



# বিডি থাই ফুড এন্ড বোভারেজ লিমিটেড BD THAI FOOD & BEVERAGE LTD.



## Notice of the 4th Extraordinary General Meeting(EGM)

Notice is hereby given that the 4th Extraordinary General Meeting (EGM) of BD Thai Food & Beverage Limited will be held on **Sunday, July 14, 2024 at 10:30 am** by using hybrid platform (virtually through the link <https://bdthaifood-egm.bdvirtual.com> and at venue: **Trust Milonayaton, 545, Old Airport Road, Dhaka Cantonment, Dhaka 1206, Bangladesh**) to transact the following business:

**Agenda 01: To consider and approve the revised proposal for utilization of IPO proceeds.**

In the last (3<sup>rd</sup>) EGM of the company held on December 14, 2022 the valued shareholders approved to import certain machineries which the company could not import because of some unavoidable circumstances which include dollar crisis and devaluation of BDT against USD. Under these circumstances, the Board of Directors recommended to change the type of machineries which the company wants to import after getting shareholders' approval. Currently, the company has focused on reducing the production cost of the existing production lines. The Board of Directors of the company is confident that importing the following machineries will enhance the production capacity of the existing beverage lines. These energy efficient machineries will also reduce the product costing significantly which will enable the company to market its products more aggressively in the domestic and international markets. The Board strongly believes that, these changes will have positive impact on the financials of the company which will ensure impressive return on investment (ROI). This will enable the company to look after the interest of all the stakeholders. As per the recommendation of the Board use of unutilized IPO proceeds amounting to BDT 39,982,049/- may be utilized as per the revised following manner which will be approved by the valued Shareholders:

### Quote

Total Unutilized IPO Proceeds BDT 39,982,049/-					
List of machineries approved by the Shareholders in 3rd EGM, dated 14/12/2022			Proposed list of new machineries to be approved by the Shareholders in 4th EGM		
Particulars		Amount In BDT	Particulars	Supplier Name	Amount In BDT
1	(i) Bottol Neck and Body Conversion Parts and Standard Accessories (03 Sets)	9,597,900	CSD (Carbonated Soft Drink) Bottle Blow Molding Machine: CSD-AB8 Pro 1Lt.01 Set	Changshengda Machinery (Zhejiang) Co., Ltd.	16,380,000
			250ml CSD Bottle Blow Mold : 8cav. Aluminium Alloy (Imported from USA) 01 Set		
	(ii) Cup Cake Production Line With Standard Accessories	5,724,500	1 Lt. CSD Bottle Blow Mold : 8cav. Aluminium Alloy (Imported from USA), Bottle Body 01 Set		
			Water Chiller : 10HP Air Cooled Type 01 Set		
			Mold Cart : Help to Change the Mold 01 Set.		
	(iii) High Pressure Compressor (01 Set)	8,774,000	(1) PET Oil Free Air Compressor 01 Set, (2) Air Tank 01 Set, (3) Dryer and four fliters 01 Set & (4) Open circle cooling tower+water pump 01 Set	Inmenso Machinery (Wuxi) Co., Ltd.	6,318,000
	(iv) Blowing Mold (6+8 Cavity) 04 Sets	3,145,800	(1) 32 cavity PCO1881 39gm preform mold (1Lt.) 01 Set & (2) 32 cavity PCO1881 16gm preform mold (250ml) 01 Set	Wenzhou Xi Yi Foreign Trade Co., Ltd.	8,775,000



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List of machineries approved by the Shareholders in 3rd EGM, dated 14/12/2022			Proposed list of new machineries to be approved by the Shareholders in 4th EGM		
	Particulars	Amount In BDT	Particulars	Supplier Name	Amount In BDT
1	(v) Biscuit Production Line (Model 400) With Standard Accessories	10,274,033	(1) Semi automatic blowing machine -YM-2000 01 Set	Taizhou Huangyan Jingteng Trading Co., Ltd.	1,134,900
			(2) Semi automatic blowing machine with two sets bottle mould-YM-2000-B 01 Set		
			(1) Brand New Injection Moulding Machine 01 Set, (2) Hopper Dryer HHD-75 EM 01 Set, (3) Dryer Set 01 Set, (4) Color Mixer HHS-50EB 02 Sets & (5) Auto Loader 02 Sets	Ningbo Bole IMP & Exp Co., Ltd.	4,282,200
			Hot Runner Preform Mold With Temperature Controller (CSD Grade), 24 Cavity Mould 26gm 01 Set		
	(vi) Cargo Lift With Cabin	1,550,000			-
	(vii) Custom Duty, Bank Charge, Insurance Doc. Clearing Charge etc. On Imported Machineries	268,939	Custom Duty, Bank Charge, Insurance Doc. Clearing Charge etc. On Imported Machineries		166,949
	(viii) Electrical Cable With Accessories	328,500			-
	(ix) Cylinder (08 Sets)	414,750			-
					-
2	(i) IPO Related Expenses	10,434			-
3	(i) Bank Charge	(106,807)			-
Total Unutilized IPO Proceeds BDT		39,982,049	Total Proposed Estimated Cost BDT		39,982,049

## Unquote

### Agenda 02: To consider and approve the time extension for utilization of IPO Proceeds.

As per prospectus approved by the Bangladesh Securities & Exchange Commission the last date for utilization of IPO proceeds was January 11, 2024. Due to some unavoidable circumstances which include dollar crisis and devaluation of BDT against USD, the company was unable to import machineries which were approved by the shareholders in the 3<sup>rd</sup> EGM dated December 14, 2022. Considering the above circumstances, the company needs to extend time limit for utilization of IPO proceeds upto May 25, 2025. In this regard, the Board recommended the following resolution which will be approved by the valued shareholders:

## Quote

**Resolved that, time limit for utilization of IPO proceeds to be extended upto May 25, 2025.**

## Unquote

Dhaka, Bangladesh  
June 22, 2024

By order of the Board

  
(Md. Habibur Rahman)  
Company Secretary





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## Notes:

1. Members whose name appeared in the Member's/ Depository Register as on **Record Date i.e. 20 June 2024** will be eligible to attend/participate and vote in the 4<sup>th</sup> EGM through the link <https://bdthaifood-egm.bdvirtual.com> by using digital platform and at venue: Trust Milonayaton, 545, Old Airport Road, Dhaka Cantonment, Dhaka 1206, Bangladesh by using hybrid platform.
2. A member entitled to attend/participate and vote in the 4<sup>th</sup> EGM, may appoint a proxy in his or her instead. A scanned copy of the proxy form, duly filled and stamped with a revenue stamp of Tk. 100/- and signed by the member must be sent by email to [cs@btfbl.com](mailto:cs@btfbl.com) not later than 72 hours before commencement of the 4<sup>th</sup> EGM.
3. Corporate Shareholder of the Company, by resolution of its Directors or other governing body authorizes such person as it thinks fit, to act as its representative at the 4<sup>th</sup> EGM. Authorization Letter must be sent through email to [cs@btfbl.com](mailto:cs@btfbl.com) not later than 72 hours before commencement of the 4<sup>th</sup> EGM.
4. The shareholders will be able to submit their questions/comments and vote electronically 72 hours before commencement of the 4<sup>th</sup> EGM and or during the 4th EGM. For logging into the system, the shareholders need to put their 16-digit Beneficial Owner (BO) ID number/Folio Number by visiting the link <https://bdthaifood-egm.bdvirtual.com>
5. Shareholders may submit their questions in advance by email to [cs@btfbl.com](mailto:cs@btfbl.com)
6. Proxy Form, 4<sup>th</sup> EGM link & the Notice are available on the Company's website: [www.btfbl.com](http://www.btfbl.com)