



# Premier Cement Mills Limited

T K Bhaban (12th Floor), 13 Kawran Bazar, Dhaka-1215,  
Tel: 880-2-9144788, 9127610

## Notice of 14th Annual General Meeting

Notice is hereby given that the 14th Annual General Meeting (AGM) of Premier Cement Mills Limited will be held on Saturday, 26 November of 2016, at time 11.00 A.M at Chittagong Club Limited, SS Khaled Road, Lalkhan Bazar, Chittagong to transact the following businesses:

### Agendas:

#### Ordinary businesses:

##### **1. Report and Accounts**

To receive, consider and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended June 30, 2016 and Auditors' Reports thereon.

##### **2. Dividends**

To declare Dividend for the year ended June 30, 2016 as recommended by the Board of Directors.

##### **3. Election of Directors**

To elect Directors in accordance with the provisions of Articles of Association of the Company.

##### **4. Appointment of Independent Director**

To elect Independent Directors of the Company.

##### **5. Reappointment of retiring Managing Director**

Reappointment of retiring Managing Director of the Company for five years tenure.

##### **6. Appointment of Statutory Auditors**

To appoint statutory Auditors for the year ended June 30, 2017 and to fix their remuneration.

#### Special business:

##### **7. Amalgamation**

To accept proposal of amalgamation/merger by (1) Premier Power Generation Limited (Subsidiary) and (2) National Cement Mills Limited (Associate) with Premier Cement Mills Limited if considered fit. The following resolution may be passed:

**"Resolved that** proposal for amalgamation/merger by Premier Power Generation Limited and National Cement Mills Limited (regarding which special resolutions have been passed in the EGM of both companies held at their registered office) with Premier Cement Mills Limited is hereby passed."

By order of the Board

Date : 03 November 2016

Place : Dhaka

**Kazi Md. Shafiqur Rahman**  
Company Secretary

#### **Notes:**

1. Shareholders, whose names appear on the members/Depository Register on the **Record Date i.e. on 09 November 2016**, shall be eligible to attend the 14th AGM of the Company and to receive the Dividend.
2. A member eligible to attend and vote at the Annual General Meeting may appoint a proxy on his/her stead. The proxy form attached with Annual Report 2016, duly filed in, signed and stamped, must be submitted to the Corporate Office of the Company not later than 48 hours before the time fixed for the meeting.
3. Only shareholders or their validly appointed proxies will be allowed to have access to the registration process to attend the meeting.
4. Admission into the auditorium will be allowed strictly on submission of the attendance slip sent with the notice.
5. Shareholders are requested to submit their queries on the Directors' Report and the Audited Financial Statements for the year

ended June 30, 2016 at the Corporate Office of the Company at least 3 ( three) working days before the day of Annual General Meeting.

6. The Annual Report for the year ended on June 30, 2016 is available in the Company's website at [www.premiercement.com](http://www.premiercement.com).

7. The concerned brokerage houses & merchant bankers are requested to provide us with a statement with the details (shareholders name, BO ID number, e-TIN number, gross dividend receivable, applicable tax rate, and net dividend receivable) of their margin loan holders who hold shares of the Company as on the Record Date, along with the name of the contact person in this connection. The brokerage houses & merchant bankers are also requested to provide us with their Bank Account Name, number, routing number etc. on or before December 5, 2016.

8. The concerned trusty board of approved superannuation fund or pension fund or gratuity fund or recognize provided fund or workers participation fund are requested to provide us update tax rebate certificate on or before December 05, 2016.

#### **Special Notes:**

No special benefit or gift in cash shall be given to the shareholders for attending the 14th Annual General Meeting as per Bangladesh Securities and Exchange Commission's circular no. SEC/CMRRD/2009-193/154 dated October 24, 2013.