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## KAY & QUE (BANGLADESH) LTD.

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### NOTICE OF THE 39<sup>th</sup> ANNUAL GENERAL MEETING

The Notice is hereby given to the Shareholders of Kay & Que (Bangladesh) Limited that the 39th Annual General Meeting (AGM) of the Company will be held on **Tuesday, 19<sup>th</sup> December, 2023** at 11.00 a.m. virtually by using digital platform- <https://kayque39.agm.watch> (in pursuance with Order No. SEC/SRMIC/ 04-231/25 dated 08 July, 2020 of Bangladesh Securities and Exchange Commission) to transact the following businesses and to adopt necessary resolutions:

#### AGENDA:

##### Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2023 along with the Reports of the Directors and the Auditors thereon.
2. To approve Dividend for the year ended June 30, 2023 as recommended by the Board of Directors
3. To elect/re-elect of Directors under Rotation.
4. To approve the reappointment of the Independent Directors.
5. To appoint Statutory Auditors for the year 2023-2024 until the conclusion of the next Annual General meeting and to fix their remuneration.
6. To appoint Compliance Auditors as per Corporate Governance code-2018 for the year 2023-2024 and to fix their remuneration.

##### Special business:

1. To change the Name of the Company to "KAY & QUE (BANGLADESH) PLC." from "KAY & QUE (BANGLADESH) LIMITED"

To adopt the change of registered name of the company to 'Kay & Que (Bangladesh) PLC.' from 'Kay & Que (Bangladesh) Limited' as per provision of the Companies Act, 1994 (2<sup>nd</sup> Amendment 2020) and to amend the relevant clauses of the Memorandum and Articles of Associations of the Company by adopting the Following special resolution:

**RESOLVED THAT** The proposal of changing of registered name of the company to 'Kay & Que (Bangladesh) PLC.' from 'Kay & Que (Bangladesh) Limited' in accordance with the Companies Act 1994 (2<sup>nd</sup> Amendment 2020) and to amendment in the relevant clauses of the Memorandum and Articles of Association of the Company be and is hereby approved subject to approval of regulatory authorities.

**FURTHER RESOLVED THAT** the old name of the company will be replaced by the new name in all the statutory/title documents, Licenses and other relevant documents.

Dhaka  
30<sup>th</sup> November, 2023



By Order of the Board,

  
**Sayed Ahmad**  
Company Secretary

#### Notes:

- (1) Shareholders whose names appear in the Register of members as at the close of business on the "Record Date" i.e. 20<sup>th</sup> November, 2023 will be eligible to join the Annual General Meeting (AGM).
- (2) A member eligible to join and vote at this virtual AGM may appoint a proxy to attend and vote on his/her behalf. Proxy Form duly stamped must be submitted at the Registered Office of the Company not later than 72 hours before the time of holding the meeting.
- (3) Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/ CMRRCD/2006-158/208/Admin/81 dated 20 June 2018 link of the downloadable PDF copy of the Annual Report 2022-2023 along with Notice, Proxy Form and Attendance will also be available in the company's web-site ([www.kayandque.com](http://www.kayandque.com)) and the same shall be sent to respective Member's email address available in beneficiary owner (BO) account with the Depository participant (DP).
- (4) The shareholders are requested to send their comments/queries/questions at [info@kayandque.com](mailto:info@kayandque.com) before 24 (Twenty four) hours of commencement of the AGM.
- (5) Access to the AGM link shall be facilitated upon production of the Folio/BO ID and No. of shares held as on Record Date/Book Closer.
- (6) Shareholders are requested to cast their votes **48 hours** before starting of the meeting by using the link or scanning **QR Code**. For any IT related guidance and help with the login process the respected members may contact at +88-02-586100125-8, (Ext-135, 108) and visit [www.kayandque.com](http://www.kayandque.com)
- (7) The shareholders who want to participate during the AGM for placing their comments and questions are requested to send their **BO/Folio ID, No. of shares and contact info at [info@kayandque.com](mailto:info@kayandque.com) not later than 72 hours before the time of holding the meeting.**
- (8) No gift or benefit in cash or kind shall be paid/ offered to the Shareholders in the 39<sup>th</sup> AGM as per BSEC Circular No. SEC/CMRRCD/2006-193/154 dated 24.10.2013