



এস. আলম কোল্ড রোল্ড স্টীলস লিমিটেড

S. ALAM COLD ROLLED STEELS LIMITED

Registered Office: S. Alam Bhaban, 2119, Asadgonj, Chittagong.

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15th October 2011.

NOTICE OF THE 8th EXTRA-ORDINARY GENERAL MEETING.

NOTICE is hereby given that the 8th Extra-Ordinary General Meeting of the Company will be held on Saturday, the 19th November 2011 at 11.00 A. M. at the Ichamati Hall of Hotel Agrabad, Chittagong to transact the following business and to pass and adopt necessary resolutions in that behalf:

A G E N D A:

- I. To consider, pass and adopt the following resolution as **SPECIAL RESOLUTION** of the Company, with or without any modification:

"RESOLVED that:

- (a) in compliance with the requirements of the Directives issued by the Securities & Exchange Commission vide its Order No. SEC/CMRRCD/2009-193/109 of 15th September 2011, the denomination of share capital of the Company be and is hereby sub-divided from existing Tk.100/- each to Tk.10/- each;
- (b) the market lot of shares be re-fixed from 50 to 100 and
- (c) the Record date for the said change of denomination of shares and re-fixation of market lot of shares, be fixed as 1st December 2011;
- (d) and consequent thereupon:
 - (i) the words and figure '3,50,00,000 (Three Crore Fifty Lac) Ordinary shares of Tk.100 (Taka one hundred) each' as appearing under Clause V of the existing Memorandum of Association and Article 4 of the existing Articles of Association of the Company be and are hereby replaced and substituted respectively with the words and figure '35,00,00,000 (Thirty five Crore) Ordinary Shares of Tk.10/- (Taka ten) each';
 - (ii) a new Memorandum & Articles of Association of the Company duly amended as above be and are hereby adopted in substitution of the existing Memorandum & Articles of Association of the Company, and a copy thereof be filed with the office of the Registrar of Joint Stock Companies & Firms, Government of Bangladesh in compliance with the requirements in this behalf of the Companies Act 1994."
- (e) as a result of the changes and amendments as aforesaid both the existing 98,37,110 issued, subscribed and fully paid up Ordinary Shares of Tk. 100/- each and 2,51,62,890 un-issued Ordinary Shares of Tk.100/- each be deemed to have been sub-divided respectively into 9,83,71,100 and 25,16,28,900 Ordinary Shares of Tk. 10/- each.

Mohammed Saiful Alam
Managing Director.

Notes:

- a) The Record Date for the Extra-Ordinary General Meeting is 25/10/2011.
- b) Holder(s) of the Ordinary shares of the company, whose name will appear in the Depository Register as shareholder of the company at the close of business on the Record Date, will be eligible to attend and vote at the EOGM. A member entitled to attend and vote at the Meeting may appoint a Proxy in his stead. The Proxy Form, duly filled in, signed and stamped with a revenue stamp of Tk.10/00 affixed thereon must be deposited at the Registered Office of the Company not later than 48 hours before the Meeting. Any friend or children accompanying with honourable shareholder or proxy will not be allowed admission to the Meeting.
- c) The Notice together with the Attendance Slip, and Proxy Form is being sent to all Shareholders through Courier Service, and copies thereof have been uploaded in the company's web site 'www.s.alamgroupbd.com' for perusal, information and ready reference of all concerned.
- d) Admission to the Meeting room will strictly be on production of the Attendance Slip sent with the Notice as well as verification of signature of Member(s) that the CDBL would furnish for the purpose. Shareholders may therefore collect Proxy Form and Attendance Slip, if so required, from the Registered Office or from the web site of the company on or before 17-11-2011. No Attendance slip shall however be issued on the date of the Meeting.
- e) In terms of the SEC's Notification # SEC/SRMI/2000-953/1950 dated 24/10/2000 read with DSE Memos # DSE-161/2008/5561 of 13/10/2008 and # DSE-161/2008/6055 of 30/10/2008, no benefit in cash or in kind by way of gift or otherwise, other than in the form of cash dividend or stock dividend, shall be paid to the holders of equity shares in the capital of the company. Therefore, neither any TA/DA nor any kind of gift shall be admissible/allowable to any shareholder for attending the Meeting.