

Bangladesh Lamps Limited

Sadar Road, Mohakhali, Dhaka - 1206

NOTICE OF THE 51ST ANNUAL GENERAL MEETING

Notice is hereby given that the 51st Annual General Meeting of the Company will be held on **Monday, 7th May 2012, at 11:00 a.m.** at the Emmanuells's Banquet Hall, House No. 04, Road No. 134-135, Gulshan-1, Dhaka to transact the following business :

AGENDA

1. Consideration and adoption of the Directors' and Auditors' reports and the audited accounts of the Company for the year ended 31st December 2011.
2. Declaration of dividend for the year 2011.
3. Election of Directors.
4. Appointment of Auditors for the year 2012 and fixation of their remuneration.

5. Special Resolution:

To amendment of the article 116 of the Articles of Association of the Company and adopt the following special resolutions:

“Resolved that the article 116 of the Articles of Association of the Company be and is hereby amended and shall be substituted to read as follows:

116. (a) The qualification of a Director shall be holding of shares in the Company of the nominal value of Tk.10,000 (Taka ten thousand) only at least registered in his own name, excepting Director nominated by a Company. Such Company, which is nominating a Director, shall be required to hold shares of at least 5% shares for each nominee Director subject to article 109.

Such qualification shall not be required in case of 'Independent Director' appointed under Securities and Exchange Commission's notification no. SEC/CMRRCD/2006-158/Admin/02-08 dated 20th February 2006. The Independent Director, so appointed, need not hold any share in his/her own name.

(b) The shareholding company shall have the right from time to time to nominate one or more persons as Director of the Company and to remove such person or persons from office and on a vacancy being caused in such office for any reason whether by removal, death or otherwise, to nominate another Director in the vacant place. The nominee Director shall not be required to hold any qualification shares in his own name but shall be entitled to the same rights and privileges of other Directors of the Company.”

By order of the Board



Abdullah Ismail
Company Secretary

Dhaka,
22-03-2012

NOTES

- 1 **03-04-2012 is the Record Date.** The shareholders whose names will appear in the share register of the Company or in the depository register on that date, will be eligible to attend the Annual General Meeting.
- 2 A shareholder entitled to attend and vote at the meeting may appoint a proxy to attend and vote in his place. The proxy form, stamped with a revenue stamp of Tk. 8, should be submitted at the Head Office of the Company 48 hours before the meeting, i.e. by the close of business on 5th May 2012.
- 3 For the sake of convenience, shareholders are requested to submit their queries on the Directors' report / Audited accounts for the year 2011, if any, at the Head Office of the Company preferably 7 days before the day of the General Meeting.

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