



Notice of the 1st Extra-ordinary General Meeting

It is hereby NOTICE that the 1st Extra-Ordinary General Meeting ("EGM") of the Ratanpur Steel Re-Rolling Mills Ltd. will be held on July 31, 2017 at 11:00A.M. At "Shoronika Community Center", 13 Love Lane, Chittagong, to transact the following business and, if deem fit, to adopt the following resolution as Special Resolution with or without and modifications, additions and alteration.

Proposed Special Resolution

1. To Increase the Authorized Capital of the company.

It is proposed that the Authorized Capital of the company be increased from Tk. 1000.00 crore only to Tk. 300.00 crore only.

2. To amend "V" of The Memorandum of Association of the company.

The existing Clause "V" of the Memorandum of Association of the company reads as under:

"V". "The authorized capital of the company is Tk.100,00,00,000/=(One Hundred crore) divided into 10,00,00,000 (Ten Crore) ordinary shares of Tk. 10.00 each with power to increase or reduce the capital to divide the shares in the capital for the time being into several classes and to attach there to respectively such preferential, deferred, qualified or special rights, or privileges or conditions as may be determined by or accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such as may for the time being be provided by the company and consolidate or sub-divide the shares of higher or lower denominations".

It is proposed that the existing Clause "V" of Memorandum of Association of the company be amended to read as under:

"V". "The authorized capital of the company is Tk.300,00,00,000/=(Three Hundred crore) only divided into 30,00,00,000 (Thirty Crore) ordinary shares of Tk. 10.00 each with power to increase or reduce the capital to divide the shares in the capital for the time being into several classes and to attach there to respectively such preferential, deferred, qualified or special rights, or privileges or conditions as may be determined by or accordance with the regulations of the company and to vary, modify or abrogate any such rights, privileges or conditions in such as may for the time being be provided by the company and consolidate or sub-divide the shares of higher or lower denominations".

3. To Amend Article "4" of the Articles of Association of the company.

The existing Article 4 of The Articles of the Association of the Company ready as under:

"4". "The Authorized Share Capital of the Company is TK.100,00,00,000/= (One Hundred crore) divide into 10,00,00,000 (Ten Crore) ordinary shares of Tk.10.00 each with power to increase and reduce the capital and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, qualified, deferred or special rights, privileges or conditions whether in respects dividend or of repayment of capital or both as may be determined by or in accordance with the Articles of the company to vary, modify or abrogate any such rights, privileges and conditions as may for the time being be provided by the regulations of the company or by the statutory provisions remain in force."

It is proposed that the existing Article "4" of Articles of Association of the company be amended to read as under:

"4". "The Authorized Share Capital of the Company is TK.300,00,00,000/= (Three Hundred crore) divide into 30,00,00,000 (Thirty Crore) ordinary shares of Tk.10.00 each with power to increase and reduce the capital and to divide the shares (in the capital for the time being)into several classes and to attach thereto respectively such preferential, qualified, deferred or special rights, privileges or conditions whether in respects dividend or of repayment of capital or both as may be determined by or in accordance with the Articles of the company to vary, modify or abrogate any such rights, privileges and conditions as may for the time being be provided by the regulations of the company or by the statutory provisions remain in force."

All the shareholders of the Company are requested to attend the meeting on the date, time and place as mentioned above.

By Order of the Board

Date: July 10, 2017

Md. Jafar Imam
Company Secretary

Notes:

- The Record Date for the purpose was on July 09, 2017.
- Any member of the Company entitled to attend and vote at the Extra-ordinary General Meeting may appoint a proxy to attend and vote on his/her behalf.
- The instrument appointing a proxy duly signed by the Member and stamped must be submitted at the Registered Office of the Company at least 48 hours before the meeting, i.e. latest by 11:00 a.m. of July 29, 2017.
- Shareholders attendance counter will open at 10:00 A.M and to be continued till 11:00 A.M
- Proxy Form and Attendance slip are also available in the website at www.rsmbd.com

NB: No benefit or gift in cash or kind shall be given to the shareholders as per Bangladesh Securities and Exchange Commission's Circular No. SEC/CMRRCD/2009-193/154 dated October 24, 2013.