

LANDMARK SPINNING INDUSTRIES LIMITED

The Deputy Manager
Karachi Stock Exchange Ltd.
Stock Exchange Building,
Stock Exchange Road
Karachi

Dear Sir,

SUBJECT: NOTICE OF THIRTY FIRST ANNUAL GENERAL MEETING
TO BE HELD ON 27th OCTOBER 2022 ON THURSDAY 03:30 PM

Dear Sir,

Please find enclosed herewith COPY OF "Notice of Annual General Meeting to be held on captioned date and time as approved in the 126th Board of Directors Meeting.

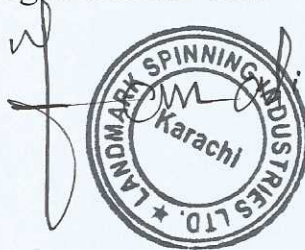
1. The share transfer books of the Company will be closed from 20-10-2022 to 27-10-2022 (Both days inclusive).

Thanking you.

Yours truly,
For Landmark Spinning Industries Ltd

Muhammed Aslam Ali

Company Secretary
Dated 05/10/2022



Enclosed:

- Notice & Agenda of 31st Annual General Meeting
- News Papers Clip published on 05th October 2022,(English+Urdu)

LANDMARK SPINNING INDUSTRIES LIMITED

NOTICE OF 31st ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting of the members of Landmark Spinning Industries Limited will be held on Thursday, October 27, 2022 at 3.30 pm at the registered office of the company situated at 1st floor, Cotton Exchange Building, I. I. Chundrigar Road, Karachi to transact the following businesses:

ORDINARY BUSINESS:

1. To confirm the minutes of the Extra Ordinary General Meeting (E.O.G.M) held on June 27, 2022.
2. To receive, consider and adopt Annual Audited Financial Statements of the Company together with the Board of Directors' and Independent Auditors' reports thereon for the year ended June 30, 2022.
3. To appoint auditors and fix their remuneration for the year ending June 30, 2023. The present auditors M/s. Parker Russell-A.J.S., Chartered Accountants, retire and being eligible have offered themselves for re-appointment.
4. To elect 07 (seven) directors of the Company in accordance with the provisions of Section 159 (1) of the Companies Act, 2017, for a term of next three years commencing from October 27th, 2022, in place of the following retiring directors:
 - i) Mr. Nizam Akber Ali Hashwani
 - ii) Ms. Sultana Akbar Hussain Hashwani
 - iii) Mr. Amin Hashwani
 - iv) Mrs. Shahrina Khawaja Hashwani
 - v) Mr. Abdullah Hashwani
 - vi) Mr. Syed Raza Abbas Jaffer
 - vii) Mr. Muhammad Amin

The number of directors to be elected pursuant to Section 159 (1) of the Companies Act, 2017 has been fixed as 07 (seven) by the Board of Directors.

5. The above retiring directors shall be eligible to offer themselves for re-election. To consider and approve, if thought expedient, the appointment of Chief executive and fixation of their remuneration. Mr. Amin Hashwani will stand ceased as Chief Executive officer upon completion of 3 years as on 26/10/2022, and he is eligible to be appointed as such from 27/10/2022.

ANY OTHER BUSINESS:

6. To transact any other business with the permission of the chair.

Statement under Section 166(3) of the Companies Act 2017 in respect of appointment of Independent Directors is being sent to the Members along with a copy of this notice.

Date: October 05, 2022
Place: Karachi



[Signature]
By Order of the Board
Muhammad Aslam Ali
Company Secretary

Note:

1. The Share Transfer Books of the Company will be closed from October 20, 2022 to October 27, 2022 (both days inclusive). Transfer received at the registered office of the company / by our Share Registrar, M/s. F.D. Registrar Services (Pvt.) Ltd, (Room No. 1705, 17th Floor, Saima Trade Tower "A", I.I. Chundrigar Road, Karachi-74000 by the close of business hours up to 05 pm on October 19, 2022 will be treated in time for this purpose.
2. Appointment of Proxies and Attending AGM:
 - i) A member eligible to attend and vote at the Meeting may appoint another member as his/her proxy to attend, and vote instead of him/her.
 - ii) A blank instrument of proxy applicable for the meeting is being provided with the notice sent to members. Further copies of the instrument of proxy may be obtained from the registered office of the Company during normal office hours.
 - iii) A duly completed instrument of proxy and the power of attorney or other authority (if any), under which it is signed or a notarized certified copy of such power or authority must, to be valid, be deposited at the registered office not less than 48 hours before the time of the meeting. Attested copies of valid CNIC or the passport of the member and the Proxy shall be furnished with the Proxy Form.
 - iv) In case of corporate entity, the Board of Directors' Resolution / Power of Attorney with specimen signature shall be submitted with proxy form.

LANDMARK SPINNING INDUSTRIES LIMITED

v) The owners of the physical shares and the shares registered in the name of Central Depository Company of Pakistan Ltd. (CDC) and / or their proxies are required to produce their original Computerized National Identity Card (CNIC) or Passport (in case of foreign nationals) for identification purpose at the time of attending the meeting.

3. Members are requested to notify any changes in their addresses immediately to the Share Registrar M/s. F.D. Registrar Services (Pvt.) Ltd.

4. Members, who have not yet submitted attested photocopy of their valid CNIC along with folio number are requested to send the same, at the earliest, directly to the Company's Share Registrar.

5. The Annual Report of the Company for the year ended June 30, 2022 has been placed on the Company's website at the link: <http://www.landmarkspinning.com>

6. The Annual Report of the Company for the year ended June 30, 2022 is being dispatched to the shareholders through CD. However, if any shareholder, in addition, desires to get the hard copy of Annual Audited Financial Statements, the same shall be provided free of cost within seven working days of receipt of such request. Standard request FORM is available for the purpose on Company's website.

7. Video Conference Facility will be provided to members who hold at least 10% or more shareholding, enabling them to participate in the AGM. They will be entertained subject to availability of such facility in that city and receipt of the Consent Form 7 days before holding of General Meeting. Consent FORM is available for the purpose on Company's website.

8. Any member who seeks to contest the election of directors shall, whether he is a retiring director or otherwise, file with the Company, not later than fourteen (14) days before the date of the Meeting at which elections are to be held, a notice of his/her intention to offer himself/herself for election as a director in terms of Section 159(3) of the Companies Act, 2017 along with the following documents:

i) Consent to act as director on Form 28 under Section 167 of the Companies Act, 2017.

ii) A detailed profile along with his/her office address as required under SRO 634(I)2014 dated 10 July 2014 issued by the Securities and Exchange Commission of Pakistan for placement on the Company's website.

iii) Declarations confirming that

a) He/She is aware of the duties of the directors under the Companies Act, 2017, the Memorandum and Articles of Association of the Company and Listing Regulations of the Pakistan Stock Exchange.

b) He/She is compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2017 and the eligibility criteria as set out in the Companies Act, 2017.

c) He/She is not serving as director in more than seven (7) listed companies simultaneously, provided that this limit shall not include directorship in the listed subsidiaries of a listed holding company.

9. Members may exercise the option of e-voting or right to vote through Postal Ballot as per the provisions of the Companies (Postal Ballot) Regulations, 2018.

10. Declaration by Independent Director(s) under clause 6(3) of the Listed Companies (Code of Corporate Governance) Regulations 2019; and

11. Undertaking on non-judicial stamp papers that he/she meet the requirements of sub section (1) of Regulations 4 of the Companies (members and selections of Independent Directors) Regulations 2018.

STATEMENT MADE UNDER SECTION 166(3) OF THE COMPANIES ACT, 2017 IN RESPECT OF APPOINTMENT OF INDEPENDENT DIRECTORS

Any person who is eligible under Section 153 and meet the criteria under Section 166(2) of the Companies Act, 2017, may submit nomination to be elected as independent director. However, it is noteworthy to mention here that independent director shall be elected in the same manner as other directors are elected in terms of Section 159 of the Companies Act, 2017.

The final list of contesting directors will be published in News papers not later than seven days before the date of the said meeting in terms of Section 159(4). Further, website of the Company will also be updated with the required information for each contesting director.

No directors have direct or indirect interest in the above said business except that they may consent for election of directors accordingly.



[Handwritten signature]

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- | | |
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Dated: October 05, 2022
Karachi

By Order of the Board
Muhammad Aslam Ali
Company Secretary

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 - The owners of the physical shares and the shares registered in the name of Central Depository Company of Pakistan Ltd. (CDC) and / or their proxies are required to produce their original Computerized National Identity Card (CNIC) or Passport (in case of foreign nationals) for identification purpose at the time of attending the meeting.
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 - Declarations confirming that
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 - He/She is compliant with the requirements of the Listed Companies (Code of Corporate Governance) Regulations, 2017 and the eligibility criteria as set out in the Companies Act, 2017.
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لینڈ مارک سپینگ انڈسٹریز لمیٹڈ

نوٹس برائے 31 واں سالانہ اجلاس عام

یہ مزید نوٹس پر اطلاع دی جاتی ہے کہ لیڈ مارک سٹینڈ انڈسٹریز ایسوسی ایشن کے آرگنیزیشن 31 اگست 2022ء کو بروز جمعرات سے پہلے 3.30 بجے اپنے پتے پر واقع پینٹ منارل، کافن ایکس پیجیٹ ٹرانک، آئی آئی چنڈر میڈیو روڈ، کراچی میں مندرجہ ذیل امور کی انجام دہی کیلئے منعقد ہوگا۔

عمومی امور

1. 27 جون 2022 کو منعقدہ پہلی کے غیر معمولی اجلاس عام (اے او ای ایم) کی کارروائی کی تھی
2. 30 جون 2022 کو ششم ہونے والے سال کیلئے کوئی کے سالانہ آڈٹ شدہ حسابات معائنہ پر ڈائریکٹر جنرل اور ڈائریکٹر کی رپورٹس کی وصولی وغیرہ داخل اور منظوری
3. جون 2023 کو ششم ہونے والے سال کیلئے کوئی کے ڈائریکٹر کی تقرری اور ان کے مشاہدہ کا مقیم کے موجودہ ڈائریکٹر پر کارآمد عمل - اسے - ہے۔ ایس چارڈا کو کنٹینس اسے ای ایم کے تقرری کی - یو کے فراہمیت کی بنا پر کوئی خود کارآمد تقرری کیلئے پیش کیا ہے۔
4. کوئی کے سالانہ 2017 کے دوبارہ کے کنٹینس (159) کے تحت کوئی کے (7) ڈائریکٹر کا جین سال کی مدت کیلئے انتخاب جس کا آغاز 127 اکتوبر 2022 کو ہوگا۔ مکلفہ کو ہونے والے ڈائریکٹر دور میں ہیں
- i) نظام اکبر علی شاہوئی
- ii) امین شاہوئی
- iii) امین شاہوئی
- iv) شاہرینہ شاہوئی
- v) عبداللہ شاہوئی
- vi) سید رضا حسین جعفری
- vii) محمد امین
- 159 (1) کے تحت منتخب ہونے والے ڈائریکٹر کی تعداد پورے آقب ڈائریکٹر کی جانب سے مقررہ و تعداد اسات (7) کے برابر ہے۔ بعد اس مکلفہ کو ہونے والا ڈائریکٹر خود کارآمد انتخاب سے اٹل ہیں۔
5. اگر کوئی سمجھا جائے چیف ایگزیکٹو کی تقرری اور ان کے مشاہدہ پر کوئی اور منظوری - امین شاہوئی 26 اکتوبر 2022 کو تین سال کی مدت کی تحلیل کے بعد مکلفہ کو جو بھی اس کے اور 127 اکتوبر 2022 کے چیف ایگزیکٹو کے مقررہ مقررہ رہا ہیں۔

دیگر امور

6. چیئر مین کی اجازت سے پیش کردہ دیگر کارروائی کی انجام دیا۔
آزاد اریکٹر کی تقرری کے حوالے سے مہینہ ایکٹ 2017 سے سیکشن (3) 166 کے تحت جانیے نوٹس کے بعد ایڈوکیٹ کی بجائے کیا جا رہا ہے۔

محکم دلائل سے مزین
محدث موضوعات پر مشتمل مفت
آن لائن اسلامی کتاب گھر

کراچی

تاریخ 05 اکتوبر 2022

نوٹس

- [illegible]

[illegible]