

NOTICE OF EXTRA ORDINARY GENERAL MEETING

Notice is hereby given that an Extra Ordinary General Meeting ("EOGM") of Secure Logistics – Trax Group Limited ("SLG-Trax" or the "Company") will be held at 3:00 pm, on November 4th, 2025 at 55-B, ISE Tower, Jinnah Avenue, Islamabad, including through Zoom/video conferencing facility, to transact the following business:

Zoom Link:

Join Zoom Meeting

<https://us02web.zoom.us/j/85831487873?pwd=uWYkZWJGRaGWLrgEuR0LAHm72iwZ81.1>

Meeting ID: 858 3148 7873

Passcode: 299353

Special Business

1. To consider and, if thought fit, amend the Articles of Association of the Company, to conform with the requirements of the applicable laws in respect of the further issue of shares pursuant to employees' stock options, and in that connection to pass the following resolutions, with or without modification, as special resolutions:

"RESOLVED THAT the amendments to the Articles of Association of Secure Logistics – Trax Group Limited (the "Company"), as proposed by the Board of Directors, and stipulated in the Statement of Material Facts attached hereto, be and are hereby approved along with any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfilment of all formalities / procedures required under the applicable laws."

"FURTHER RESOLVED THAT all necessary formalities and legal procedures be undertaken to effectuate the above resolution, for which purpose Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company be and are hereby severally authorized and empowered to act on behalf of the Company to implement the object and spirit of the above resolution to all intents and purposes including, but not limited, to signing, filing and submitting all necessary documents, fulfilling all regulatory requirements and carrying out all acts, deeds and things necessary for the same."

2. Subject to obtaining the approval of the members with respect to the proposed amendment to the Articles of Association of the Company (as detailed in Agenda Item 2), to consider and, if thought fit, pass, with or without modifications, the following resolutions, as special resolutions, to approve, authorize and enable the Company to create, offer, allot and issue shares of the Company under an employees' stock option scheme / arrangement, along with matters ancillary thereto:

"RESOLVED THAT pursuant to Section 83A of the Companies Act, 2017, read with Regulation 7 of the Companies (Further Issue of Shares) Regulations, 2020 ("Regulations"), all other enabling laws and the Articles of Association of Secure Logistics – Trax Group Limited (the "Company"), approval be and is hereby accorded to the Board of Directors of the Company to set-aside, reserve, offer, allot and issue ordinary shares of the Company, of up to 3% (three percent) of the issued and paid up share capital of the Company (as existing from time to time), to eligible employees from time to time (as stock options exercisable into ordinary shares), in

Registered Office

LogiServe Office, 10th Floor,
New State Life Tower, F7/4, Blue Area,
Islamabad
Ph: +92 (0) 51 8779224-5-6 (100)

Head Office:

Plot No 105, Sector 7-A, Mehran Town,
Korangli, Karachi.
Ph +92-21-38772222

accordance with the terms of an Employee Stock Option Scheme / Program (the "Scheme") to be approved by the Board of Directors.

FURTHER RESOLVED THAT the Company be and is hereby authorized to raise further capital from time to time and allot and issue such ordinary shares, without carrying out right offerings, in favour of the eligible employees who have exercised the options granted under the Scheme in accordance with the provisions thereof.

FURTHER RESOLVED THAT pursuant to the provisions of Regulation 7 of the Regulations, and in accordance with the terms of the Scheme, the grant of options to any employee of the subsidiary company(ies) of the Company, be and is hereby approved.

FURTHER RESOLVED THAT pursuant to the provisions of Regulation 7 of the Regulations, the grant of options equal to or exceeding 1 (one) percent of the issued and paid up capital of the Company at the time of grant of options, within one year, to any eligible employee, including an executive director of the Company, be and is hereby approved.

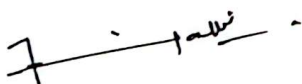
FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to make modifications to the Scheme, including in any ancillary documents thereto, as it may deem fit, from time to time in its absolute discretion in conformity with the provisions of the applicable laws, which modifications shall be deemed to be approved as part of these resolutions.

FURTHER RESOLVED THAT for the purposes aforesaid, Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company, be and are hereby, severally authorized to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions, as well as carry out any other act or step which may be ancillary and / or incidental to do the above and necessary to fully achieve the objects of the aforesaid resolutions, including, inter alia: (i) filing and pursuing applications, documents, submissions etc. and obtaining any approvals / consents; (ii) representing the Company before the relevant regulators (if required); (iii) appointing / engaging advisors and consultants; (iv) carrying out filings with the SECP or other regulatory bodies from time to time; and (v) delegating any of the above powers to any person(s) as may be deemed fit."

Any other matters

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

This instant notice is also being placed on the Company's website, published in English and Urdu newspaper, published on PUCARS (PSX) for all shareholders.



Company Secretary
Secure Logistics – Trax Group Limited

Notes:

1. The share transfer books of the Company will remain closed from October 29, 2025 to November 4, 2025 (both days inclusive). Transfers received in order at the office of the Company's share registrar, namely F.D. Registrar Services (Private) Limited, located at 17th Floor, Trade Centre, I. I. Chundrigar Road, Karachi, by the close of business on October 28, 2025 will be treated in time for the determination of entitlement of members to attend and vote at the EOGM.
2. A member of the Company entitled to attend, speak and vote at the EOGM may appoint another member as his / her proxy to attend, speak and vote in place of the member. Proxies, in order to be effective, must be received at the Company's registered office, situated at **10th Floor, New State Life Tower, Blue Area, Islamabad**, at least 48 hours before the time of holding the EOGM and no account shall be taken of any part of the day that is not a working day. A member shall not be entitled to appoint more than one proxy.
3. Any Individual Beneficial Owner of CDC, entitled to attend and vote at the EOGM, must bring his / her original Computerized National Identity Card (CNIC) to prove identity, and in case of proxy, a copy of the member's attested CNIC must be attached with the proxy form. Representatives of corporate members should bring the usual documents required for such purpose (and as detailed below).

CDC Account Holders will also be required to follow the under mentioned guidelines, as laid down in Circular 1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP):

For Attending the EOGM

- 3.1 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 identity by showing his / her original CNIC or original passport at the time of attending the EOGM.
- 3.2 Members registered on CDC are also requested to bring their particulars, I. D. Numbers and account numbers in CDS.
- 3.3 In case of a 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 EOGM.

For Appointing Proxies

- 3.4 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.
- 3.5 The proxy form shall be witnessed by the person whose name, address and CNIC number shall be mentioned on the form.
- 3.6 Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

- 3.7 The proxy shall produce his / her original CNIC or original passport at the time of the EOGM.
- 3.8 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 proxy form to the Company.

4. **Postal Ballot / E-Voting**

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018, read with Sections 143-144 of the Companies Act, 2017, and SRO 2192(1)/2022 dated December 5, 2022, members will be allowed to exercise their right to vote for the special business in accordance with the conditions mentioned therein. The following options are being provided to members for voting:

4.1 **E-Voting Procedure**

- (i) 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 October 28, 2025.
- (ii) The web address, login details and password will be communicated to members via email. The security codes will be communicated to members through SMS and email from web portal of the e-voting service provider.
- (iii) Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.
- (iv) E-voting lines will start from November 01, 2025 9:A.M. and shall close on November 3, 2025 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he / she shall not be allowed to change it subsequently.

4.2 **Postal Ballot**

- (i) Members may alternatively opt for voting through postal ballot. Ballot paper shall also be available for download from the website of the Company at www.slgtrax.com or members may use the same as annexed to this Notice and published in newspapers.
- (ii) Members shall ensure that duly filled and signed ballot paper, along with copy of CNIC/Passport should reach the Chairman of the meeting through post at **10th Floor, New State Life Tower, Blue Area, Islamabad**, Karachi OR through the registered email address of the member at investorrelation@slgtrax.com with subject of ' Postal Ballot for EOGM Dated November 4, 2025 before or on November 3, 2025 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC/Passport. A postal ballot received after this time / date shall not be considered for voting.
- (iii) Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman of the meeting shall be the deciding authority.

5. Provision of Information by Members

To comply with various statutory requirements, and to avoid any non-compliance of law or any inconvenience in future, all members are hereby advised to coordinate / update their records with their respective Participant / CDC Investor Account Services / the Company's Share Registrar in connection with the following:

- Submission of copies of their valid / updated CNIC / NTN Certificate / Zakat Declaration (Exemption) Form / Tax Exemption Certificate.
- Provision of relevant details including valid bank account details / IBAN in order to enable the Company to pay any unclaimed / future cash dividends, if any.
- In case of a joint account, provision of shareholding proportions between principal shareholder and joint holder(s).
- Convert their physical shares into scrip less form, which will also facilitate the members having physical shares in many ways, including safe custody, efficient trading and convenience in other corporate actions.
- Provision of mandatory registration details in terms of Section 119 of the Companies Act, 2017 and other applicable laws, including mobile number / landline number and email address (if available).
- Promptly notify any change in mailing address, email address and mobile number by writing to the office of the Company's Share Registrar.

6. No gifts will be distributed at the EOGM.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 PERTAINING TO THE SPECIAL BUSINESS

This statement sets out the material facts pertaining to the Special Business intended to be transacted at the Extraordinary General Meeting of Secure Logistics – Trax Group Limited (the “Company”) to be held on November 4th, 2025.

Agenda Item No. 2: Amendment to the Articles of Association of the Company

The Company is proposing to amend its Articles of Association to meet the requirements of the applicable laws, particularly Section 83A of the Companies Act, 2017 and Regulation 7 of the Companies (Further Issue of Shares) Regulations, 2020, to enable and provide for the further issue of share capital pursuant to employees’ stock options by inserting the following new Article in the Articles of Association of the Company):

“The Company may, under the authority of a special resolution, and in accordance with applicable laws, introduce, establish, and implement Employee Stock Options, and provide share option(s) to, and allot and issue shares in favour of, the employees, officers, and directors of the Company and / or its subsidiaries or group company, as may be determined by the Board of Directors from time to time.”

The proposed change to the Articles of Association requires the approval of the members of the Company in a general meeting by way of special resolution.

The Board has confirmed that the proposed alteration to the Articles of Association of the Company is in line with the applicable provisions of the law and the regulatory framework.

The Directors of the Company have no direct or indirect interest in the Special Business, except to the extent that a Director, who qualifies as an eligible employee, may (if deemed fit by the Compensation Committee) be granted options to subscribe to shares of the Company in accordance with the provisions of the employee stock option scheme.

Agenda Item No. 3: Approval and Authorization to create, offer, allot and issue shares of the Company under an employees’ stock option scheme / arrangement

The Board of Directors (“Board”) of the Company has proposed to reserve a certain percentage of further capital of the Company, not exceeding 3% (three percent) of the issued and paid up share capital of the Company from time to time, for its employees under an employee stock option scheme (“Scheme”) to be finalized and approved by the Board.

In terms of the Scheme, options may be granted to eligible employees to subscribe to ordinary shares of the Company, which (once exercised and subscribed) shall be allotted and issued by the Company in favour of such employees without offering such shares to the existing shareholders of the Company.

The same requires the approval of the members of the Company in a general meeting by way of special resolution.

Purpose of the Scheme

The purpose of the Scheme is, *inter alia*, to achieve the following:

- attract, retain, motivate and reward the employees of the Company, along with employees of its subsidiaries;
- reward the abilities and efforts of eligible employees, including for contributing towards the success and welfare of the Company, without resulting in cash outflow from the Company;
- align the interests of the employees with those of the Company and its shareholders, and strengthen their interest for the welfare of the Company and any subsidiary;
- enable an employee to utilize saving by subscribing to shares, and plan for post-retirement financial security; and
- encourage the employees to promote the business of the Company.

The salient features of the Proposed Scheme / arrangement are listed below:

- The Scheme shall be finalized and approved by the Board after approval from the members is obtained at the Extra Ordinary General Meeting, ensuring compliance with applicable laws.
- Pursuant to the Regulations, a Compensation Committee shall be constituted by the Board for administration and superintendence of the Scheme. Options to subscribe to shares of the Company may be granted at the discretion of the Compensation Committee, in accordance with the Scheme, to eligible employees.
- All full-time employees of the Company and its subsidiary company(ies), including the executive directors, chief executive, vice president level persons, managers, and any employees who are on the pay-roll of the Company or its subsidiary(ies), shall be eligible (i.e. eligible employees), subject to any additional conditions that may be included by the Board.
- The entitlement criteria will be laid down from time to time by the Compensation Committee based on factors as it may deem appropriate.
- The maximum number of shares of the Company that may be allocated and issued pursuant to the Scheme (the entitlement pool) shall not exceed 3% (three percent) of the issued and paid up share capital of the Company from time to time, which may be adjusted to account for any further issue of shares by the Company or any other re-organization of the Company's share capital.
- The Compensation Committee shall be empowered and authorized to upfront grant options, involving share option entitlements of up to an aggregate of 4,217,940 shares (from the entitlement pool), in favour of the executive director of the Company, and the chief executive officer of the Company, for facilitation, execution and attainment of the arrangement in terms of which Trax Online (Private) Limited became a wholly owned subsidiary of the Company.
- The vesting period shall be in accordance with the applicable laws (if any), subject to any exemptions that are available or which may be availed, in which case the Compensation Committee shall be empowered and authorized to reduce or waive the vesting period.
- Subject to the applicable laws, the standard exercise period shall be 6 (six) months from the expiry of the vesting period, other than in cases of termination, resignation, death, permanent incapacity, or early retirement, where different period may be prescribed under the Scheme.
- Upon the expiry of exercise period, an option which has not been exercised shall lapse.
- The issue price / exercise price of an option (i.e. per share) shall be determined by the Compensation Committee from time to time, with respect to each option being granted. The same may be at a discount to the market price of the shares (including through a formula) in order to incentivize the eligible employee and align their interests with that of the management and the shareholders; provided that under no circumstances shall the exercise price be less than the face value of the shares.
- The grant, exercise and subscription mechanism, including structure of the consideration shall be

stipulated in the Scheme.

- No option holder, or his / her nominees, legal heirs or permitted transferees, shall be permitted to sell, gift or otherwise dispose of any shares, subscribed pursuant the exercise of an option, for a period of 1 year commencing from the date of exercise of an option.

There is no direct or indirect interest of any Director of the Company in this special business agenda, except to the extent that a Director, who qualifies as an eligible employee, may (if deemed fit by the Compensation Committee) be granted options in accordance with the Scheme.

Secure Logistics –Trax Group Limited
FORM OF PROXY
EXTRA ORDINARY GENERAL MEETING

I/We, _____ of _____, holding Computerized National Identity Card (CNIC)/Passport No. _____ and being a member of Secure Logistics Trax Group Limited, hereby appoint _____ of _____, holding CNIC/Passport No. _____, or failing him/her hereby appoint _____ of _____, holding CNIC/Passport No. _____, as my/our proxy to vote for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on the November 04, 2025 and at any adjournment thereof.

As witness my/our hand/seal this _____ day of _____, 2025

WITNESSES:

1. Signature _____
Name _____
Address _____
CNIC No. _____

2. Signature _____
Name _____
Address _____
CNIC No. _____

Folio / CDC Account No. _____
To be signed by the shareholder

Revenue Stamp of Rs. 5/-

Notes:

1. This Proxy Form, duly completed and signed, must be received at the Registered Office of the Company, not less than 48 hours before the time of holding the meeting. A proxy must be a member of the Company.
2. The Proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
3. Attested copies of CNIC of the appointer and the proxy-holder shall be furnished with the Proxy Form.
4. The proxy-holder shall produce his/her original CNIC at the time of the meeting.
5. In case of corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted along with Proxy Form.

Secure Logistics –Trax Group Limited
Registered Office: 10th Floor, New State Life Tower, Blue Area, Islamabad

BALLOT PAPER FOR VOTING THROUGH POST

Ballot paper for voting through post to be held on November 04, 2025, at 03.00 noon at the registered office of the Company 10th Floor, New State Life Tower, Blue Area, Islamabad, as well as through video link.

Contact Details and email address of the Chairman at which the duly filled in ballot paper may be sent:
The Chairman, Secure Logistic – Tax Group Ltd.

Email address: _____

Name of shareholder/joint shareholders	
Registered Address	
Number of Ordinary Shares held	
Folio Number/CDC Account Number	
CNIC No./Passport No. (in case of foreigner) (copy to be attached)	
Additional Information and enclosures (in case of representative of body corporate, corporation and Federal Government.)	

Election of Directors: I/we hereby cast my/our votes in favor of following candidates as indicated below:

S. No.	Nature of Description of Special Resolution	No. of ordinary shares for which votes casted	I/We assent to the Special Resolution (FOR)	I/We assent to the Special Resolution (AGAINST)
1	Agenda no.1: Resolved that: <i>RESOLVED THAT the amendments to the Articles of Association of Secure Logistics – Trax Group Limited (the "Company"), as proposed by the Board of Directors, and stipulated in the Statement of Material Facts attached hereto, be and are hereby approved along with any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfilment of all formalities / procedures required under the applicable laws.</i> Further resolved that:- <i>all necessary formalities and legal procedures be undertaken to effectuate the above resolution, for which purpose Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company be and are hereby severally authorized and empowered to act on behalf of the Company to implement the object and spirit of the above</i>			

	<i>resolution to all intents and purposes including, but not limited, to signing, filing and submitting all necessary documents, fulfilling all regulatory requirements and carrying out all acts, deeds and things necessary for the same."</i>			
2.	RESOLVED THAT A) <i>pursuant to Section 83A of the Companies Act, 2017, read with Regulation 7 of the Companies (Further Issue of Shares) Regulations, 2020 ("Regulations"), all other enabling laws and the Articles of Association of Secure Logistics – Trax Group Limited (the "Company"), approval be and is hereby accorded to the Board of Directors of the Company to set-aside, reserve, offer, allot and issue ordinary shares of the Company, of up to 3% (three percent) of the issued and paid up share capital of the Company (as existing from time to time), to eligible employees from time to time (as stock options exercisable into ordinary shares), in accordance with the terms of an Employee Stock Option Scheme / Program (the "Scheme") to be approved by the Board of Directors.</i> B) <i>the Company be and is hereby authorized to raise further capital from time to time and allot and issue such ordinary shares, without carrying out right offerings, in favour of the eligible employees who have exercised the options granted under the Scheme in accordance with the provisions thereof.</i> C) <i>pursuant to the provisions of Regulation 7 of the Regulations, and in accordance with the terms of the Scheme, the grant of options to any employee of the subsidiary company(ies) of the Company, be and is hereby approved.</i> D) <i>pursuant to the provisions of Regulation 7 of the Regulations, the grant of options equal to or exceeding 1 (one) percent of the issued and paid up capital of the Company at the time of grant of options, within one year, to any eligible employee, including an executive director of the Company, be and is hereby approved.</i> E) <i>the Board of Directors be and is hereby authorized to make modifications to the Scheme, including in any ancillary documents thereto, as it may deem fit, from time to time in its absolute discretion in conformity with the provisions of the applicable laws, which modifications shall be deemed to be approved as part of these resolutions.</i>			

	F) for the purposes aforesaid, Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company, be and are hereby, severally authorized to do all acts, deeds and things, take any or all necessary actions to complete all legal formalities and file all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions, as well as carry out any other act or step which may be ancillary and / or incidental to do the above and necessary to fully achieve the objects of the aforesaid resolutions, including, inter alia: (i) filing and pursuing applications, documents, submissions etc. and obtaining any approvals / consents; (ii) representing the Company before the relevant regulators (if required); (iii) appointing / engaging advisors and consultants; (iv) carrying out filings with the SECP or other regulatory bodies from time to time; and (v) delegating any of the above powers to any person(s) as may be deemed fit."			
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Signature of shareholder(s)

Place:

Date:

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

1. Dully filled postal ballot should be sent to Chairman- Secure Logistics – Tax Group Ltd
2. Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before November 03, 2025 **during working hours**. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.
6. Ballot Paper has also been placed at the website of the Company www.slgrtrax.com Members may download the ballot paper from the website or use original/photocopy published in newspapers.

**Secure Logistics - Trax Group Limited****NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Notice is hereby given that an Extra Ordinary General Meeting ("EOGM") of Secure Logistics - Trax Group Limited ("BLG-Trax" or the "Company") will be held at 3:00 pm, on November 4th, 2025 at 55-B, ISE Tower, Jinnah Avenue, Islamabad, including through Zoom/Video conferencing facility, to transact the following business:

Zoom Link: <https://us02web.zoom.us/j/85831487873?pwd=UWYkZWJGRaWlRlU0RlAHM7ZwZlZ1.1>
Meeting ID: 858 3148 7873 **Passcode:** 299353

Special Business

1. To consider and, if thought fit, amend the Articles of Association of the Company, to conform with the requirements of the applicable laws in respect of the further issue of shares pursuant to employee stock options, and in that connection to pass the following resolution, as special resolutions, as amended:

"RESOLVED THAT the amendments to the Articles of Association of Secure Logistics - Trax Group Limited (the "Company"), as proposed by the Board of Directors, and stipulated in the Statement of Material Facts attached hereto, be and are hereby approved along with any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfillment of all formalities/procedures required under the applicable laws."

"FURTHER RESOLVED THAT all necessary formalities and legal procedures be undertaken to effectuate the above resolution, for which purpose Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company be and are hereby severally authorized and empowered to act on behalf of the Company to implement the object and spirit of the above resolution to all intents and purposes including, but not limited to, signing, filing and submitting all necessary documents, fulfilling all regulatory requirements and carrying out all acts, deeds and things necessary for the same."

2. Subject to obtaining the approval of the members with respect to the proposed amendment to the Articles of Association of the Company (as detailed in Agenda Item 2), to consider and, if thought fit, pass, with or without modifications, the following resolutions, as special resolutions, to approve, authorize and enable the Company to create, offer, allot and issue shares of the Company under an employee stock option scheme / arrangement, along with matters ancillary thereto:

"RESOLVED THAT pursuant to Section 83A of the Companies Act, 2017, read with Regulation 7 of the Companies (Further Issue of Shares) Regulations, 2020 ("Regulations"), all other enabling laws and the Articles of Association of Secure Logistics - Trax Group Limited (the "Company"), approval be and is hereby accorded to the Board of Directors of the Company to raise further capital from time to time and allot and issue such ordinary shares of the Company, of up to 3% (three percent) of the issued and paid up share capital of the Company (as existing from time to time), to eligible employees from time to time (as stock options exercisable into ordinary shares), in accordance with the terms of an Employee Stock Option Scheme / Program (the "Scheme") to be approved by the Board of Directors.

FURTHER RESOLVED THAT the Company be and is hereby authorized to raise further capital from time to time and allot and issue such ordinary shares, without carrying out right offerings, in favour of the eligible employees who have exercised the options granted under the Scheme in accordance with the provisions thereof.

FURTHER RESOLVED THAT pursuant to the provisions of Regulation 7 of the Regulations, and in accordance with the terms of the Scheme, the grant of options to any employee of the subsidiary company(ies) of the Company be and is hereby approved.

FURTHER RESOLVED THAT pursuant to the provisions of Regulation 7 of the Regulations, the grant of options equal to or exceeding 1 (one) percent of the issued and paid up capital of the Company at the time of grant of options, within one year, to any eligible employee, including an executive director of the Company, be and is hereby approved.

FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to make modifications to the Scheme, including in any ancillary documents thereto, as it may deem fit, from time to time in its absolute discretion in conformity with the provisions of the applicable laws, which modifications shall be deemed to be approved as part of these resolutions.

FURTHER RESOLVED THAT for the purposes aforesaid, Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company, be and are hereby, severally authorized to do all acts, deeds and things necessary and lawful to give effect to the above resolution, including, but not limited to, signing, filing and submitting all necessary documents, fulfilling all regulatory requirements and carrying out all acts, deeds and things necessary for the same, as may be deemed fit, from time to time in its absolute discretion in conformity with the provisions of the applicable laws, which modifications shall be deemed to be approved as part of these resolutions.

Any other matters

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

This instant notice is also being placed on the Company's website, published in English and Urdu newspaper, published on PUCARS (PSX) for all shareholders.

Company Secretary

Secure Logistics - Trax Group Limited

Notes:

1. The share transfer books of the Company will remain closed from October 29, 2025 to November 4, 2025 (both days inclusive). Transfers received in order at the office of the Company's share registrar, namely F.D. Registrar Services (Private) Limited, located at 17th Floor, Trade Centre, I.I. Chundrigar Road, Karachi, by the close of business on October 28, 2025 will be treated in time for the determination of entitlement of members to attend and vote at the EOGM.

2. A member of the Company who is entitled to attend, speak and vote at the EOGM may appoint another member as his/her proxy to attend, speak and vote in place of the member. Proxies, in order to be effective, must be received at the Company's registered office, situated at 10th Floor, New State Life Tower, Blue Area, Islamabad, at least 48 hours before the time of holding the EOGM and no account shall be taken of any part of the day that is not a working day. A member shall not be entitled to appoint more than one proxy.

3. Any Individual Beneficial Owner of CDC, entitled to attend and vote at the EOGM, must bring his/her original Computerized National Identity Card (CNIC) to prove identity, and in case of proxy, a copy of the member's attested CNIC must be attached with the proxy form. Representatives of corporate members should bring the usual documents required for such purpose (as detailed below).

CDC Account Holders will also be required to follow the under mentioned guidelines, as laid down in Circular 1 dated January 26, 2000, issued by the Securities and Exchange Commission of Pakistan (SECP):

For Attending the EOGM

3.1 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 identity by showing his/her original CNIC or original passport at the time of attending the EOGM.

3.2 Members registered on CDC are also requested to bring their particulars, I. D. Numbers and account numbers in CDCs.

3.3 In case of a 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 EOGM.

For Appointing Proxies

3.4 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.

3.5 The proxy form shall be witnessed by the person whose name, address and CNIC number shall be mentioned on the form.

3.6 Attested copies of CNIC or the passport of the beneficial owners and the proxy shall be furnished with the proxy form.

3.7 The proxy shall produce his/her original CNIC or original passport at the time of the EOGM.

3.8 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 proxy form to the Company.

4 Postal Ballot / E-Voting

Members are hereby notified that pursuant to the Companies (Postal Ballot) Regulations, 2018, read with Sections 143-144 of the Companies Act, 2017, and SRO 2152/1/2022 dated December 5, 2022, members will be allowed to exercise their right to vote for the special business in accordance with the conditions mentioned therein. The following options are being provided to members for voting:

4.1 E-Voting Procedure

(i) 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 October 28, 2025.

(ii) The web address, login details and password will be communicated to members via email. The security code will be communicated to members through SMS and email from web portal of the e-voting service provider.

(iii) Identity of the members intending to cast vote through e-voting shall be authenticated through electronic signature or authentication for login.

(iv) E-voting lines will start from November 01, 2025 9 A.M. and shall close on November 3, 2025 at 5:00 p.m. Members can cast their votes any time during this period. Once the vote on a resolution is cast by a member, he/she shall not be allowed to change it subsequently.

Postal Ballot

(i) Members may alternatively opt for voting through postal ballot. Ballot paper shall also be available for download from the website of the Company at www.slgrax.com or members may use the same as annexed to this Notice and published in newspapers.

(ii) Members shall ensure that duly filled and signed ballot paper, along with copy of CNIC/Passport should reach the Chairman of the meeting through post at 10th Floor, New State Life Tower, Blue Area, Islamabad, Karachi or through the registered email address of the member at investorrelation@slgrax.com with subject of Postal Ballot for EOGM dated November 4, 2025 before or on November 3, 2025 5:00 p.m. The signature on the ballot paper shall match with the signature on CNIC/Passport. A postal ballot received after this time/date shall not be considered for voting.

(iii) Please note that in case of any dispute in voting including the casting of more than one vote, the Chairman of the meeting shall be the deciding authority.

5 Provision of Information by Members

To comply with various statutory requirements, and to avoid any non-compliance of law or any inconvenience in future, all members are hereby advised to coordinate/update their records with their respective Participant / CDC Investor Account Services / the Company's Share Registrar in connection with the following:

- Submission of copies of their valid / updated CNIC / NTN Certificate / Zakat Declaration (Exemption) Form / Tax Exemption Certificate.
 - Provision of relevant details including valid bank account details / IBAN in order to enable the Company to pay any unclaimed / future cash dividends, if any.
 - In case of a joint account, provision of shareholding proportions between principal shareholder and joint holder(s).
 - Convert their physical shares into scrip less form, which will also facilitate the members having physical shares in many ways, including safe custody, efficient trading and convenience in other corporate actions.
 - Provision of mandatory registration details in terms of Section 119 of the Companies Act, 2017 and other applicable laws, including mobile number / landline number and email address (if available).
 - Promptly notify any change in mailing address, email address and mobile number by writing to the office of the Company's Share Registrar.
6. No gifts will be distributed at the EOGM.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017 PERTAINING TO THE SPECIAL BUSINESS

This statement sets out the material facts pertaining to the Special Business intended to be transacted at the Extraordinary General Meeting of Secure Logistics - Trax Group Limited (the "Company") to be held on November 4, 2025.

Agenda Item No. 2: Amendment to the Articles of Association of the Company

The Company is proposing to amend its Articles of Association to meet the requirements of the applicable laws, particularly Section 83A of the Companies Act, 2017 and Regulation 7 of the Companies (Further Issue of Shares) Regulations, 2020, to enable and provide for the further issue of share capital pursuant to employees' stock options by inserting the following Article in the Articles of Association of the Company:

"The Company may, under the authority of a special resolution, and in accordance with applicable laws, introduce, establish, and implement Employee Stock Options, and provide share option(s) to, and allot and issue shares in favour of, the employees, officers, and directors of the Company and/or its subsidiaries or group company, as may be determined by the Board of Directors from time to time."

The proposed change to the Articles of Association respects the rights of the Company in a general meeting by way of special resolution.

The Board has confirmed that the proposed alteration to the Articles of Association of the Company is in line with the applicable provisions of the law and the regulatory framework.

The Directors of the Company have no direct or indirect interest in the Special Business, except to the extent that a Director, who qualifies as an eligible employee, may (if deemed fit by the Compensation Committee) be granted options to subscribe to shares of the Company in accordance with the provisions of the employee stock option scheme.

Agenda Item No. 3: Approval and Authorization to create, offer, allot and issue shares of the Company under an employees' stock option scheme / arrangement

The Board of Directors ("Board") of the Company has proposed to reserve a certain percentage of further capital of the Company, not exceeding 3% (three percent) of the issued and paid up share capital of the Company from time to time, for its employees under an employee stock option scheme ("Scheme") to be finalized and approved by the Board.

In terms of the Scheme, options may be granted to eligible employees to subscribe to ordinary shares of the Company, which (once exercised and subscribed) shall be allotted and issued by the Company in favour of such employees without offering such shares to the existing shareholders of the Company.

The same requires the approval of the members of the Company in a general meeting by way of special resolution.

Purpose of the Scheme

The purpose of the Scheme is, inter alia, to achieve the following:

- attract, retain, motivate and reward the employees of the Company, along with employees of its subsidiaries;
 - reward the activities and efforts of eligible employees, including for contributing towards the success and welfare of the Company, without resulting in cash outflow from the Company;
 - align the interests of the employees with those of the Company and its shareholders, and strengthen their interest for the welfare of the Company and any subsidiary;
 - enable an employee to utilize savings by subscribing to shares, and plan for post-retirement financial security; and
 - encourage the employees to promote the business of the Company.
- The salient features of the Proposed Scheme / arrangement are listed below:
- The Scheme shall be finalized and approved by the Board after approval from the members is obtained at the Extra Ordinary General Meeting, ensuring compliance with applicable laws.
 - Pursuant to the Regulations, a Compensation Committee shall be constituted by the Board for administration and superintendence of the Scheme. Options to subscribe to shares of the Company may be granted at the discretion of the Compensation Committee, in accordance with the Scheme, to eligible employees.
 - All full-time employees of the Company and its subsidiaries (including the executive directors, chief executive, vice president level persons, managers, and any employees who are on the pay-roll of the Company or its subsidiary(ies), shall be eligible (i.e. eligible employees), subject to any additional conditions that may be included by the Board.
 - The entitlement criteria will be laid down from time to time by the Compensation Committee based on factors as it may deem appropriate.
 - The maximum number of shares of the Company that may be allocated and issued pursuant to the Scheme (the entitlement pool) shall not exceed 3% (three percent) of the issued and paid up share capital of the Company from time to time, which may be adjusted to account for any further issue of shares by the Company or any other re-organization of the Company.
 - The Compensation Committee shall be empowered and authorized to uphold grant options, involving share option entitlements of up to an aggregate of 4,217,940 shares (from the entitlement pool), in favour of the executive director of the Company, and the chief executive officer of the Company, for facilitation, execution and attainment of the arrangement in terms of which Trax Online (Private) Limited became a wholly owned subsidiary of the Company.
 - The vesting period shall be in accordance with the applicable laws (if any), subject to any exemptions that are available or which may be available, in which case the Compensation Committee shall be empowered and authorized to reduce or waive the vesting period.
 - Subject to the applicable laws, the standard exercise period shall be 6 (six) months from the expiry of the vesting period, other than in cases of termination, resignation, death, permanent incapacity, or early retirement, where different period may be prescribed under the Scheme.
 - Upon the expiry of exercise period, an option which has not been exercised shall lapse.
 - The issue price / exercise price of an option (i.e. per share) shall be determined by the Compensation Committee from time to time, with respect to each option being granted. The same may be at a discount to the market price of the shares (including through a formula) in order to incentivize the eligible employee and align their interests with that of the management and shareholders, provided that under no circumstances shall the exercise price be less than the face value of the shares.
 - The grant, exercise and subscription mechanism, including structure of the consideration shall be stipulated in the Scheme.
 - No option holder, or his/her nominees, legal heirs or permitted transferees, shall be permitted to sell, gift or otherwise dispose of any shares, subscribed pursuant to the exercise of an option, for a period of one year from the date of allotment of the shares to the option holder.

There is no direct or indirect interest of any Director of the Company in this special business agenda, except to the extent that a Director, who qualifies as an eligible employee, may (if deemed fit by the Compensation Committee) be granted options in accordance with the Scheme.

**Secure Logistics - Trax Group Limited****FORM OF PROXY****EXTRA ORDINARY GENERAL MEETING**

I/we _____ of _____ holding Computerized National Identity Card (CNIC)/Passport No. _____ and being a member of Secure Logistics - Trax Group Limited, hereby appoint _____ of _____ holding CNIC/Passport No. _____ or failing him/her hereby appoint _____ of _____ holding CNIC/Passport No. _____ as my/our proxy to vote for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company, to be held on the November 04, 2025 and at any adjournment thereof.

As witness my/our hand/seal this _____ day of _____ 2025

WITNESSES:

1. Signature _____

Name _____

Address _____

CNIC No. _____

2. Signature _____

Name _____

Address _____

CNIC No. _____

Folio/CDC Account No. _____

To be signed by the shareholder _____

Revenue Stamp of Rs. 5/-

Notes:

1. This Proxy Form, duly completed and signed, must be received at the Registered Office of the Company, not less than 48 hours before the time of holding the meeting. A proxy must be a member of the Company.

2. The Proxy Form shall be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.

3. Attested copies of CNIC of the appointer and the proxy-holder shall be furnished with the Proxy Form.

4. The proxy-holder shall produce his/her original CNIC at the time of the meeting.

5. In case of corporate entity, the Board of Directors' resolution / Power of Attorney with specimen signature shall be submitted along with Proxy Form.

**Secure Logistics - Trax Group Limited**

Registered Office: 55-B, ISE Tower, Jinnah Avenue, Islamabad

BALLOT PAPER FOR VOTING THROUGH POST

Ballot paper for voting through post to be held on November 04, 2025, at 03.00 noon at the registered office of the Company 55-B, ISE Tower, Jinnah Avenue, Islamabad, as well as through video link:

Contact Details and email address of the Chairman at which the duly filled in ballot paper may be sent: The Chairman, Secure Logistics - Trax Group Ltd.

Email address:

Name of shareholder / Joint shareholder(s) / Proxy Holder(s)	
Registered Address:	
Folio Number / CDC Account Number	
CNIC / Passport No. (in case of foreigner) (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government)	

Election of Directors: I/we hereby cast my/our votes in favor of following candidates as indicated below:

Sr. No.	Nature and Description of Special resolutions	No. of ordinary shares for which votes cast	I/we assent to the Resolutions (FOR)	I/we dissent to the Resolutions (AGAINST)
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1. Agenda item no. A

Resolved that: **RESOLVED THAT** the amendments to the Articles of Association of Secure Logistics - Trax Group Limited (the "Company"), as proposed by the Board of Directors, and stipulated in the Statement of Material Facts attached hereto, be and are hereby approved along with any modifications as may be required by the Securities and Exchange Commission of Pakistan and the fulfillment of all formalities / procedures required under the applicable laws."

Further resolved that:- all necessary formalities and legal procedures be undertaken to effectuate the above resolution, for which purpose Mr. Gulraiz Afzal Khan, Chief Executive Officer of the Company be and are hereby severally authorized and empowered to act on behalf of the Company to implement the object and spirit of the above resolution to all intents and purposes including, but not limited to, signing, filing and submitting all necessary documents, fulfilling all regulatory requirements and carrying out all acts, deeds and things necessary for the same."

RESOLVED THAT

A) pursuant to Section 83A of the Companies Act, 2017, read with Regulation 7 of the Companies (Further Issue of Shares) Regulations, 2020 ("Regulations"), all other enabling laws and the Articles of Association of Secure Logistics - Trax Group Limited (the "Company"), approval be and is hereby accorded to the Board of Directors of the Company to set-aside, reserve, offer, allot and issue ordinary shares of the Company, of up to 3% (three percent) of the issued and paid up share capital of the Company (as existing from time to time), to eligible employees from time to time (as stock options exercisable into ordinary shares), in accordance with the terms of an Employee Stock Option Scheme / Program (the "Scheme") to be approved by the Board of Directors.

B) the Company be and is hereby authorized to raise further capital from time to time and allot and issue such ordinary shares, without carrying out right offerings, in favour of the eligible employees who have exercised the options granted under the Scheme in accordance with the provisions thereof.

C) pursuant to the provisions of Regulation 7 of the Regulations, and in accordance with the terms of the Scheme, the grant of options to any employee of the subsidiary company(ies) of the Company, be and is hereby approved.

D) pursuant to the provisions of Regulation 7 of the Regulations, the grant of options equal to or exceeding 1 (one) percent of the issued and paid up share capital of the Company at the time of grant of options, within one year, to any eligible employee, including an executive director of the Company, be and is hereby approved.

E) the Board of Directors be and is hereby authorized to make modifications to the Scheme, including in any ancillary documents thereto, as it may deem fit, from time to time in its absolute discretion in conformity with the provisions of the applicable laws, which modifications shall be deemed to be approved as part of these resolutions.

F) for the purposes aforesaid, Mr. Gulraiz Afzal Khan,

Chief Executive Officer of the Company, be and are hereby, severally authorized to do all acts, deeds and things necessary and lawful to give effect to the above resolution, including, but not limited to, signing, filing and submitting all necessary documents as may be necessary or incidental for the purpose of implementing the aforesaid resolutions, as well as carry out any other act or step which may be ancillary and/or incidental to do the above and necessary to fully achieve the objects of the aforesaid resolutions, including, but not limited to, signing, filing and submitting all necessary documents, fulfilling all regulatory requirements and carrying out all acts, deeds and things necessary for the same, as may be deemed fit, from time to time in its absolute discretion in conformity with the provisions of the applicable laws, which modifications shall be deemed to be approved as part of these resolutions.

Signature of shareholder(s) _____ Place: _____ Date: _____

NOTES/PROCEDURE FOR SUBMISSION OF BALLOT PAPER:

- Duly filled in postal ballot should be sent to Chairman, Secure Logistics - Trax Group Ltd.
- Copy of CNIC/Passport (in case of foreigner) should be enclosed with the postal ballot form.
- Postal ballot forms should reach chairman of the meeting on or before November 03, 2025 during working hours. Any postal ballot received after this date, will not be considered for voting.
- Signature on postal ballot should match with signature on CNIC/Passport (in case of foreigner).
- Complete, unsigned, incomplete, defaced, torn, mutilated, over worn ballot paper will be rejected.
- Ballot Paper has also been placed at the website of the Company www.slgrax.com Members may download the ballot paper from the website or use original/photocopy published in newspapers.

