

**PRICE SENSITIVE INFORMATION**  
**IN THE MATTER OF AMALGAMATION OF:**  
**FAR Chemical & Textile Ind. PLC (Transferee Company)**  
**and**  
**S.F. Textile Industries Limited (Transferor Company)**

This is for information to all concerned that a meeting of the Board of Directors of both the Transferee Company and Transferor Company held on October 31, 2023 at 3:00 PM in the Board Room of the Transferee Company's Corporate Office at house # 11, Road # 12, Unit # 5-A, Niketon, Gulshan-1, Dhaka-1212 for taking decision on COMPANY MATTER NO. 83 OF 2022 for amalgamation of S.F. Textile Industries Limited (SFTIL) with FAR Chemical Industries Limited (FARCHEM), as per the Judgment and Order of the Honorable High Court Division of the Supreme Court of Bangladesh, Dated on: 28th November, 2022 in terms of the Scheme of Amalgamation.

The meeting had a threadbare discussion on the matter stated below:

1. Both the companies director were unanimously decided to amalgamate the Authorized Share Capital that would be Tk.5,010,000,000/- (Taka Five Hundred and One Crore) only divided into 501,000,000 (Fifty Crore and Ten Lac) Ordinary Shares of Tk. 10/- (Ten) each, encompassing Pre-merger by FAR Chemical & Textile Ind. PLC: 300,000,000 (Thirty Crore) Ordinary Shares of Tk. 10/- (Ten) each and S.F. Textile Industries Ltd : 201,000,000 (Twenty Crore and Ten Lac) Ordinary Shares of Tk. 10/- (Ten) each. Further resolved that; necessary alteration to be made in this regard by the Transferee Company (FAR Chemical & Textile Ind. PLC) in its Memorandum of Association and Articles of Association.
2. Both the companies' director decided unanimously to allot Ordinary Share Capital of Tk. 803,995,250 divided into 80,399,525 ordinary shares of Tk. 10 (Ten) each to the shareholders of Transferor Company (S.F. Textile Industries Ltd) from the amalgamated company (Transferee Company- FAR Chemical & Textile Ind. PLC).
3. Both the companies' director decided unanimously to amalgamate the financial statements of the Transferor Company (S.F. Textile Industries Ltd) and the Transferee Company (FAR Chemical & Textile Ind. PLC) as on 31 October 2023.
4. Both the companies director were unanimously decided to form a new Board of Directors for the amalgamated company and also elect Mr. Abid Mustafizur Rahman as the Chairman and Mr. Akik Habibuzzaman as the Managing Director.
5. Both the companies director were unanimously decided that amalgamation activities shall be completed under the supervision of amalgamated company's new board of directors.

By Order of the Board,

Dated: Dhaka  
October 31, 2023

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ABM Golam Mostafa FCMA  
Company Secretary