

BEXIMCO SYNTHETICS LIMITED

17 DHANMONDI R/A, ROAD NO 2, DHAKA-1205

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that an Extra-Ordinary General Meeting (EGM) of the Shareholders of the Company will be held on Tuesday, the 22 November, 2011 at 11-00 a.m. at Beximco Industrial Park, Sarabo, Kashimpur, Gazipur to transact the following businesses:-

1. To re-fix the par value of shares of the Company from the existing Tk.100.00 to Tk.10.00 each and also to change the denomination of market lot of shares of the Company from 20 shares to 200 shares.

The draft of the special resolutions proposed to be passed is given below:

"Resolved that the par value of shares of the Company be and is hereby changed from the existing Tk.100.00 to Tk.10.00 each by substituting concerned words and figures in Clause-V of the Memorandum of Association and Article-4 of the Articles of Association and market lot of shares of the Company also be changed from the existing 20 shares to 200 shares."

2. To consider increase in the Authorized Capital of the Company from Tk.100,00,00,000.00 (Taka One hundred crore) to Tk.200,00,00,000.00 (Taka two hundred crore).

The draft of the special resolutions proposed to be passed for the amendments is given below:

(i) **CLAUSE-V of the Memorandum of Association**

"Resolved that the words and figures "Tk.100,00,00,000.00 (Taka one hundred crore) divided into 1,00,00,000 (One crore) ordinary shares of Tk.100.00 (Taka One hundred) each" in Clause-V of the Memorandum of Association of the Company be substituted by the words and figures "Tk.200,00,00,000.00 (Taka two hundred crore) divided into 20,00,00,000 (Twenty crore) ordinary shares of Tk.10.00 each."

(ii) **ARTICLE-4 of the Articles of Association**

"Resolved that the words and figures "Tk.100,00,00,000.00 (Taka one hundred crore) only divided into 1,00,00,000 shares of Tk.100.00 each" in Article-4 of the Articles of Association of the Company be substituted by the words and figures "Tk.200,00,00,000.00 (Taka two hundred crore) divided into 20,00,00,000 (Twenty crore) ordinary shares of Tk.10.00 (Taka Ten) each."

3. To transact any other business of the Company with the permission of the Chair.

By order of the Board

Sd/-

(MD. ASAD ULLAH, FCS)

Executive Director & Company Secretary

Dated : October 20, 2011

NOTES:

- (i) The record date shall be on 30 October, 2011. The shareholders whose names will appear in the Share Register of the Company or in the Depository Register on that date will be entitled to attend the EGM.
- (ii) A member entitled to attend and vote at the Extra-Ordinary General Meeting may appoint a Proxy to attend and vote in his/her stead. The Proxy Form, duly stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.
- (iii) No gift or benefit in cash or kind shall be paid to the holders of equity securities in terms of Clause (c) of the Notification No.SEC/SRMI/2000-953/1950 dated 24 October 2000 for attending this EGM of the Company.