



SHEPHERD INDUSTRIES PLC

Corporate Office: House # 24, Road # 04, Sector # 04, Uttara, Dhaka-1230

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NOTICE OF AN EXTRA-ORDINARY GENERAL MEETING

An application under Section 228 and 229 of the Companies Act, 1994 being Company Matter No. 169 of 2023 was filed and moved the Hon'ble High Court Division of the Supreme Court of Bangladesh. The Hon'ble High Court by and order dated 22nd May 2023 was pleased to admit the said application.

Notice is hereby given, in accordance with the decision of 157th Board of Directors Meeting dated 07th June 2023 and the direction of the Hon'ble High Court Division by its order dated 22nd May 2023 that an Extra-Ordinary General Meeting of the shareholders of the Company will be held on **Sunday, 25th June 2023 at 10.00 a.m.** (GMT+6) through digital platform at the link <https://shepherd-egm.bdvirtual.com> in accordance with the Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/94-231/91; dated: 31 March 2021 to transact the following business:

Agenda: To approve the draft Scheme of Amalgamation of Shepherd Textile (BD) Limited (Transferor Company) with Shepherd Industries PLC (Transferee Company).

To consider, and if thought fit, to pass the following resolution, with or without modification as a **Special Resolution:-**

"RESOLVED THAT the draft Scheme of Amalgamation of Shepherd Textile (BD) Limited (Transferor Company) with Industries PLC (Transferee Company) ("the Scheme") be and is hereby approved subject to sanction of the Scheme by the Hon'ble High Court Division of the Supreme Court of Bangladesh in accordance with the provisions of Section 228 and 229 of the Companies Act, 1994, and approval of the said Scheme by the shareholders and creditors of Shepherd Industries PLC in accordance with law in similar manner, let Shepherd Textile (BD) Limited be amalgamated with Shepherd Industries PLC in terms of the Scheme."

The Scheme of Amalgamation shall be kept available at the registered office of the Company, as shown above and would be available for inspection by all concerned (during office hours).

BY ORDER OF THE HON'BLE HIGH COURT DIVISION

-Sd-

Kao Wen Fu

Managing Director

Shepherd Industries PLC

Dated: Dhaka, June 04, 2023

NOTES

1. *The Record Date of the Company is on **June 14, 2023**. Members whose names appeared in the Company's register (certificated and depository) at the close of business on the Record Date, will be entitled to attend the EGM.*
2. *A Shareholder eligible to attend and vote at the EGM or may appoint a proxy to attend and vote in his/her behalf (through digital platform) by filling Proxy Form. The Proxy Form must be affixed with requisite revenue stamp of Tk. 20/= and must be sent through email to the Share Department of the Company at share@shepherdbd.com at least 48 hours before the day and time fixed for the EGM.*
3. *Members are requested to notify change of address, if any, through their respective Depository Participants before the Record Date.*
4. *Login virtual meeting through company's provided link and password will be considered as attendance by the Shareholders and virtual meeting room will open before 24 hours of the meeting.*
5. *No gift/benefit in cash or kind shall be paid/offered to the shareholders as per BSEC circular no. SEC/CMRRCD/2009-193/154, Dated, 24 October 2013 for attending the EGM.*

Factory: Kathalia, Bhaluka, Mymensingh, Bangladesh

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