Company's Share Registrar, M/s. M/s Vision Consulting Limited, if the Member holds shares in physical form or, to the Member's respective Participant/Investor Account Services, if shares are held in book entry form.

Notwithstanding the above, the Company will provide hard copies of the Annual Report 2022, to any Member on their request, at their registered address, free of cost, within one (1) week of receiving such request. For the convenience of shareholders, a Standard Request Form (for the provision of annual audited accounts) is enclosed and also available at the company's website. i.e. [www.netsolpk.com](http://www.netsolpk.com).

In accordance with Section 223(7) of the Companies Act, 2017, the Company has also placed the Notice of AGM, the Audited Annual Separate and Consolidated Financial Statements for the year ended June 30, 2022 along with

Auditors' and Directors' Reports thereon and Chairman's Review Report uploaded on Company's website i.e. <http://www.netsolpk.com/investor-information.php>

9. Deposit of Physical Shares into CDC Account

The Shareholders having physical shareholding may open sub-account with any of the brokers or Investor account directly with CDC to place their physical shares into scrip-less form, this will facilitate them in many ways including safe custody and sale of shares, at any time they want, as the trading of physical shares is not permitted as per existing regulations of the stock exchange. Further, Section 72 of the Act states that after the commencement of the Act from a date notified by the SECP, a company having share capital, shall have shares in book-entry form only. 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 years from the commencement of the Act.

# NETSOL TECHNOLOGIES LIMITED

## STANDARD REQUEST FORM

for dispatch of Annual Audited Financial Through email or post

The Company Secretary  
NetSol Technologies Limited  
NetSol IT Village (Software Technology Park)  
Lahore Ring Road, Ghazi Road Interchange  
Lahore Cantt.

I/We \_\_\_\_\_ hereby give my/our written consent to NetSol Technologies Limited to send me/us the annual audited financial statements along with the notice of Annual General Meeting of the Company electronically and I understand that the electronic transmission shall meet the requirements of the provisions of the Companies Act, 2017:

### OPTION 1

#### a. Through email on below mentioned email address:

E-mail address on which I wish to receive Annual Financial Statements along with the Notice of AGM.	
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OR

### OPTION 2

#### b. Hard copy through post/courier at my below mentioned registered address:

Address on which I wish to receive hard copy of Annual Financial Statements along with the Notice of AGM instead of CD/DVD/USB	
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Shareholder's Detail	
Name of the Shareholder	
Folio No/CDC Participant ID & A/C No.	
CNIC No.	
Passport No. (In case of Foreign Shareholder)	
Landline Telephone No.	
Cell Phone No.	
Email Address	

It is Stated that the above mentioned information is correct and any change therein will be intimated to the Company according to the instructions as mentioned below.

\_\_\_\_\_  
Signature of the shareholder

### Instructions

In case of any change in above mentioned information, scanned copy of duly filled-in and signed form may be sent through email to [corporate@netsolpk.com](mailto:corporate@netsolpk.com) or in writing through post/courier either to the Company or to the Company's Share Registrar, M/s Vision Consulting Limited, 3-C, LDA Flats, Lawrence Road, Lahore. Phone: 042-36283069-97 Fax:042-36312550, Email: [shares@vcl.com.pk](mailto:shares@vcl.com.pk)

# NETSOL TECHNOLOGIES LIMITED

## E-Dividend Mandate Letter

To:

**Subject: Bank Account details for Payment of Dividend through Electronic Mode**

Dear Sir/Madam

I/We/Messrs., \_\_\_\_\_ being a/the shareholder(s) of NetSol Technologies Limited [the "Company"], hereby, authorize the Company, to directly credit cash dividends declared by it, in my bank account as detailed below:

<b>(i) Shareholder's details:</b>	
Name of the Shareholder	
Folio No./CDC Participant ID & Sub-Account No./CDC IAS	
CNIC/NICOP/Passport/NTN No. (please attach copy)	
Contact Number (Landline & Cell Nos.)	
Shareholder's Address	
Email Address	
<b>(ii) Shareholder's Bank account details:</b>	
Title of Bank Account	
IBAN (See Note 1 below)	
Bank's Name	
Branch Name & Code No.	
Branch Address	

It is stated that the above particulars given by me are correct and I shall keep the Company, informed in case of any changes in the said particulars in future.

Your truly

\_\_\_\_\_  
Signature of the shareholder/authorized signatories  
(Please affix company stamp in case of corporate entity)

### **Notes:**

1. Please provide complete IBAN, after checking with your concerned Bank branch to enable electronic credit directly into your bank account
2. This letter must be sent to shareholder's participant/CDC Investor Account Services which maintain his/her CDC account for incorporation of bank account details for direct credit of cash dividend declared by the Company from time to time. In case of physical shares, the form must be sent to the Company's Share Registrar.
3. Pursuant to the directives of the Securities and Exchange Commission of Pakistan (SECP) your Computerized National Identity Card (CNIC) is mandatorily required to be mentioned on your dividend warrant and if your CNIC number is not available in our records, your dividend warrant will not be issued / dispatched to you. In order to comply with this regulatory requirement, you are requested to kindly send a photocopy of your valid CNIC to the registered office of NetSol Technologies Limited or to the 'Share Registrar Department, Central Depository Company of Pakistan Limited, CDC House, 99-B, Block 'B', S.M.C.H.S., Main Shakra-e-Faisal, Karachi-74400, Pakistan'. Kindly ignore if you have already provided your CNIC number to us.

# Form of Proxy

I/We \_\_\_\_\_  
(Name)

Of \_\_\_\_\_  
(Place)

being a member(s) of *NETSOL TECHNOLOGIES LIMITED* hereby appoint

\_\_\_\_\_

(Name and Folio No. / Participant Account No. & Sub-Account No.)

Of \_\_\_\_\_  
(Place)

who is also a member of the Company, as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of the Company to be held at the Registered Office of the Company situated at NetSol IT Village (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt., and virtually on Tuesday October 25, 2022 at 11:00 a.m. and at any adjournment thereof.

Signed at \_\_\_\_\_ this \_\_\_\_\_ Day of \_\_\_\_\_ 2022.

Witness 1:

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

CNIC or  
Passport No. \_\_\_\_\_

Fifty Rupees  
Revenue Stamp

Witness 2:

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Address: \_\_\_\_\_

CNIC or  
Passport No. \_\_\_\_\_

Signature of Member(s)  
Shareholder's Folio No. \_\_\_\_\_

and/or Participant I.D. No. \_\_\_\_\_

Note:

- 1) This form of proxy, in order to be effective, must be deposited duly completed, at the Company's registered Office at NetSol Technologies Limited, NetSol IT Village (Software Technology Park) Lahore Ring Road, Ghazi Road Interchange, Lahore Cantt. not less than 48 hours before the time of holding the meeting.
- 2) A Proxy must be a member of the Company. Signature should agree with the specimen registered with the Company.

Second Fold

Affix Revenue  
Stamp

The Company Secretary  
**NetSol Technologies Limited**  
NetSol IT Village (Software Technology Park)  
Lahore Ring Road, Ghazi Road Interchange  
Lahore Cantt. 54792, Pakistan.

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# پراکسی فارم

میں مسٹی / مسماة

(مات)

ساکن

(جگہ)

بحیثیت **نیٹ سول ٹیکنالوجیز لمیٹڈ** کا ایک ممبر یہاں

مستی / مسماة

(نام اور فوئیو نمبر یا پارٹنیشنٹ اکاؤنٹ نمبر اور سب اکاؤنٹ نمبر)

ساکن

(جگہ)

جو کہ کمپنی کا ایک ممبر بھی ہے، کو بطور مختار (پراکسی) مقرر کرتا کرتی ہوں تاکہ وہ میری جگہ اور میری طرف سے کمپنی کے سالانہ اجلاس عام جو مورخہ 25 اکتوبر 2022ء بروز منگل صبح 11:00 بجے بمقام کمپنی کے رجسٹرڈ آفس واقع نیٹ سول ٹیکنالوجیز لمیٹڈ نیٹ سول آئی ٹی ویلیج (سوفٹ ویئر ٹیکنالوجی پارک) لاہور رنگ روڈ، غازی روڈ انٹر چینج لاہور کینٹ اور بڈریج ویڈیولنک منعقد یا کسی ملتی شدہ اجلاس میں ووٹ ڈالے۔

دستخط کی جگہ \_\_\_\_\_ تاریخ \_\_\_\_\_ دن \_\_\_\_\_ 2022ء۔

گواہی نمبر

دستخط:

نام:

پتہ:

پچاس روپے کی  
رسیدی ٹکٹ

کمپیوٹرائزڈ قومی شناختی کارڈ

یا پاسپورٹ نمبر:

گواہی نمبر ۲

دستخط:

نام:

پتہ:

ممبر کے دستخط:

فوئیو نمبر:

اور یا پارٹنیشنٹ آئی۔ ڈی نمبر:

کمپیوٹرائزڈ قومی شناختی کارڈ

یا پاسپورٹ نمبر:

نوٹ:-

۱) پراکسی فارم ہر لحاظ سے مکمل اور موثر ہونی چاہئے اور اسے کمپنی کے رجسٹرڈ آفس واقع نیٹ سول ٹیکنالوجیز لمیٹڈ نیٹ سول آئی ٹی ویلیج (سوفٹ ویئر ٹیکنالوجی پارک) لاہور رنگ روڈ، غازی روڈ انٹر چینج لاہور کینٹ میں کم از کم اجلاس سے ۲۸ گھنٹے قبل جمع کرانا ہوگا۔

۲) پراکسی کمپنی کا ممبر ہوں۔ دستخط کمپنی کے ریکارڈ شدہ نمونہ سے تصدیق ہو۔

Second Fold

Affix Revenue  
Stamp

The Company Secretary

**NetSol Technologies Limited**

NetSol IT Village (Software Technology Park)  
Lahore Ring Road, Ghazi Road Interchange  
Lahore Cantt. 54792, Pakistan.

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