



PREMIER CEMENT MILLS LIMITED

T.K. Bhaban (12th Floor) 13, Karwan Bazar, Dhaka-1215

Notice of the 1st Extraordinary General Meeting

Notice is hereby given that the 1st Extraordinary General Meeting (EGM) of the Shareholders of Premier Cement Mills Limited will be held using digital platform (in accordance with BSEC Order SEC/SRMRC/04-231/25 dated the 8th July 2020) on Wednesday, the 8th September 2021 at 11:00 A.M. to transact the following businesses:

Agenda:

1. To adopt the change of registered name of the Company '**Premier Cement Mills PLC**' from '**Premier Cement Mills Limited**' in accordance with the Companies Act 1994 amendment 2020 under section 11 (ka) and to amend in the relevant clause of the Memorandum and Articles of Association of the Company.
2. To issue and offer 1,260 fully redeemable non-convertible cumulative preference shares at a face value/issue price of BDT 2,500,000 (Taka: Twenty Five Lac only) each share, Total issue size of the amount will be BDT 3,150,000,000 (Taka: Three Hundred and Fifteen Crore only). Out of this amount, BDT 750,000,000 (Taka: Seventy Five Crore) will be subscribed by the directors/sponsor shareholders of the company while the remaining amount will be through the potential private placement/other investors, Subject to the approval of general shareholders in the EGM and to the approval of Bangladesh Securities and Exchange Commission. The main purpose of issuance of the preference share will be the Balance Sheet restructuring & prepayment of existing high cost debt.

The said other investors preference shares will be fully redeemable within 5 (five) years and to be redeemed the principal amount by semi-annually payable in equal installments commencing from end of the 18th month from respective disbursement(s) and dividend will be paid semi-annually payable in arrears, whereas the directors/sponsor shareholders preference shares will be redeemed within 12 (twelve) years but not before the redemption of preference shares subscribed by other investors at 'Nil' dividend rate.

Date : 18th August, 2021

Place : Dhaka

By order of the Board

Sd/-

Kazi Md. Shafiqur Rahman
Company Secretary

Notes :

1. Shareholders, whose names appeared on the members/Depository Register on the Record Date i.e. on Tuesday, the 17th August 2021 shall be eligible to attend the 1st EGM of the Company through the online live portal to ensure the safety of the shareholders given the ongoing corona virus pandemic Pursuant to the Bangladesh Securities Exchange Commission's Order No. SEC/SR-MIC/04-231/932 Dated 24 march 2020.
2. The detailed login process and link of the online live portal to attend the meeting will be communicated to the shareholders in due course. Therefore, the shareholders are requested to update their Bank Account, Contact number, E-mail Address, E-TIN number etc. through their respective Depository Participant (DP) before record date.
3. A member eligible to attend and vote at the 1st Extraordinary General Meeting may appoint a proxy on his/her stead. The signed and stamped of the proxy, (whom attends in the 1st EGM) must be submitted at the Corporate Office of the Company not later than 48 hours before the time fixed for the meeting.
4. Shareholders are requested to send their queries and comments about the Meeting subject and agenda to **corporate.affairs@premiercement.com** at least 3 (three) working days before the 1st Extraordinary General Meeting.
5. No special Benefit, refreshment or gift in cash shall be given to the shareholders for attending the 1st Extraordinary General Meeting as per Bangladesh Securities and Exchange Commission's circular no. SEC/CMRRD/2009-193/154 dated October 24, 2013.
6. All updated Financial reports, Annual reports, Price sensitive Information and so on are uploaded in the website of the company (<https://www.premiercement.com/page/investors-premier.html>).