



Ring Shine Textiles Limited

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Notice of the 26th Annual General Meeting

Notice is hereby given that pursuant to the order dated 01.09.2024 passed by The Honorable Company Bench of the High Court Division, Supreme Court of Bangladesh in the Company Matter no. 684 of 2024, the Board of Directors of **Ring Shine Textiles Ltd** in its 102nd Meeting held on 27 October at 3.30 PM. decided that the pending 26th Annual General Meeting (AGM) for the year 2023 of the company will be held on Wednesday, 18 December 2024 at 10.30 AM. through a Hybrid System in combination with a Physical Presence (**Venue: Hotel Renaissance Dhaka 78 Gulshan Avenue, Dhaka**) and using a Digital Platform (Link: <https://ringshine26th.digitalagmbd.net>) to transact the following businesses:

AGENDA

Ordinary Business:

- 1 : To receive, consider, and adopt the Company's Financial Statements for the year ended 30 June 2023, and the Reports of the Directors and the Auditors thereon.
- 2 : To approve the dividend for the year ended June 30, 2023, as recommended by the Board of Directors of the Company.
- 3 : To elect/re-elect Directors of the Company.
- 4 : To appoint Statutory Auditors of the Company for the year 2023-2024 and fix their remuneration.
- 5 : To appoint Corporate Governance Compliance Auditor of the Company for the year 2023-2024 and fix their remuneration.

B. Additional Business:

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution The Bangladesh Securities and Exchange Commission accorded its approval to the company for withdrawing the IPO Proceeds of Tk 40.00 crore from the BRAC Bank PLC for utilization in the following purposes under critical circumstances of the company, allowing to change/amend the use of IPO Proceeds as mentioned in the approved IPO Prospectus purposed as follows by giving the necessary waiver from the condition no. 6 of Part -C of IPO consent letter no. BSEC/CI/IPO-283/2018/456, dated: 29 July 2019 imposed under section 2CC of the Securities and Exchange Ordinance, 1969 :

Sl. No	Particulars of Changed/ Amended Purposes	Amount
1	Worker retrenchment	Tk. 15.00 crore
2	BEPZA Liabilities	Tk. 3 .00 crore
3	Titas Gas Liabilities	Tk. 3.50 crore
4	Premier Bank PLC Liability	Tk. 10.00 crore
5	Dhaka Bank PLC Liability	Tk. 6.00 crore
6	Miscellaneous	Tk. 2.50 crore
	Total	Tk. 40.00 crore

Whereas the Bangladesh Securities and Exchange Commission (BSEC) directed the company to obtain the post-facto approval of 51% of total shareholders in the general meeting.

Therefore,

“RESOLVED THAT pursuant to the direction of the Bangladesh Securities and Exchange Commission (BSEC) vide a reference no. BSEC /CFD/93/2019/540, Dated: 20 May 2021, the consent for withdrawal of IPO fund, for the purposes mentioned in the said letter, of BDT 40.00 crore from BRAC Bank PLC and NOC for the proposed change /amendments of the purpose of IPO fund utilization of the company under the letter issued by the Bangladesh Securities and Exchange Commission (BSEC) vide a reference no. BSEC /CFD/93/2019/540, dated: 20 May 2021 is hereby consid- ered and approved as post-facto.”

By Order of the Board,

Md. Moshior Rahman, FCS
Company Secretary

Date: 25 November 2024

Notes:

- (i) The record date was fixed on 13 November 2024. The Members, whose names appeared in the Depository Register on the 'Record Date' i.e. 13 November 2024 will be entitled to join/participate and vote in the 26th Annual General Meeting physically or through the Digital Platform and to receive the Annual Report.
- (ii) A member entitled to join/participate and vote in the Annual General Meeting may appoint a proxy to join and vote on his/her behalf. The Proxy Form, duly completed and stamped with a revenue stamp of Tk. 20 must be deposited at the Registered Office of the Company or a scanned copy of that proxy form must be sent to the email at info@ringshine.com not later than 48 hours before the time fixed for the Annual General Meeting.
- (iii) Pursuant to the BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81: dated: 20 June 2018, the Annual Report 2022-2023 will be distributed electronically to the Members and will also be available on the Company's website at: www.ringshine.com .
- (iv) The link for joining the Digital Platform is (Link: <https://ringshine26th.digitalagmbd.net>)) which will also be sent to the Members' respective email addresses and SMS to their mobile number as available with us in due course of time. The Members need to put their 16-digit Beneficial Owner (BO) ID number/Folio for login to the system
- (v) Full login/participation process to the Digital Platform meeting will be available on the Company's website at www.ringshine.com.
- (vi) The Members will be able to submit their questions/comments and vote electronically before 48 hours of the commencement of the AGM and during the AGM.
- (vii) Members whose email addresses are updated/changed subsequently, are requested to email us at info@ringshine.com referring to their full name, BO ID, and email address to get the digital platform meeting invitation.
- (viii) In compliance with the Bangladesh Securities and Exchange Commission's Circular No.: SEC/CMRRCD/2009- 193/154; dated: 24 October 2013, No Gift/Gift Coupon/Food Box shall be distributed at the upcoming AGM of the Company.