

Postal Ballot Paper

Postal Ballot Paper for Special Business Items to be transacted at the Annual General Meeting ("AGM") of TPL Corp Limited ("Company") to be held on Monday, October 23rd, 2023 at 12:00 PM. at PSX Auditorium, Stock Exchange Building, Exchange Road, Karachi.

This is in accordance with regulation 8(2) of the Companies (Postal Ballot) Regulations, 2018. Members have the option to cast their votes using the ballot paper, a copy of which is also accessible on the Company's website. The duly filled in ballot paper should reach the chairman of the meeting through email at chairman@tplcorp.com or through post to 20 Floor, Sky Tower-East Wing, Dolmen City, HC-3, Block 4, Abdul Sattar Edhi Avenue, Clifton, Karachi, no later than one day prior to the AGM, during working hours.

Name of shareholder/joint shareholders	
Registered Address	
Number of shares held and folio number	
CNIC Number (copy to be attached)	
Additional Information and enclosures (In case of representative of body corporate, corporation and Federal Government.)	

I/we hereby exercise my/our vote in respect of the following resolution through postal ballot by conveying my/our assent or dissent to the following resolution by placing tick (?) mark in the appropriate box below (delete as appropriate):

Sr. No.	Nature and Description of resolution	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	<p>To consider and if thought fit, to pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017 to authorize the Company for equity investment of up to Rs. 350 Million and an advance of up to Rs. 150 Million to the subsidiary company, TPL Life Insurance Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for equity investment of up to Rs. 350 Million and of an advance of up to Rs. 150 Million to the subsidiary company, TPL Life Insurance Limited.</p>			
2	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance of up to Rs.500 Million to the holding company, TPL Holdings (Private) Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance of up to Rs.500 Million to the holding company i.e. TPL Holdings (Private) Limited.</p>			

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3	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance of up to Rs 500 Million to the Subsidiary company, TPL Trakker Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance of up to Rs.500 Million to TPL Trakker Limited.</p>			
4	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of advances and/or equity investment of up to Rs 250 Million in the subsidiary company, TPL E-Ventures (Private) Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance and/or equity investment of up to Rs. 250 Million in TPL E-Ventures (Private) Limited.</p>			
5	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize and/or equity investment the Company for the renewal of an advances and/or equity investment up to Rs. 150 Million to the subsidiary, TPL Security Services (Private) Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for advance and/or equity investment of up to Rs.150 Million to TPL Security Services (Private) Limited.</p>			
6	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance of up to Rs.50 Million to the subsidiary company, TPL Tech Pakistan (Private) Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance of up to Rs. 50 Million in TPL Tech Pakistan (Private) Limited.</p>			

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7	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance of up to Rs.50 Million to the associated company, TPL REIT Management Company Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance of up to Rs. 50 Million to TPL REIT Management Company Limited.</p>			
8	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance up to Rs. 200 Million to the subsidiary company, TPL Insurance Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of advance up to Rs. 200 Million to TPL Insurance Limited.</p>			
9	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance up to Rs.200 Million to the subsidiary company, TPL Properties Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance up to Rs.200 Million to TPL Properties Limited.</p>			
10	<p>To consider and, if thought fit, pass with or without modification, special resolution in terms of Section 199 of the Companies Act 2017, to authorize the Company for the renewal of an advance of up to Rs.100 Million to the associated company, TPL Logistics (Private) Limited.</p> <p>RESOLVED THAT pursuant to Section 199 of the Companies Act 2017, the Company be and is hereby authorized for the renewal of an advance of up to Rs. 100 Million to TPL Logistics (Private) Limited.</p>			

Sr. No.	Nature and Description of resolution	No. of ordinary shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
11	<p>To consider and if thought fit, to pass the following resolution in pursuance of S.R.O. 389 (I)/2023 dated March 21, 2023 issued by the Securities and Exchange Commission of Pakistan ("the SECP"), to authorize the Company to circulate the annual audited financial statements to its members through QR enabled code and weblink.</p> <p>RESOLVED THAT pursuant to S.R.O. 389 (I)/2023 of the SECP, the Company be and is hereby authorized to circulate the annual report, including the annual audited financial statements, auditor's report, Directors' report, Chairman's review report and other reports contained therein, to its members through QR enabled code and weblink, and that the practice of circulation of the annual report through CD/USB be discontinued.</p>			

Signature of shareholder(s)

Place: _____

Date: _____

Notes:

1. Dully filled postal ballot should be sent to chairman at chairman@tplcorp.com or through post to Mr. Jameel Yusuf, TPL Corp Limited, 20 Floor, Sky Tower-East Wing, Dolmen City, HC-3, Block Abdul Sattar Edhi Avenue, Clifton, Karachi.
2. Copy of CNIC should be enclosed with the postal ballot form.
3. Postal ballot forms should reach chairman of the meeting on or before October 22, 2023. Any postal ballot received after this date, will not be considered for voting.
4. Signature on postal ballot should match with signature on CNIC.
5. Incomplete, unsigned, incorrect, defaced, torn, mutilated, over written ballot paper will be rejected.