

# BANGLADESH EXPORT IMPORT CO. LTD.

17 DHANMONDI R/A, ROAD NO.2  
DHAKA-1205

Dated: 13 August, 2011

## PRICE SENSITIVE INFORMATION

This is for information of all concerned that the Board of Directors of the Company in their meeting held on 13 August 2011 at 12.30 p.m. at its Registered Office approved the following:-

1. Issuance of 16,490,463 ordinary shares of Tk 10 each of the Company amounting to Tk 164,904,630 for acquisition of all shares of International Knitwear & Apparels Limited, Beximco Fashions Limited, Crescent Fashion and Design Limited and Freshtex Bangladesh (Pvt) Limited and the Lands and Building of Beximco Engineering Limited including BEL Tower, subject to approval of the Shareholders in an Extraordinary General Meeting (EGM); and the Consent of the Securities and Exchange Commission (SEC) under rule 3 of the Securities and Exchange Commission (Issue of Capital of Companies) Rules, 2001 read together with section 155(2) of the Companies Act, 1994.
2. Increase in the Authorised Capital of the Company from Tk 500,00,00,000 (Taka five hundred crore) divided into 50,00,00,000 (Fifty crore) ordinary shares of Tk.10/- each to Tk 1000,00,00,000 (Taka one thousand crore) divided into 100,00,00,000 (One hundred crore) Ordinary Shares of Tk.10/- each by amending Clause-V of the Memorandum of Association and Article-4 of the Articles of Association of the Company.
3. Inclusion of the following new Article 122A, after existing Article 122, to the Articles of Association of the Company:-

### **CHIEF EXECUTIVE OFFICER (CEO), CHIEF OPERATING OFFICER (COO) AND/OR CHIEF FINANCIAL OFFICER (CFO)**

- 122A. The Directors may appoint in addition to or in place of Managing Director, Chief Executive Officer (CEO), Chief Operating Officer (COO) and/or Chief Financial Officer (CFO) of the Company or its Division or Units on such terms and conditions and for such period as decided by the Directors. The CEO, COO or CFO may or may not be a Director of the Company. The CEO, COO or CFO shall exercise such authorities, and be responsible for such duties, as decided by the Directors.”
4. Inclusion of the following new objects to the Object Clause of the Memorandum of Association of the Company, subject to approval of the Shareholders in an EGM; and confirmation of the High Court Division of the Supreme Court of Bangladesh under section 13 of the Companies Act, 1994:-
    - “1A. To manufacture, design, produce, alter, import, export, market, buy and/or sell all types of textiles, garments, knits, denims, synthetics, yarn, cotton and wool; and similar and related products.
    - 2A. To manufacture, produce, design, produce, alter, import, export, market, buy and/or sell all types of ceramic and similar and related products.
    - 3A. To manufacture, produce, alter, import, export, market, buy and/or sell all types of marine food including shrimps, prawns, fishes, fish-products, foods, agro-products, poultry-products and meat-products; and similar and related products.
    - 4A. To develop, service, import, export, market, buy and/or sell all types of hardwares, softwares, networking and communication products; and similar and related items; and to act as Internet Service Providers, Telecom Service Providers, Call Centres, Gateways and/or Exchanges.
    - 5A. To own, acquire, develop, market, buy and/or sell lands, buildings, apartments, flats, commercial space, parking lots, industrial parks, technology parks, eco-parks, tourism parks, special zones, export processing zones; and similar and related infrastructures.
    - 6A. To own, acquire, merge, amalgamate, restructure, operate and/or manage subsidiaries, associates, joint ventures, partnerships, proprietorships, companies, corporations, societies and/or trusts as decided by the Directors of the Company.
    - 7A. To buy, sell, exchange, convert, trade and deal in all types of securities, listed, unlisted, traded, untraded, ordinary, preference, convertible, non-convertible, guaranteed, not-guaranteed, redeemable, not-redeemable, repayable and not repayable.
    - 8A. To issue bonds, debentures, convertibles (including convertible bonds), warrants, options and redeemables for cash or otherwise, listed, unlisted, traded, untraded, ordinary, preference, convertible, non-convertible, guaranteed, not-guaranteed, redeemable, not-redeemable, repayable and not repayable.
    - 9A. To construct, acquire, establish, provide, maintain and administer factories, estates, buildings, water reservoirs, sheds, channels, pumping installations, generating installations, pipelines, garages, storages and accommodation of all descriptions in connection with the business of the Company.
    - 10A. To give guarantee and/or stand as surety for any subsidiary, associate, related or other companies or persons; and to charge, mortgage and/or hypothecate its property as security thereof.
    - 11A. To sponsor, promote, establish, invest and participate in projects, companies, joint venture and consortium directly or indirectly related to the energy, gas, power, petroleum and infrastructure sectors in Bangladesh and abroad.”
  5. The EGM of the Shareholders of the Company will be held on Thursday, 15 September 2011 at 10 AM at the Beximco Industrial Park, Sarabo, Kashimpur, Gazipur. The Record Date for the EGM will be **25 August 2011**.

*By order of the Board,*  
Sd/-

**(MD. ASAD ULLAH, FCS)**  
**EXECUTIVE DIRECTOR & COMPANY SECRETARY**