

# LOADS LIMITED

## NOTICE OF 42nd ANNUAL GENERAL MEETING OF LOADS LIMITED

Notice is hereby given that the 42nd Annual General Meeting ("AGM") of Loads Limited will be held on Friday, October 28, 2022 at 11:30 a.m. at Plot No.23, Sector 19, Korangi Industrial Area, Karachi and also through video link facility. The AGM is being held to transact the following business:

### Ordinary Business

- To confirm minutes of the Annual General Meeting of Loads Limited held on November 26, 2021.
- To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2022, together with the Directors' and Auditors' Reports thereon.
- To appoint external auditors of the company for the year ending June 30, 2023 and to fix their remuneration. M/S Yousaf Adil & Co Chartered Accountants, being eligible, have offered themselves for appointment.

### 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, 2022 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, 2023 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/indebentures as may be required in this regard on behalf of the Company."**
- To transact any other business with the permission of Chair.

October 7, 2022

Karachi

Notes:

### Closure of Share Transfer Books

- The Share Transfer Books of the Company shall remain closed from October 21, 2022 to October 28, 2022 (both days inclusive). Transfers in the form of physical transfers / CDS Transaction IDs received in order at the Company's Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Shakra-e-Faisal, Karachi, by close of business on October 20, 2022 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 Annual General Meeting electronically and appointing proxies

- Only those persons, whose names appear in the register of members of the Company as on October 20, 2022 are entitled to attend, participate in, and vote at the Annual General Meeting. The Annual General Meeting is being conducted as per guidelines circulated by SECP vide its circular No. 4 of 2021 dated February 15, 2021.
- The shareholders who wish to attend the Annual General Meeting are requested to get themselves registered by sending their particulars at the designated email address [co.secy@loads-group.com](mailto:co.secy@loads-group.com), giving particulars as per below table by the close of business hours (5:00 p.m.) on October 26, 2022:

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

- The webinar link would be provided to the registered shareholders/proxyholders who have provided all the requested information. The shareholders are also encouraged to send their comments/suggestion related to the agenda items of the AGM on the above-mentioned email address by the close of business hours (5:00 p.m.) on October 26, 2022.

- The login facility will open at 11:00 a.m. enabling the participants to join the proceedings which will start at 11:30 a.m. sharp.
- A member entitled to attend and vote at the above meeting may appoint a proxy to attend and vote on their behalf. No person shall act as a proxy (except for a corporation) unless he is entitled to be present and vote in their own right. For appointing proxies, the scanned/hard copy of the proxy form appearing below duly executed and witnessed, along with the relevant supporting documents and the e-mail address of the proxy must be sent to the Company Secretary at [co.secy@loads-group.com](mailto:co.secy@loads-group.com) at least 48 hours before the time of the Meeting.
- The proxy form should be witnessed by two persons whose names, addresses and CNIC numbers shall be mentioned on the form.
- Where possible, attested copies of the CNIC or the identification pages of the passport of the beneficial owners and the proxy should be attached with the e-mailed Proxy Form.
- In case of corporate entity, the Board of Directors' resolution/Power of Attorney with specimen signature should be submitted along with Proxy Form to the Company.
- Shareholders holding shares in physical form are requested to notify the change of their addresses (if any) and provide the copy of their CNIC to Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Shakra-e-Faisal, Karachi.

### Circulation/Transmission of Annual Financial Statements in Electronic Form

- The Company's annual financial statements for the year ended June 30, 2022 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 have 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.

### Unpaid/Unclaimed Dividend and 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.

### Deposit of Physical Shares into CDC Account:

- The SECP through its letter No. CSD/ED/Misc/2016-639-640 dated March 26, 2021 has advised listed companies to adhere to provisions of Section 72 of the Companies Act, 2017 by replacing physical shares issued by them into book entry form.
- The shareholders of Loads Limited having physical folios / share certificates are requested to convert their shares from physical form into book-entry form as soon as possible. The shareholders may contact their Broker, CDC Participant or CDC Investor Account Service Provider for assistance in opening a CDS Account and subsequent conversion of the physical shares into book-entry form. It would facilitate the shareholders in many ways including safe custody of shares, avoidance of formalities required for the issuance of duplicate shares, etc. For further information and assistance, the shareholders may contact our Share Registrar, M/s. CDC Share Registrar Services Limited, CDC House, 99-B, Block-B, S.M.C.H.S., Shakra-e-Faisal, Karachi.

### Request for Video Conference Facility

- In terms of SECP's Circular No. 10 of 2014 dated May 21, 2014 read with the provisions contained under section 134(1)(b) of the Act, if the Company receives request / demand from members holding in aggregate 10% or more shareholding residing at a geographical location, to participate in the meeting through video conference at least 10 days prior to the date of meeting, the Company will arrange video conference facility in that city, subject to availability of such facility in that city.
- In this regard, please fill the following form and submit to the Company at its registered address 10 days before holding of the AGM. After receiving the request / demand of members having 10% or more shareholding in aggregate, the Company will intimate members regarding venue of video conference facility at least five (5) days before the date of AGM along with complete information necessary to enable them to access such facility.

I / We / Messrs. \_\_\_\_\_ of \_\_\_\_\_ being Member(s) of Loads Limited, holder of \_\_\_\_\_ ordinary share(s) as per Folio # \_\_\_\_\_ and / or CDC Participant ID & Sub-Account No. \_\_\_\_\_ hereby, opt for video conference facility at \_\_\_\_\_ city.

Signature of the Member(s)  
(please affix company stamp  
in case of corporate entity)

### Change of Address

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

### 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, 2022.

#### 1) Agenda Item No. 4

##### 4(a) of the Notice - Transactions carried out with associated companies during the year ended June 30, 2022 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, 2022 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.

##### 4(b) of the Notice - Authorization to the Chief Executive for the transactions carried out with associated companies during the year ended June 30, 2022 to be passed as an Ordinary Resolution

The Company shall be conducting transactions with its related parties during the year ending June 30, 2023 on arm's length basis as per the approved policy with respect to "transactions with related parties" in the normal course of business. The majority Directors are interested in these transaction(s) due to their common directorship in the associated companies.

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/related parties during the ensuing year ending June 30, 2023.

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

# لوڈز لمیٹڈ

## 42 ویں سالانہ جنرل میٹنگ آف لوڈز لمیٹڈ کا نوٹس

نوٹس اس طرح دیا گیا ہے کہ لوڈز لمیٹڈ کی 42 ویں سالانہ جنرل میٹنگ جمعہ 28 اکتوبر، 2022 کو صبح 11:30 بجے کھلی کے رجسٹرڈ آفس میں پلاٹ نمبر 23، سیکٹر 19، گورگی، اسلام آباد، کراچی، ڈی این ٹیک کی سہولت کے ساتھ مندرجہ ذیل کے روزوار کے دن کے لیے ہے۔

- 26 اکتوبر 2022 کو ہونے والی لوڈز لمیٹڈ کی غیر معمولی جنرل میٹنگ کے منشن کی تصدیق کرنا۔
- 30 جنوری 2022 کو کھٹے ہونے والے سال کے لیے 15 اڈیٹریٹرز کو اجازت دینا اور 11 اڈیٹریٹرز کے ساتھ کھٹے کے آف شہدہ مالی بیانات پر غور کرنا اور ان کی تصدیق کرنا۔
- 30 جنوری 2022 کو کھٹے ہونے والے سال کے لیے کھٹے کے لیے جرنل کے لیے 15 اڈیٹریٹرز کی تقرری اور ان کا معاوضہ طے کرنا۔ 15 اڈیٹریٹرز کے لیے جرنل کے لیے جیسٹ جرنل کا پیشگی، جارحانہ ڈیٹا شیٹس اور ہونے کی وجہ سے جو کہ تقرری کے لیے پیش کریں گے۔

### خصوصی کارروایاں

- 42 ویں سالانہ جنرل میٹنگ اور ان کی منظوری کے لیے غور کرنا؛
- اس بات کو یقین دلانا کہ 30 جنوری 2022 کو کھٹے ہونے والے سال کے دوران ایسے متعلقین کے ساتھ کارروایاں منظور کی جائیں گی جن کی تصدیق اور منظوری دی جائے۔
- اس بات کو یقین دلانا کہ 30 جنوری 2022 کو کھٹے ہونے والے سال کے دوران ایسے متعلقین کے ساتھ کارروایاں منظور کی جائیں گی جن کی تصدیق اور منظوری دی جائے۔
- اس بات کو یقین دلانا کہ 30 جنوری 2022 کو کھٹے ہونے والے سال کے دوران ایسے متعلقین کے ساتھ کارروایاں منظور کی جائیں گی جن کی تصدیق اور منظوری دی جائے۔

بروز کے گم سے  
محمد اسحاق  
پاکستان  
کراچی، پاکستان

107 اکتوبر 2022 کراچی۔

### نوٹ:

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