


INTECH LIMITED

Notice of the 5th Extra Ordinary General Meeting

Notice is hereby given that the 5th Extra Ordinary General Meeting (EGM) of the Shareholders of Intech Limited will be held on Sunday 21st October, 2018 at 10 a.m. at RAOVA Convention Hall (Eagle Hall), VIP Road, Mohakhali, Dhaka to transact the following business:

1. To consider increase in the Authorised Capital of the Company from Tk. 600,000,000 (Taka Sixty Crore) to Tk.1,200,000,000 (Taka One Hundred Twenty Crore) only.

The drafts of the special resolutions proposed to be passed are given below:

(i) Clause-V of Memorandum of Association

"Resolved that the words and figures "Tk. 600,000,000 (Taka Sixty Crore) divided into 60,000,000 ordinary shares of Tk. 10.00 each" in Clause -V of the Memorandum of Association of the Company be substituted by the words and figures "Tk. 1,200,000,000 (Taka One Hundred Twenty Crore) divided into 12,000,000 ordinary shares of Tk. 10.00 each"

(ii) Article-3 (i) of Article of Association

"Resolved that the words and figures "Tk. 600,000,000 (Taka Sixty Crore) divided into 60,000,000 ordinary shares of Tk. 10.00 each" in Article-3 (i) of the Article of Association of the Company be substituted by the words and figures "Tk. 1,200,000,000 (Taka One Hundred Twenty Crore) divided into 12,000,000 ordinary shares of Tk. 10.00 each"

2. **Proposal for fresh Investment:** Fresh Investment by the Sponsors/Shareholder-Directors of Tk. 23.50 Crore against issuance of shares at Par value through envisaged Private Placement share issue in the capital portfolio of the company intended for raising capital fund for BMRE of the projects/long term business activities of the Company.

The draft of the special resolutions proposed to be passed is given below:

"Resolved that, subject to necessary Government approvals Proposal for Fresh Investment by Sponsors/Shareholder-Directors of Tk. 23.50 Crore against issuance of shares at Par value through envisaged Private Placement share issue in the capital portfolio of the company intended for raising capital fund for BMRE of the projects/long term business activities of the Company."

3. **Proposal for fresh Investment:** Fresh Investment by NRB Telecom Limited & its Associates to the tune of Tk. 30.50 Crore against issuance of shares at Par value through envisaged Private Placement share issue in the capital portfolio of the company intended for raising capital fund for BMRE of the projects/long term business activities of the Company.

The draft of the special resolutions proposed to be passed is given below:

"Resolved that, subject to necessary Government approvals Proposal for Fresh Investment by NRB Telecom Limited & its Associates to the tune of Tk. 30.50 Crore against issuance of shares at Par value through envisaged Private Placement share issue in the capital portfolio of the company intended for raising capital fund for BMRE of the projects/long term business activities of the Company."

4. To transact any other business of the Company with the permission of the Chair.

By order of the Board,

S/D

Dated: Dhaka, September 30, 2018

Md. Mohibul Islam
Company Secretary

Notes:

1. The record date shall be on September 26, 2018.
2. A member entitled to appoint and vote at the Extra Ordinary General Meeting (EGM) may appoint a proxy to attend and vote in his/her behalf. The proxy form duly stamped, must be deposited at the registered office of the Company not later than 48 hours before the time fixed for the meeting.
3. Admission to the meeting room will be strictly maintained on production of the attendance slip sent with the Notice.
4. **No gift or benefit in cash or kind shall be paid to the holders of equity securities in terms Notification of BSEC for attending this EGM of the Company**