confidencecement

CONFIDENCE CEMENT PLC.

Registered office: Confidence Heights, Plot–1, Lane –1, Road–2, Block–L, Halishahar H/E, Agrabad Access Road, Chattogram, Tel: 02333311475
Liaison Office: Awal Center, Level-16, 34 Kemal Ataturk Avenue, Banani C/A.Dhaka-1213, Cell: 01704-124288, E-mail: info.ccl@cg-bd.com
Website: https://confidencecement.com.bd

NOTICE OF THE 7TH EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the 7th Extra-Ordinary General Meeting (EGM) of Confidence Cement PLC. will be held on **Saturday, the 18th October 2025 at 11.00 A.M.** through Hybrid System in combination of Physical Presence **(Venue: City Hall Convention Center, 1st Floor, Agrabad Access Road, Chattogram- 4100)** and using Digital Platform **(https://meetbd.live/7thconfidcemegm)** to transact the following business:

AGENDA

AGENDA-1

TO APPROVE THE PROPOSAL FOR SELLING AND TRANSFERRING OF COMPANY'S ENTIRE SHAREHOLDINGS IN CONFIDENCE CEMENT DHAKA LIMITED.

The Company is currently experiencing a significant financial crisis, which has limited its ability to make further investments in its associate, Confidence Cement Dhaka Limited (CCDL). CCDL is in the process of implementing a cement plant at Danga, Polash, Narsingdi, with a capacity of 6,000 metric tons per day, which requires additional equity support. In light of the Company's present financial constraints, , it is difficult to extend such support at this stage.

In order to strengthen the Company's financial position, meet its immediate financial obligations, and address urgent exigencies, the Board of Directors has considered it necessary and in the best interest of the Company to divest its entire shareholding in CCDL and sell the same to Confidence Power Holdings Ltd. (CPHL), as per Share Purchase Agreement executed between the Company and CPHL.

Accordingly, the Board proposes to take following resolutions for approval at the 7th Extra-Ordinary General Meeting (EGM) of the Company.

To consider and if thought fit, to pass, with or without modification, the following resolution (s) as Special Resolution(s):

RESOLVED THAT In view of the strategic objectives of the company and to meet its immediate financial obligations and exigencies, the consent of the Members of the Company be and is hereby accorded to the proposal to sell and transfer the Company's entire shareholdings in Confidence Cement Dhaka Limited (140,975,157 Ordinary Shares of Tk. 10.00 each) to Confidence Power Holdings Ltd. (CPHL), at an aggregate value of Tk. 1,409,751,570.00 (Taka One Hundred Forty Crore Ninety Seven Lac Fifty One Thousand Five Hundred Seventy) on such terms and conditions, as set out in the Share Purchase Agreement executed between the Company and CPHL.

FURTHER RESOLVED THAT the Managing Director of the Company be and is hereby authorized to do all acts, deeds, matters, and things as may be necessary or expedient for giving effect to this resolution, including executing and delivering all documents, agreements, undertakings, forms, and writings in connection with the sale and transfer of shares, making any necessary filings with the Registrar of Joint Stock Companies and Firms (RJSC) and other regulatory authorities, settling any queries or formalities arising from any authority in relation to the transaction, taking all actions necessary to receive and realize the consideration amount, and ensuring proper compliance with the terms of the Share Purchase Agreement, and generally to do all such acts, matters, and things as may be required to give effect to this resolution, including delegating powers to any officer(s) of the Company as deemed necessary.

By order of the Board

Md. Delowar Hossain FCS
Company Secretary
Date: September 24, 2025

Notes :

i) Members whose name appeared in the Member/Depository Register as on **Record Date i.e. September 24, 2025** will be eligible to attend/participate and vote in the 7th Extra-Ordinary General Meeting (EGM) physically or through digital platform.

ii) A Member entitled to attend/participate and vote in the 7th Extra-Ordinary General Meeting (EGM), may appoint a proxy in his/her stead. The Proxy Form, duly completed and stamped with a revenue of Tk. 100.00 (Taka One Hundred), must be deposited at the Registered Office/ Liaison Office of the Company or a scanned copy of that form can be mailed at info.ccl@cg-bd.com not later than 48 hours before the time fixed for holding the meeting.

iii) The link for joining the Digital Platform is **(Link: https://meetbd.live/7thconfidcemegm)** which will be sent to the Members' respective email address and SMS to their mobile number as available with us in due course of time.

iv) Members are requested to submit their questions/comments and vote electronically in to the **Link: https://meetbd.live/7thconfidcemegm,** 48 hours before commencement of the EGM i.e. from 11:00 AM, Thursday, the 16th October 2025. For logging into the link, the members need to put their 16-digit Beneficiary Owner (BO) Number/Folio Number and Number of Shares held on Record Date as proof their identity.

v) Full login/participation process to the Digital Platform will be available on the Company's website at **https://confidencecement.com.bd.**

vi) Members whose email addresses updated/changed subsequently, are requested to email us at **info.ccl@cg-bd.com** referring to their full name, BO ID and email address to get the digital platform invitation meeting.

vii) No benefit in cash or kind, shall be offered to the shareholders for attending the EGM as per Circular No. SEC/CMRRCD/2009-193/154, dated, October 24, 2013 of the Bangladesh Securities and Exchange Commission.