

COSMOPOLITAN INDUSTRIES (PVT.) LIMITED

Factory: Khejur Bagan, Bara Ashulia, Savar, Dhaka-1341, Bangladesh
Tel: 880.2.7742302-08, 7742955; Fax: 880.2.7741792; E-mail: epic@epicbd.com

Corporate Office: House # 17, Road # 15, Rabindra Swarni, Sector # 3, Uttara, Dhaka-1230, Bangladesh
Tel: 09611008899, Fax: 0258950702; Website: www.epicgroup.global

NOTICE

Notice is hereby given that the Extraordinary General Meeting (EGM) of the shareholders of Cosmopolitan Industries (Pvt.) Limited will be held on Monday, 11th April 2022 at 03.30 PM at 9th Floor, EGL Tower, Hung To Road, Kwun Tong, Kowloon, Hong Kong SAR to transact the following business:

AGENDA

1. To pass special resolution in order to increase the Authorized Share Capital of the Company from Tk. 900,000,000/- (Taka Ninety Crore) to Tk. 1,200,000,000/- (Taka One Hundred Twenty Crore) and to amend Clause-V of Memorandum and Article-5 of Articles of Association.
2. To transact any other business with the permission of the Chair.

All Shareholders of the Company are requested to kindly make it convenient to attend the Meeting.

BY ORDER OF THE BOARD

Dated: 1st March 2022

Place: Bangladesh


Dinesh Gope Virwani
Vice Chairman

Notes:

- (a) The shareholders whose name will appear in the Company's Register on 10/04/2022 will be eligible to attend the EGM and vote thereat.
- (b) A member eligible to attend and vote at the EGM may appoint a Proxy to attend the meeting and vote on his/her stead. The Proxy Form must be submitted at the registered office duly filled-up, with a revenue stamp of Tk.10.00 not later than 48 hours before the time fixed for the meeting. As per Articles of Association of the Company, Proxy needs not to be a member. Attendance slip is essential for the Proxy to attend the EGM.

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Explanatory Statement on the Special Business

1. To pass special resolution in order to increase the Authorized Share Capital of the Company from Tk. 900,000,000/- (Taka Ninety Crore) to Tk. 1,200,000,000/- (Taka One Hundred Twenty Crore) and to amend Clause-V of Memorandum and Article-5 of Articles of Association

With a view to increase share capital of the Company to fund its capex relating to upkeep the plant, improvements & process re-engineering, better compliance in terms of structural, electrical & fire safety and automation, productivity enhancement of existing units and strengthening long term working capital, the following resolution is proposed to be passed with or without modifications, as a special resolution at the Extra-ordinary General Meeting:

"RESOLVED THAT the authorized share capital of the Company be increased from Tk. 900,000,000/- (Taka Ninety Crore) divided into 9,000,000 (Ninety Lacs) ordinary shares of Tk. 100/- (Taka One Hundred) each to Tk. 1,200,000,000/- (Taka One Hundred Twenty Crore) divided into 12,000,000 (One Crore Twenty lacs) ordinary shares of Tk. 100/- (Taka One Hundred) each ranking pari passu with the existing shares in the Company and that Clause-V of Memorandum and Article-5 of Articles of Association be amended as follows:

Clause V

The authorized shares capital of the Company is Tk. 1,200,000,000/- (Taka One Hundred Twenty Crore) divided into 12,000,000 (One Crore Twenty lacs) ordinary shares of Tk. 100/- (Taka One Hundred) each with power to the Company to increase or reduce the said capital and to issue any part of its capital, original, or increased with or without preference or property or special privilege or subject to any postponement of rights or to any conditions or restrictions and so that, unless the conditions of issue shall otherwise expressly declare, every issue of shares whether declared to be preferential or otherwise shall be subject to the power herein before contained.

Article-5

The authorized share capital of the company is Tk. 1,200,000,000/- (Taka One Hundred Twenty Crore) divided into 12,000,000 (One Crore Twenty lacs) ordinary shares of Tk. 100/- (Taka One Hundred) each with power to increase or reduce the share capital of the Company for the time being in accordance with the provisions of the Companies Act.

