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**NOTICE OF EXTRA-ORDINARY GENERAL MEETING (EGM)
OF THE SHAREHOLDERS OF GPH ISPAT LTD.**

Notice is hereby given that an **Extra-ordinary General Meeting (EGM)** of the Shareholders of the Company will be held on Tuesday, the 5th May, 2015 at 11:30 a.m. at Ichamoti Hall, Hotel Agrabad, Chittagong to transact the following agenda:

Agenda:

"RESOLVED that Proposal for raising Paid-up Capital of the company by issuing 124,740,000 nos Right Share at the ratio of 01(One) [R]:01(One), [i.e. 01 (one) right share for every 01 (One) existing Ordinary share held] at an issue price of Tk.20.00 (including share premium of Tk.10.00 each) subject to approval of the shareholders in EGM & the regulatory authorities. The purpose of the Right Issue is to enhancement of production capacity of MS Billet for 840,000 M.Ton (per annum) and medium section product for 640,000 M.Ton (per annum) which will be added to the existing annual capacity of 168,000 M.Ton MS Billet and 120,000 M.Ton MS Rod."

"RESOLVED further that the company will thereby raise a total fund of Tk. 2,494,800,000 (two hundred forty nine crore forty eight lac) only through Right Issue."

All the Shareholders of the Company are requested to attend the meeting on that date, time and place stated above.

By the order of the Board

Arafat Kamal ACA
Company Secretary

April 12, 2015

NOTES:

- The shareholders whose name appeared in the Register of Members of the Company and Depository on the **Record Date** (9th April, 2015) shall be eligible to attend the EGM and vote in the meeting.
- For determination of entitlement of Right Share another record date will be declared after obtaining approval from BSEC.
- A member eligible to attend and vote at the Extra-ordinary General Meeting may appoint a proxy to attend and vote on his/her behalf. Proxy form must be affixed with revenue stamp of Taka 20.00 and submitted to the Registered Office of the Company not later than 48 hours before the time fixed for the Extra-ordinary General Meeting.
- Shareholders and proxies are requested to record their entry in the EGM well in the time.

Special Notes: Shareholders may please note that as per BSEC notifications, no benefit will be given in cash or kind like food box/gift/gift coupon etc. at the EGM.