



Synthetic Products Enterprises Limited.

127-S,Q.I.E, Township, Kotlakhpat Lahore-Pakistan.

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PROCEDURE FOR ELECTRONIC VOTING FACILITY AND VOTING THROUGH POSTAL BALLOT ON SPECIAL BUSINESS

This is in continuation of EOGM Notice published on Friday, March 03, 2023.

The members are hereby notified that pursuant to Companies (Postal Ballot) Regulations, 2018 amended through Notification dated December 05, 2022, issued by the Securities and Exchange Commission of Pakistan ("SECP"), wherein, SECP has directed all the listed companies to provide the right to vote through electronic voting facility and voting by post to the members on all businesses classified as special business.

Accordingly, members of Synthetic Products Enterprises Limited (the "Company") will be allowed to exercise their right to vote through electronic voting facility and voting by post for the special business in its forthcoming Extraordinary General Meeting to be held on Friday, March 24, 2023, at 11.00 AM, in accordance with the requirements and subject to the conditions contained in the aforesaid Regulations.

For the convenience of the Members, ballot paper is annexed to this notice and the same is also available on the Company's website at www.spelgroup.com for download.

Lahore
March 17, 2023


Khalil Ahmad Hashmi, FCA
Company Secretary

Procedure 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 within due course.
- The web address, login details, will be communicated to members via email. The security codes will be communicated to members through SMS from web portal of CDC Share Registrar Services Limited (being the e-voting service provider).
- Identity of the Members intending to cast vote through e-Voting shall be authenticated through electronic signature or authentication for login.
- E-Voting lines will start from March 21, 2023, 09:00 a.m. and shall close on March 23, 2023 at 5:00 p.m. Members can cast their votes any time in this period. Once the vote on a resolution is cast by a Member, he / she shall not be allowed to change it subsequently.

Procedure for Voting Through Postal Ballot:

- The members shall ensure that duly filled and signed ballot paper along with copy of Computerized National Identity Card (CNIC) should reach the Chairman of the meeting through post on the Company's registered address, 127-S, Quid-e-Azam Industrial Estate Kot Lakhpat Lahore, or email at corporate@spelgroup.com one day before the Extraordinary General Meeting on March 24, 2023, during working hours. The signature on the ballot paper shall match with the signature on CNIC.



ISO 9001:2015 & 14001:2015
Certified Company



FSSC 22000 & HALAL
Certified Company



Synthetic Products Enterprises Limited

BALLOT PAPER

for voting through post for the Special Business at the Extraordinary General Meeting to be held on Friday, March 24, 2023, at 11:00 a.m. at Jinnah Auditorium, Lahore Chamber of Commerce & Industry Lahore
Phone: +92-42-111-005-005 Website: www.spelgroup.com.

| | |
|--|--|
| Folio / CDS Account Number | |
| Name of Shareholder / Proxy Holder | |
| Registered Address | |
| Number of shares Held | |
| 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) | |
| Name of Authorized Signatory | |
| CNIC/Passport No. (in case of foreigner) of Authorized Signatory (copy to be attached) | |

Resolution For Agenda Item No. 1

To consider and, if thought fit, pass with or without modification, addition(s) or deletion(s), the following resolutions as special resolutions, recommended by the Board of Directors of the Company:

Resolved that, subject to compliance with the provision of all applicable laws, regulations and permission(s) required, if any, the approval of the members of Synthetic Products Enterprises Limited (the "Company") be and is hereby accorded under Section 88 of the Companies Act, 2017 read with the Listed Companies (Buy-Back of Shares) Regulations, 2019, to purchase/buy-back upto a maximum of 9,986,801 constituting 5% of the issued and paid up ordinary shares of the face value of Rs.5/- (Rupees Five) each of the Company at the spot / current share price prevailing during the purchase period.

Resolved further that the ordinary shares purchased pursuant to these resolutions be held as Treasury Shares in accordance with the requirements of law.

Resolved further that the purchase/buy-back by the Company of its issued ordinary shares shall be made through the Securities Exchange (Pakistan Stock Exchange Limited) by utilizing the distributable profits of the Company and the purchase period shall be from 31 March 2023 to 20 September 2023 (both days inclusive) or if the purchase/buy-back process is completed on an earlier date then the purchase period shall end on that earlier date.

Resolved further that the Company Secretary (hereinafter the 'Authorized Person') be and is hereby authorized and empowered to take all such necessary, ancillary and incidental steps and to do or cause to be done all such acts, deeds and things that may be required for the purpose of giving effect to these resolutions and for the purpose of implementing, procuring of shares and completing the purchase/buy-back by the Company of its issued ordinary shares.

Resolved further that the Authorized Person be and is hereby further authorized and empowered to take or cause to be taken all actions including but not limited to obtaining any requisite regulatory permissions, engaging legal counsel, consultants and auditors for the purposes of the purchase/buy-back of shares, filing of all the requisite statutory forms, returns and all other documents as may be required to be filed with regulator(s), submitting all such documents as may be required, executing all such documents or instruments including any amendments or substitutions to any of the foregoing as may be required or necessary in respect of implementing, procuring of shares and completing the purchase/buy-back by the Company of its issued ordinary shares and all other matters incidental or ancillary thereto.

Resolved further that all acts, deeds and actions taken by the Authorized Person pursuant to this special resolution of the shareholders for and on behalf of and in the name of the Company shall be binding acts, deeds and things done by the Company.

Resolved further that the aforesaid resolutions shall be subject to any amendment(s), modification(s), addition(s) or deletion(s) as may be suggested, directed and advised by the Securities and Exchange Commission of Pakistan and Pakistan Stock Exchange Limited which suggestion, direction and advice shall be deemed to be part of these resolutions.

Instructions For Poll

1. Please indicate your vote by ticking (✓) the relevant box.
2. In case if both the boxes are marked as (✓), you poll shall be treated as "**Rejected**".

I/we hereby exercise my/our vote in respect of the above resolution through ballot by conveying my/our assent or dissent to the resolution by placing tick (✓) mark in the appropriate box below;

| Resolution | I/We assent to the Resolution (FOR) | I/We dissent to the Resolution (AGAINST) |
|---|-------------------------------------|--|
| Agenda Item 1: Purchase/buy-back by the Company of its issued ordinary shares and all other matters incidental or ancillary thereto. | | |

NOTES:

1. Dully filled ballot paper should be sent to the Chairman of Synthetic Products Enterprises Limited at 127-S, QIE, Kot Lakhpat Lahore or e-mail at **corporate@spelgroup.com**
2. Copy of CNIC/ Passport (in case of foreigner) should be enclosed with the postal ballot form.
3. Ballot paper should reach the Chairman within business hours by or before **Thursday, March 23, 2023**. Any postal Ballot received after this date, will not be considered for voting.
4. Signature on ballot paper should match with signature on CNIC/ Passport. (in case of foreigner).
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written poll paper will be rejected.
6. In case of a representative of a body corporate, corporation or Federal Government, the Ballot Paper Form must be accompanied by a copy of the CNIC of an authorized person, an attested copy of Board Resolution, / Power of Attorney, / Authorization Letter etc., in accordance with Section(s) 138 or 139 of the Companies Act, 2017 as applicable. In the case of foreign body corporate etc., all documents must be attested by the Counsel General of Pakistan having jurisdiction over the member.
7. Ballot Paper form has also been placed on the website of the Company at: **www.spelgroup.com**. Members may download the Ballot paper from the website or use an original/photocopy published in newspapers.

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