



LOADS LIMITED

NOTICE OF 40TH ANNUAL GENERAL MEETING OF LOADS LIMITED

Notice is hereby given that the 40th Annual General Meeting of Loads Limited will be held on Wednesday, October 28, 2020 at 11:30 a.m. at the registered office of the company; however, due to the current situation caused by the COVID-19 pandemic, shareholders shall be entitled to attend the meeting through video link facility managed from the Company's head office at Plot No.23, Sector 19, Korangi Industrial Area, Karachi, to transact the following business:

Ordinary Business

- To confirm minutes of the Extraordinary General Meeting of Loads Limited held on January 23, 2020.
- To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2020, together with the Directors' and Auditors' Reports thereon.
- To appoint external auditors of the company for the year ending June 30, 2021 and to fix their remuneration. The retiring auditors, M/s. KPMG Taseer Hadi & Co., Chartered Accountants, being eligible, have offered themselves for re-appointment.
- Any other business with the permission of the Chair.

Special Business

- To consider to pass the following resolutions:

- "RESOLVED THAT the transaction carried out in the normal course of business with associated companies during the year ended June 30, 2020 be and are ratified and approved."**
- "RESOLVED THAT the Chief Executive of the Company be and is hereby authorised to approve all the transactions carried out and to be carried out in normal course of business with associated companies during the ensuing year ending June 30, 2021 and in this connection the Chief Executive be and is hereby also authorised to take any and all necessary actions, sign/execute any and all such documents/indebtures as may be required in this regard on behalf of the Company."**

- To consider and if thought fit, pass the following Special Resolution under Section 199 of the Companies Act, 2017, with or without modifications(s), addition(s) or deletion(s).
RESOLVED THAT approval of the shareholders of Loads Limited (the Company) be and is hereby accorded in terms of Section 199 of the Companies Act, 2017, Regulation No. 5(7) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations 2017 and subject to the compliance with all statutory and legal requirements, for investment up to PKR 3,550,000,000/- (Rupees Three billion and five hundred & fifty million only) in the following manner, being subsidiaries undertakings, in the form of capital expenditures, working capital loan, starting from the date of approval by Shareholders:

Name of Subsidiary	Loan	Corporate Guarantees	Total Investment in Associated Companies
Hi-Tech Alloy Wheels Limited (HAWL)	1,000,000,000	2,000,000,000	3,000,000,000
Specialized Autoparts Industries (Private) Limited (SAIL)	350,000,000	-	350,000,000
Multiple Autoparts Industries (Private) Limited (MAIL)	150,000,000	-	150,000,000
Specialized Motorcycles (Private) Limited (SMPL)	50,000,000	-	50,000,000

FURTHER RESOLVED THAT approval of the shareholders of Loads Limited (the Company) be and is hereby accorded in terms of Section 199 of the Companies Act, 2017, Regulation No. 5(7) of Companies (Investment in Associated Companies or Associated Undertakings) Regulations 2017 and subject to the compliance with all statutory and legal requirements, to give corporate guarantee(s) and/or to earmark its un-fundled financial facilities for opening of letter of credits and guarantees to the banks/financial institutions on behalf of its subsidiaries.

FURTHER RESOLVED THAT the said resolution shall be valid for two years starting from the date of approval by shareholders and the Chief Executive and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby singly empowered and authorized to undertake the decision of said investment as and when required, and take all steps and actions necessary, incidental and ancillary including execution of any and all documents and agreements as may be required in this regard and to do all acts, matters, deeds and things as may be necessary or expedient for the purpose of implementing the aforesaid resolution.

By Order of the Board



Babar Saleem
Company Secretary

October 7, 2020

Karachi

Notes:

Participation of Shareholders through Online Facility

- In pursuance of SECP's Circular No. 5 dated March 17, 2020, and Circular No. 10 dated April 1, 2020, respectively pertaining to Regulatory Relief to dilute impact of Corona Virus (COVID-19) for Corporate Sector, the shareholders shall be entitled to attend the proceedings of the AGM through online means using a video link facility, webinar or other electronic means for the safety and well-being of the valued shareholders and the general public.

- Shareholders interested in attending the AGM through electronic means, are requested to register themselves by submitting their following particulars at the Company's designated email address co.asec@loads-group.com before the close of business hours on 24 October 2020. The link to the webinar will be sent to the shareholders on the email addresses provided in the below table:

Shareholder's Name	CNIC No.	Folio/CDS No.	Mobile No.	Email Address

- Shareholders can also provide their comments / suggestions on co.asec@loads-group.com for the agenda items proposed to be conducted at the AGM in the same manner as it is being discussed in the AGM, and later shall be made part of the minutes of the meeting.
- The purpose of the aforesaid arrangements is to ensure maximum participation of the shareholders in the AGM through an online facility. Shareholders are also requested to consolidate their attendance through proxies, so that the quorum requirement may also be fulfilled.

Closure of Share Transfer Books

- The Share Transfer Books of the Company shall remain closed from October 22, 2020 to October 28, 2020 (both days inclusive). Transfers in the form of physical transfers / CDS Transaction IDs received in order at the Company's Share Registrar, Messrs CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Shalra-e-Faisal, Karachi, by close of business on October 21, 2020 will be treated in time to attend and vote at the meeting and for the purpose of the above entitlement to the transferees.

Participation in the Meeting

- Only those persons, whose names appear in the register of members of the Company as on October 21, 2020, are entitled to attend, participate in, and vote at the Annual General Meeting.
- A member of the Company entitled to attend and vote at the Annual General Meeting may appoint another person as his / her proxy to attend and vote instead of him / her. Proxies in order to be effective must be received at the registered office of the Company not less than 48 hours before the time of the Meeting and must be duly stamped, signed and witnessed. A form of proxy is attached herewith in the Annual Report.

Circulation / Transmission of Annual Financial Statements in Electronic Form

- The Company's annual financial statements for the year ended June 30, 2020 is also being circulated to the shareholders through CD/DVD in compliance of section 223(6) of the Companies Act, 2017. The annual financial statements has also been uploaded on the Company's website and is readily accessible to the shareholders (<http://www.loads-group.pk/>).

Notice to Members Who Have Not Provided CNIC

- SECP vide Notification S.R.O. 19(1)/2014 dated 10th January 2014 read with Notification S.R.O 831(1)/2012 dated 5th July 2012 require that the dividend warrant(s) should bear CNIC number of the registered member or the authorized person, except in case of minor(s) and corporate members. Accordingly, in case of non-receipt of the copy of a valid CNIC, the Company would be unable to comply with the directives of SECP and therefore will be constrained under SECP order dated July 13, 2015 to withhold the dispatch of dividend warrants of such shareholders. The shareholders while sending CNIC must quote their respective folio number and name of the Company.

Change of Address

- Members are requested to immediately notify the Company's Share Registrar, Messrs CDC Share Registrar Services Limited of any change in their registered address.

Submission of valid CNIC (Mandatory):

- As per SECP directives the dividend of shareholders whose valid CNICs, are not available with the Share Registrar could be withheld. All shareholders having physical shareholding are therefore advised to submit a photocopy of their valid CNICs immediately, if already not provided, to the Share Registrar, CDC Share Registrar Services Limited, CDC House, 99-B, Block 'B', Sindhi Muslim Cooperative Housing Society (S.M.C.H.S.), Main Shalra-e-Faisal, Karachi - 74400 without any further delay.

Unclaimed Dividend / Shares:

- As per the provisions of section 244 of the Companies Act, 2017, any shares issued or dividend declared by the Company which have remained unclaimed/unpaid for a period of three years from the date on which it was due and payable, are required to be deposited with Securities and Exchange Commission of Pakistan for the credit of Federal Government after issuance of notices to the Shareholders to file their claim. Shareholders are requested to ensure that their claims for unclaimed dividend and shares are lodged promptly. In case, no claim is lodged, the Company shall proceed to deposit the unclaimed/unpaid amount and shares with the Federal Government pursuant to the provision of Section 244(2) of Companies Act, 2017, as prescribed.

Guidelines for CDC Account Holders

- CDC account holders are required to comply with the following guidelines as laid down in Circular No. 1 of 2000 dated 26th January 2000 issued by SECP:

A. For Attending the Meeting

- 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 CDC regulations, shall authenticate his / her identity by showing his / her original Computerized National Identity Card (CNIC) or original passport at the time of attending the meeting; and
- In case of corporate entities, 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

- In case of individuals, the account holder or sub-account holder and/or the person whose securities are in group account their registration details are uploaded as per the CDC regulations, shall submit the proxy form as per the above requirement;
- The proxy form shall be witnessed by two (2) persons whose names, addresses, and CNIC numbers shall be mentioned on the form;
- Attested copies of CNIC or the passport of beneficial owners and the proxy shall be furnished with the proxy form;
- The proxy shall produce his / her original CNIC or original passport at the time of the meeting; and
- In case of corporate entities, 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 (unless it has been provided earlier) along with the proxy form to the Company.

STATEMENT UNDER SECTION 134(3) OF THE COMPANIES ACT, 2017

This statement sets out the material facts concerning the special business to be transacted at the Annual General Meeting of the Company to be held on October 28, 2020.

1) Agenda Item No. 5

Sa) of the Notice - Transactions carried out with associated companies during the year ended June 30, 2020 to be passed as an Ordinary Resolution
The transactions carried out in normal course of business with associated companies (Related parties) were being approved by the Board as recommended by the Audit Committee on quarterly basis pursuant to clause 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019.

During the Board meeting it was pointed out by the Directors that as the majority of Company Directors were interested in this/these transaction(s) due to their common directorship and holding of shares in the associated companies, the quorum of directors could not be formed for approval of this/these transaction(s) which has/have to be approved by the shareholders in the General Meeting.

In view of the above, the transactions conducted during the financial year ended June 30, 2020 with associated company as shown in relevant notes of the Audited Financial Statements are being placed before the shareholders for their consideration and approval/ratification.

The Directors are interested in the resolution to the extent of their common directorships and their shareholding in the associated companies.

Sb) of the Notice - Authorization to the Chief Executive for the transactions carried out with associated companies during the year ended June 30, 2020 to be passed as an Ordinary Resolution
The Company would be conducting transactions with associated companies in normal course of business. The majority of majority of Company Directors were interested in this/these transaction(s) due to their common directorship and holding of shares in the associated companies. Therefore, such transactions with associated companies have to be approved by the shareholders.

In order to comply with the provisions of clause 15 of the Listed Companies (Code of Corporate Governance) Regulations, 2019, the shareholders may authorize the Chief Executive to approve transactions carried out and to be carried out in normal course of business with associated companies during the ensuing year ending June 30, 2021.

The Directors are interested in the resolutions to the extent of their common directorships and shareholding in the associated companies and privileges attached thereto only.

2) Agenda Item No. 6

To consider and if thought fit, pass the following Special Resolution under Section 199 of the Companies Act, 2017, with or without modification(s), addition(s) or deletion(s).
The information required to be annexed to the Notice by the Companies (Investment in Associated Companies or Associated Undertakings) Regulations 2017 (Notification No. SRO 1240(I)/2017 dated December 6, 2017) is set out below:-

A. Hi-Tech Alloy Wheels Limited

S. No	Requirement	Information Required
i.	Name of the associated company or associated undertaking	Hi-Tech Alloy Wheels Limited
ii.	Basis of relationship	An associated undertaking due to Common directorships.
iii.	Earnings (Loss) per Share for last three years	2018: Earning per Share 1.60 2019: Loss per Share (0.43) 2020: (Loss) per Share (2.58)
iv.	Break-up value per share	Rs. 7.70
v.	Financial position as per Financial Statement for the year ended 30 June 2020.	Rupees Balance Sheet: Assets Property, plant and equipment 4,146,893,090 Long term investments 226,897,845 Advances, deposits & prepayments 433,114,423 Taxation 6,168,465 Cash and cash equivalents 56,051,103 Equity Issued, subscribed and paid-up capital 1,315,450,000 Accumulated losses / Unappropriated loss (302,432,001) Non-Current Liabilities Long term loan 1,318,462,132 Deferred grant 116,095 Deferred tax liabilities - net 12,988,832 Current Liabilities Current portion of long term loans 2,935,765 Current portion of deferred grant 215,085 Due to related parties 2,321,455,348 Accrued mark-up on loans 84,711,765 Other payables 116,962,282
vi.	Investment in relation to a project of associated undertaking.	Not Applicable
vii.	Maximum amount of investment to be made	To provide loan, advances, corporate guarantee(s) as and when required by the HAWL in the following manner: - Loan and advances up to a maximum of Rs. 1,000,000,000-(Rupees One Billion only) - Corporate Guarantee(s) up to a maximum of Rs. 2,000,000,000-(Rupees Two Billion only)
viii.	Purpose, benefits and period of investment.	Purpose - To support the working capital requirements of the associated company. Benefits - The management of the Company believes that it will contribute towards increase in profitability which will ultimately translate to higher returns. Period - Seven Years Investment will be made from internally generated funds and bank borrowings. Markup is higher than our financing cost. Part passu and ranking charge over current & fixed assets of the company, as collateral security. Margin- 25% The rate of interest charged to HAWL is higher than the borrowing cost of the company; therefore, it would have a positive impact on company's net profit.
ix.	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds: Justification for investment through borrowings: Detail of collateral, guarantees and assets pledge for obtaining such funds: Cost benefit analysis	A loan agreement dated October 5, 2020 entered by the Company for meeting working capital and other requirements of HAWL. The amount, borrowing cost and tenure has been mentioned herein. The rate of interest charged to HAWL is higher than the borrowing cost of the company; therefore, it would have a positive impact on company's net profit.
x.	Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment.	A loan agreement dated October 5, 2020 entered by the Company for meeting working capital and other requirements of HAWL. The amount, borrowing cost and tenure has been mentioned herein.
xi.	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration.	Directors of the Company have no interest in the investee company except in their capacity as sponsor / director / shareholder of associated company.
xii.	Investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information / justification for any impairment or write offs.	Loads Limited had granted a loan of Rs. 1,040 million to HAWL in order to meet its working capital and other requirements. HAWL imported a running alloy wheel manufacturing plant from ROH Automotive and will be the first major alloy wheels manufacturer in Pakistan to predominantly cater to the OEM market and intends to supply to the local auto manufacturers and also meet the large demand in the spare parts market.
xiii.	Any other important detail necessary for the members to understand the transactions.	None
xiv.	Category-wise amount of investment.	Category wise of investment is loan, advances, corporate guarantee(s) as and when required by the HAWL in the following manner:- - Loan and advances up to a maximum of Rs. 1,000,000,000-(Rupees One Billion only) - Corporate Guarantee(s) up to a maximum of 2,000,000,000-(Rupees Two Billion only)
xv.	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah Compliant products and rate of return for unfunded facilities, as the case may be, for relevant period.	IMONTH KIBOR = 1.25%
xvi.	Rate of interest, mark up, fees or commission etc. to be charged by investing company.	IMONTH KIBOR + 1.5%
xvii.	Particulars of collateral or security to be obtained in relation to the proposed investment.	None
xviii.	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable and	Not Applicable
xix.	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	As per the loan agreement entered by the Company with HAWL.

B. Specialized Autoparts Industries (Private) Limited

S. No	Requirement	Information Required
i.	Name of the associated company or associated undertaking	Specialized Autoparts Industries (Private) Limited ("SAIL")
ii.	Basis of relationship	An associated undertaking due to Common directorships.
iii.	Earning (Loss) per Share for last three years	2018: Earning per Share 2.72 2019: Earning per Share 2.82 2020: Earning per Share (0.87)
iv.	Break-up value per share	PKR 17.88
v.	Financial position as per Financial Statement for the year ended 30 June 2020.	Rupees Balance Sheet: Non-Current Assets Property, plant and equipment 145,932,817 Investment associate 150,000,000 Current Assets Stores & spares 6,273,280 Loan and advances 12,100,909 Deposits, prepayments & other receivables 2,558,518 Due from related parties 680,587,043 Investments 5,818,401 Taxation - net 30,970,697 Cash and bank balances 2,745,454 Equity Issued, subscribed and paid-up capital 325,000,000 Unappropriated profit 256,235,930 Non-Current Liabilities Deferred tax liability 12,857,271 Deferred tax liability - net 7,353,095 Deferred grant 789,834 Non-Current Liabilities Short-term borrowings 1,786,660 Current portion of long term loan 6,747,690 Current portion of deferred grant 1,440,572 Trade and other payables 38,071,175 Due to related parties 35,612,698 Accrued mark-up 93,094
vi.	Investment in relation to a project of associated undertaking.	Not Applicable
vii.	Maximum amount of investment to be made	To provide loan and advances up to a maximum of Rs.350,000,000/- (Rupees Three Hundred and Fifty Million Only) as and when required by the SAIL.
viii.	Purpose, benefits and period of investment.	Purpose - To support the working capital requirements of the associated company. Benefits - The management of the Company believes that it will contribute towards increase in profitability which will ultimately translate to higher returns. Period - Seven Years Investment will be made from internally generated funds and bank borrowings. Markup is higher than our financing cost. Part passu and ranking charge over current & fixed assets of the company, as collateral security. Margin- 25% The rate of interest charged to SAIL is higher than the borrowing cost of the company; therefore, it would have a positive impact on company's net profit.
x.	Salient features of the agreement(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment.	A loan agreement dated October 5, 2020 entered by the Company for meeting working capital and other requirements of SAIL. The amount, borrowing cost and tenure has been mentioned herein.
xi.	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration.	Directors of the Company have no interest in the investee company except in their capacity as sponsor/director/shareholder of associated company.
xii.	Investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information / justification for any impairment or write offs.	Loads Limited had granted a loan of Rs. 246.3 million to SAIL in order to meet its working capital and other requirements.
xiii.	Any other important detail necessary for the members to understand the transactions.	None
xiv.	Category-wise amount of investment.	Category wise of investment is loan and advances of Rs.350,000,000/- (Rupees Three Hundred and Fifty Million Only) as and when required by the SAIL.
xv.	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah Compliant products and rate of return for unfunded facilities, as the case may be, for relevant period.	IMONTH KIBOR = 1.25%
xvi.	Rate of interest, mark up, fees or commission etc. to be charged by investing company.	IMONTH KIBOR + 1.5%
xvii.	Particulars of collateral or security to be obtained in relation to the proposed investment.	None
xviii.	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable; and	Not Applicable
xix.	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	As per the loan agreement entered by the Company with SAIL.

C. Multiple Autoparts Industries (Private) Limited		
S. No	Requirement	Information Required
i.	Name of the associated company or associated undertaking	Multiple Autoparts Industries (Private) Limited ("MAIL")
ii.	Basis of relationship	An associated undertaking due to Common directorships.
iii.	Earning (Loss) per Share for last three years	2018: Earning per Share 4.45 2019: Earning per Share 0.03 2020: Earning per Share (0.30)
iv.	Break-up value per share	PKR 18.86
v.	Financial position as per Financial Statement for the year ended 30 June 2020.	<p style="text-align: right;">Rupees</p> <p>Balance Sheet:</p> <p>Non-Current Assets</p> <p>Property, plant and equipment 54,628,506</p> <p>Investment in associated company 50,000,000</p> <p>Current Assets</p> <p>Stores and spares 3,782,614</p> <p>Loans and advances 2,321,303</p> <p>Deposits, prepayments & other receivables 2,429,036</p> <p>Due from related parties 237,571,238</p> <p>Investments 2,631,673</p> <p>Taxation net 16,704,531</p> <p>Cash and bank balances 3,278,877</p> <p>Equity</p> <p>Issued, subscribed and paid-up capital 125,000,000</p> <p>Unappropriated profit 110,732,538</p> <p>Non-Current Liabilities</p> <p>Long term loan 3,271,465</p> <p>Deferred tax liability - net 7,198,722</p> <p>Deferred grant 200,972</p> <p>Current Liabilities</p> <p>Current portion of long term loan 1,716,910</p> <p>Current portion of deferred grant 366,552</p> <p>Trade and other payables 12,885,881</p> <p>Due to related parties 111,951,050</p> <p>Accrued mark-up 23,688</p>
vi.	Investment in relation to a project of associated undertaking.	Not Applicable
vii.	Maximum amount of investment to be made	To provide loan and advances up to a maximum of Rs.150,000,000/- (Rupees One Hundred and Fifty Million Only) as and when required by the MAIL.
viii.	Purpose, benefits and period of investment.	<p>Purpose - To support the working capital requirements of the associated company.</p> <p>Benefits - The management of the Company believes that it will contribute towards increase in profitability which will ultimately translate to higher returns.</p> <p>Period - Seven Years</p>
ix.	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds: Justification for investment through borrowings: Detail of collateral, guarantees and assets pledge for obtaining such funds: Cost benefit analysis	<p>Investment will made from internally generated funds and bank borrowings.</p> <p>Markup is higher than our financing cost.</p> <p>Pari passu and ranking charge over current & fixed assets of the company, as collateral security. Margin :25%</p> <p>The rate of interest charged to MAIL is higher than the borrowing cost of the company; therefore, it would have a positive impact on company's net profit.</p>
x.	Salient features of the agreements(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment.	A loan agreement dated October 5, 2020 entered by the Company for meeting working capital and other requirements of MAIL. The amount, borrowing cost and tenure has been mentioned herein.
xi.	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration.	Directors of the Company have no interest in the investee company except in their capacity as sponsor/director/shareholder of associated company.
xii.	Investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information / justification for any impairment or write offs.	Loads Limited had granted a loan of Rs. 80.6 million to MAIL in order to meet its working capital and other requirements.
xiii.	Any other important detail necessary for the members to understand the transactions.	None
xiv.	Category-wise amount of investment.	Category wise of investment is loan and advances of Rs.150,000,000/- (Rupees One Hundred and Fifty Million Only) as and when required by the MAIL.
xv.	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah Compliant products and rate of return for unfunded facilities, as the case may be, for relevant period;	1MONTH KIBOR + 1.25%
xvi.	Rate of interest, mark up, fees or commission etc. to be charged by investing company;	1MONTH KIBOR + 1.5%
xvii.	Particulars of collateral or security to be obtained in relation to the proposed investment;	None
xviii.	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable; and	Not Applicable
xix.	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	As per the loan agreement entered by the Company with MAIL.

D. Specialized Motorcycles (Private) Limited		
i.	Name of the associated company or associated undertaking	Specialized Motorcycles (Private) Limited ("SMPL")
ii.	Basis of relationship	An associated undertaking due to Common directorships.
iii.	Earning (Loss) per Share for last three years	2018: Earning per Share 0.34 2019: Earning per Share 0.57 2020: Earning per Share 0.93
iv.	Break-up value per share	PKR 10.49
v.	Financial position as per Financial Statement for the year ended 30 June 2020.	<p style="text-align: right;">Rupees</p> <p>Balance Sheet:</p> <p>Assets</p> <p>Due from related party 84,939,017</p> <p>Taxation - Net 112,819</p> <p>Cash balances 1,195,314</p> <p>Equity</p> <p>Issued, subscribed and paid-up capital 75,000,000</p> <p>Accumulated profit / losses 3,698,527</p> <p>Liabilities</p> <p>Due to related party 6,607,213</p> <p>Other payables 941,410</p>
vi.	Investment in relation to a project of associated undertaking.	Not Applicable
vii.	Maximum amount of investment to be made	To provide loan and advances up to a maximum of Rs.50,000,000/- (Rupees Fifty Million Only) as and when required by the SMPL.
viii.	Purpose, benefits and period of investment.	<p>Purpose - To support the other requirements of the associated company.</p> <p>Benefits - The management of the Company believes that it will contribute towards increase in profitability which will ultimately translate to higher returns.</p> <p>Period - Seven Years</p>
ix.	Sources of funds to be utilized for investment and where the investment is intended to be made using borrowed funds: Justification for investment through borrowings: Detail of collateral, guarantees and assets pledge for obtaining such funds: Cost benefit analysis	<p>Investment will made from internally generated funds and bank borrowings.</p> <p>Markup is higher than our financing cost.</p> <p>Pari passu and ranking charge over current & fixed assets of the company, as collateral security. Margin :25%</p> <p>The rate of interest charged to SMPL is higher than the borrowing cost of the company; therefore, it would have a positive impact on company's net profit.</p>
x.	Salient features of the agreements(s), if any, entered into with its associated company or associated undertaking with regards to the proposed investment.	A loan agreement dated October 5, 2020 entered by the Company for meeting working capital and other requirements of SMPL. The amount, borrowing cost and tenure has been mentioned herein.
xi.	Direct or indirect interest of directors, sponsors, majority shareholders and their relatives, if any, in the associated company or associated undertaking or the transaction under consideration.	Directors of the Company have no interest in the investee company except in their capacity as sponsor/director/shareholder of associated company.
xii.	Investment in associated company or associated undertaking has already been made, the performance review of such investment including complete information / justification for any impairment or write offs.	Loads Limited had granted a loan of Rs. 2.7 million to SMPL in order to meet its working capital and other requirements.
xiii.	Any other important detail necessary for the members to understand the transactions.	None
xiv.	Category-wise amount of investment.	Category wise of investment is loan and advances of Rs.50,000,000/- (Rupees Fifty Million Only) as and when required by the SMPL.
xv.	Average borrowing cost of the investing company, the Karachi Inter Bank Offered Rate (KIBOR) for the relevant period, rate of return for Shariah Compliant products and rate of return for unfunded facilities, as the case may be, for relevant period;	1MONTH KIBOR + 1.25%
xvi.	Rate of interest, mark up, fees or commission etc. to be charged by investing company;	1MONTH KIBOR + 1.5%
xvii.	Particulars of collateral or security to be obtained in relation to the proposed investment;	None
xviii.	If the investment carries conversion feature i.e. it is convertible into securities, this fact along with terms and conditions including conversion formula, circumstances in which the conversion may take place and the time when the conversion may be exercisable; and	Not Applicable
xix.	Repayment schedule and terms and conditions of loans or advances to be given to the associated company or associated undertaking.	As per the loan agreement entered by the Company with SMPL.

xix	قرضہ کی واپسی کا جدول اور قرضہ یا ادھار کی شرائط و ضوابط جو ملحقہ کمپنی یا ملحقہ ادارے کے ساتھ طے پائے ہوں
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C- ملٹی پلی آؤ پارٹس انٹرنرینز (پرائیویٹ) لمیٹڈ	
نمبر	مطلوبات
شار	درکار معلومات
i	ملحقہ کمپنی یا ادارے کا نام
ii	تعلق کی بنیاد
iii	منافع (خسارہ) فی حصص گزشتہ تین سالوں کا
iv	فی حصص مالیت کا بریک اپ
v	اختتمہ 30 جون 2020 کے مالیاتی گوشواروں کے مطابق مالیاتی پوزیشن
	میزانہ چاندھا ٹاٹے
	پرائیٹی، پلانٹ اینڈ ایکویٹمنٹ ملحقہ کمپنی میں سرمایہ کاری اسٹور اینڈ اسپیرز رواں اثاثے خام مال اور فاضل پرزے قرضے اور ادھار جمع شدہ قومات، بینکنگ ادائیگیاں اور دیگر واجب الوصولیاں
	ملحقہ پارٹیوں سے واجب الوصولیاں سرمایہ کاریاں ٹیکس-خالص نقد اور بینکیوں میں قومات
	ایکویٹی جاری کردہ، خرید شدہ اور اداد شدہ سرمایہ غیر مصرف شدہ منافع
	چاند واجبات موخر شدہ ٹیکس واجبات موخر شدہ ٹیکس واجبات-خالص موخر شدہ گرانٹ
	رواں واجبات طویل مدتی قرضے کاررواں حصہ موخر شدہ گرانٹ کاررواں حصہ تیار دتی و دیگر واجبات ملحقہ پارٹیوں کے واجبات بینکنگ مارک اپ
vi	ملحقہ ادارے کے کسی پروجیکٹ میں سرمایہ کاری
vii	سرمایہ کاری کی زیادہ سے زیادہ رقم
viii	سرمایہ کاری کے مقاصد فوائد اور مدت
ix	سرمایہ کاری کے فنڈ کے وسائل اور قرضے کی رقم کے طور پر سرمایہ کاری کو استعمال کیا جائے گا: شرح سود ہماری مالیاتی لاگت سے زیادہ ہے کمپنی کے درواں اور چاندھا ٹاٹوں پر مساوی مالیت اور رینٹلنگ چارج بطور بار ضمانت: مارچن: 25 فیصد شرح سود جو MAIL سے لیا جائے گا وہ کمپنی کی قرضہ جاتی لاگت کی شرح سے بلند ہوگی، لہذا اس سے کمپنی کے خالص منافع پر مثبت اثرات مرتب ہونگے

x	معادہ (معاهدوں) اگر کوئی ہوں تو ان کے نمایاں خدو خال جو کہ ملحقہ کمپنی یا ملحقہ ادارے کے ساتھ مجوزہ سرمایہ کاری کی بابت طے پائے ہوں
xi	ڈائریکٹروں، سرپرستوں، بڑے حصص یافتگان اور ان کے رشتہ داروں کے اگر کوئی بالواسطہ یا بلاواسطہ مفادات ملحقہ ادارے یا ملحقہ کمپنی یا زیر غور سود سے وابستہ ہیں
xii	قبل ازیں ملحقہ کمپنی یا ملحقہ ادارے میں کی گئی سرمایہ کاری، اس سرمایہ کاری کی کارکردگی کا جائزہ بشمول مکمل معلومات/ جواز برائے نقصان یا حذف
xiii	مزید کوئی دیگر اہم معلومات جو کہ ممران کو سودے کو سمجھنے کے لئے درکار ہوں
xiv	سرمایہ کاری کی رقم - درجہ وار
xv	سرمایہ لگانے والی کمپنی کی اوسط قرضہ جاتی لاگت، متعلقہ مدت کے دوران کراچی انٹر بینک آفرڈ ریٹ (KIBOR)، شریعت کے مطابق مصنوعات کی شرح منفعت اور بلا سرمایہ سہولیات پر شرح منفعت جو بھی صورت ہو، متعلقہ مدت کے دوران
xvi	شرح سود، مارک اپ، فیس یا کمیشن وغیرہ جو کہ سرمایہ لگانے والی کمپنی عائد کرے گی
xvii	مجوزہ سرمایہ کاری کی بابت ضمانت یا بار ضمانت کے کوائف
xviii	اگر سرمایہ کاری میں مبادلہ کے خدو خال ہوں یعنی یہ حصص میں منتقل ہو جائے، تو پھر اس کی شرائط و ضوابط، بشمول مبادلہ کا فارمولا، حالات جن کے تحت مبادلہ ہوگا اور وقت جب مبادلہ قابل عمل ہوگا
xix	کمپنی کے MAIL کے ساتھ طے پائے جانے والے قرضہ جاتی معاہدے کے مطابق قرضہ کی واپسی کا جدول اور قرضہ یا ادھار کی شرائط و ضوابط جو ملحقہ کمپنی یا ملحقہ ادارے کے ساتھ طے پائے ہوں

D- ایچٹلا نرڈ موٹر سائیکلز (پرائیویٹ) لمیٹڈ	
نمبر	مطلوبات
شار	درکار معلومات
i	ملحقہ کمپنی یا ادارے کا نام
ii	تعلق کی بنیاد
iii	منافع (خسارہ) فی حصص گزشتہ تین سالوں کا
iv	فی حصص مالیت کا بریک اپ
v	اختتمہ 30 جون 2020 کے مالیاتی گوشواروں کے مطابق مالیاتی پوزیشن
	میزانہ ملحقہ پارٹیوں سے قابل وصول ٹیکس-خالص نقد قومات
	ایکویٹی جاری کردہ، خرید شدہ اور اداد شدہ سرمایہ جمع شدہ فائدہ خسارہ
	واجبات ملحقہ پارٹیوں کے واجبات دیگر واجبات

vi	ملحقہ ادارے کے کسی پروجیکٹ میں سرمایہ کاری
vii	سرمایہ کاری کی زیادہ سے زیادہ رقم
viii	سرمایہ کاری کے مقاصد فوائد اور مدت
ix	سرمایہ کاری کے فنڈ کے وسائل اور قرضے کی رقم کے طور پر سرمایہ کاری کو استعمال کیا جائے گا: شرح سود ہماری مالیاتی لاگت سے زیادہ ہے کمپنی کے درواں اور چاندھا ٹاٹوں پر مساوی مالیت اور رینٹلنگ چارج بطور بار ضمانت: مارچن: 25 فیصد شرح سود جو SMPL سے لیا جائے گا وہ کمپنی کی قرضہ جاتی لاگت کی شرح سے بلند ہوگی، لہذا اس سے کمپنی کے خالص منافع پر مثبت اثرات مرتب ہونگے
x	معادہ (معاهدوں) اگر کوئی ہوں تو ان کے نمایاں خدو خال جو کہ ملحقہ کمپنی یا ملحقہ ادارے کے ساتھ مجوزہ سرمایہ کاری کی بابت طے پائے ہوں
xi	ڈائریکٹروں، سرپرستوں، بڑے حصص یافتگان اور ان کے رشتہ داروں کے اگر کوئی بالواسطہ یا بلاواسطہ مفادات ملحقہ ادارے یا ملحقہ کمپنی یا زیر غور سود سے وابستہ ہیں
xii	قبل ازیں ملحقہ کمپنی یا ملحقہ ادارے میں کی گئی سرمایہ کاری، اس سرمایہ کاری کی کارکردگی کا جائزہ بشمول مکمل معلومات/ جواز برائے نقصان یا حذف
xiii	مزید کوئی دیگر اہم معلومات جو کہ ممران کو سودے کو سمجھنے کے لئے درکار ہوں
xiv	سرمایہ کاری کی رقم - درجہ وار
xv	سرمایہ لگانے والی کمپنی کی اوسط قرضہ جاتی لاگت، متعلقہ مدت کے دوران کراچی انٹر بینک آفرڈ ریٹ (KIBOR)، شریعت کے مطابق مصنوعات کی شرح منفعت اور بلا سرمایہ سہولیات پر شرح منفعت جو بھی صورت ہو، متعلقہ مدت کے دوران
xvi	شرح سود، مارک اپ، فیس یا کمیشن وغیرہ جو کہ سرمایہ لگانے والی کمپنی عائد کرے گی
xvii	مجوزہ سرمایہ کاری کی بابت ضمانت یا بار ضمانت کے کوائف
xviii	اگر سرمایہ کاری میں مبادلہ کے خدو خال ہوں یعنی یہ حصص میں منتقل ہو جائے، تو پھر اس کی شرائط و ضوابط، بشمول مبادلہ کا فارمولا، حالات جن کے تحت مبادلہ ہوگا اور وقت جب مبادلہ قابل عمل ہوگا
xix	کمپنی کے SMPL کے ساتھ طے پائے جانے والے قرضہ جاتی معاہدے کے مطابق قرضہ کی واپسی کا جدول اور قرضہ یا ادھار کی شرائط و ضوابط جو ملحقہ کمپنی یا ملحقہ ادارے کے ساتھ طے پائے ہوں