

# SAIHAM COTTON MILLS LTD.

Saiham Tower, House # 34 (11th Floor), Road # 136, Gulshan-1, Dhaka-1212

## Notice of the 2nd Extra Ordinary General Meeting

Notice is hereby given that the 2<sup>nd</sup> Extra Ordinary General Meeting of Saiham Cotton Mills Ltd. will be held on December 29, 2025 Monday at 12:30 P.M. at Mills premises, Noyapara, P.O. Saiham Nagar, U.Z. Madhabpur, Dist. Habiganj, (Hybrid: Physical & Virtual) to transact the following business.

### Agenda # 1

To consider change of Name of the company and if thought fit, to pass the following Resolution as Special Resolution:

“Resolved that the name of the Company shall be **“Saiham Cotton Mills PLC”** changed from **“Saiham Cotton Mills Ltd.”**

Accordingly, necessary changes shall be incorporated in the Memorandum of Association and also in the Article of Association of the Company, specially:

(i) The existing name clause (i.e. Clause No.1) of the Memorandum of Association of the Company shall be replaced with the following Name Clause:

1. The Name of the Company is **Saiham Cotton Mills PLC**.

(ii) The definition of the Interpretation for the Terms “Company” or “The Company” under Article 2 of the Article of Association of the Company shall be replaced with the following description:

(iii) “Company” or “The Company” means **Saiham Cotton Mills PLC**.

### Agenda # 2

EGM	Inclusion of some clauses in the Memorandum of Association of the Company
Proposed Resolution	Inclusion of new clauses 50, 51, 52 and 53 in the Memorandum of Association of the Company (Annexure A) be approved, subject to the approval of High court.

By order of the Board



(Md. Sahinur Kabir, FCS)  
Company Secretary

Dated: Dhaka

October 28, 2025

### Notes:

1. The Shareholder's whose name will appear in the Depository Register of CDBL as on record date November 19, 2025 will be entitled to attend and vote at the EGM through Hybrid system.
2. A member entitled to attend/participate and vote in the EGM may appoint a proxy in his / her stead. Scanned copy of the proxy form, duly stamped must be mailed to the email at [info@saihamcotton.com](mailto:info@saihamcotton.com) at least 48 hours before the meeting.
3. (Audio-visual meeting) and detail login process will be mailed to the respective Member's email address available with us.
4. Full login/participation process to the Hybrid system meeting the shareholders need to put their 16-digit Beneficial Owner (B.O) ID number and other credential as proof of their identity by visiting the link/////

### Inclusions in Memorandum of Association

Clause Number	Number Proposed Resolution
50	To mortgage all immovable property or hypothecate any movable assets of the Company with any scheduled bank or financial institution as security for loan(s) and/or any credit facility(s) sanctioned/to be sanctioned by them to any sister concern, associate company or companies and/or third party with whom the Company has any direct or indirect business relation and also to give guarantee to any scheduled bank or financial institution or any 3rd party as standing surety or repayment of any loan payable by any sister concern, associate or subsidiary company or any third party with whom the Company has any direct or indirect <b>business relation</b> .
51	To guarantee or otherwise support or secure, with any scheduled bank or financial institution or any 3rd party, either with or without the Company receiving any consideration or advantage and whether by personal covenant or by mortgaging or charging all or part of the undertaking, property, assets and rights (present and future) and uncalled capital of the Company or by both such methods or by any other means whatsoever, the liabilities and obligations of and the payment of any monies whatsoever (including but not limited to capital, principal, premiums, interest, dividends, costs and expenses on any stocks, shares or securities) by any person, firm or Company whatsoever including but not limited to any company which is for the time being sister concern or associate company or the holding company or a subsidiary of the Company or of the Company's holding company or is otherwise associated with the Company in its business, and to act as agents for the collection, receipt or payment of money, and to enter into any contract of indemnity, corporate guarantee or Surety ship (but not in respect of fire, life and marine insurance business) with any scheduled bank or financial institution or any 3rd party.
52	To deal with the moneys of the Company not immediately required, borrow or raise, in such a manner as the Company may think fit to generate revenue, earn profit, inter alia, by entering into partnership or into any arrangement for sharing profits, investing into any lawful profitable ventures or business, sister concerns or subsidiaries, and to this end, subscribe to securities, shares, stocks, debentures, IPOs, bonds etc. with or through any person, firm, association, society, company, financial institution, brokerage firm, or corporation through formation of joint ventures or other arrangements or engagements, and to this end, give any person, firm, or company, special rights, licenses and privileges.
53	To mortgage the property and assets of the company as securities for loans and/or any credit facilities to be given to any associate company or companies or third party and also to give guarantee securing liabilities of such associate company or companies and/or third party.

