

NOTICE OF THE 6TH EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given to all shareholders of Lub-rref (Bangladesh) PLC. (the “Company”) that the **6th Extra-Ordinary General Meeting (EGM)** will be held on 09 July 2026 at 11.30 A.M through “**Hybrid System**” in combination of both Online (Digital/Virtual) Platform using Link: <https://lrbd12026.hybridgmbd.net> and Physical Presence at Factory Premises, B-6 (Part) 9-10 & 23-24, BSCIC Industrial Estate, Block-A, Post Office: Custom Academy, Sagarika Road, Chattogram-4219 to transact the following business:

AGENDA

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

“RESOLVED THAT

As approved by the Board of Directors, the matters of -

- (1) Settlement of the outstanding Letter of Credit (LC) Liabilities amounting USD 364,811.00 (Equivalent BDT 45,601,375 @ 125) against Bill No. SITPUBG148651G from the existing balance of IPO Proceeds available in the Company’s Mudaraba Notice Deposit (MND) Account;
- (2) Adjustment of required down payment for rescheduling long-term and short loan amounting to BDT 4,33,00,000.00 (Four Crore Thirty-Three Lac Only) under BRPD Circular No. 07 from the remaining balance of IPO Proceeds available in the Company's Mudaraba Notice Deposit (MND) Account; and
- (3) Utilization of rest amount of IPO Proceeds as Working Capital for the Company's business operations; as detailed in **Annexure-A** (which will replace the Scheme detailed in **Annexure-B** approved in the 5th EGM held on 20 October 2021) be and is hereby approved by the shareholders other than sponsors and directors at an Extraordinary General Meeting (EGM) subject to subsequent approval of the Bangladesh Securities and Exchange Commission (BSEC).

It is to be noted that in order to comply with Condition No. 6 of Part-C of the IPO Consent Letter issued by BSEC vide No. BSEC/CI/BB-14/2018/299 dated 24 December 2020 with regard to change the purpose of utilization of IPO Proceeds, approval of at least 51% of the public shareholders, other than sponsors and directors, in the EGM is required.

All shareholders of the Company are requested to make it convenient to attend the meeting accordingly.

By order of the Board,


Kabir Hossain
Company Secretary

Dated: 09 June 2026
Place: Chattogram

Notes:

- (1) Record Date for the EGM is 30 June 2026. Members whose names would appear in the Depository Register on the Record Date will be eligible to attend /participate in and vote at the EGM.

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- (2) The notice of EGM for the rearrangement of utilization of IPO Proceeds along with the Annexure-A and Annexures-B which formulate an integral part of the notice is being circulated to the members' respective e-mail addresses as provided by the CDBL at the Record Date.
- (3) Both of Annexure-A and Annexure-B will be available in the website of the company: www.lub-rref.com.
- (4) A member eligible to attend and vote in the EGM is entitled to appoint a Proxy to attend and vote on his/her behalf. No person shall act a proxy unless he/ she is entitled to be present and vote in the EGM in his/her own right. The proxy form, duly stamped with a revenue stamp of Taka 100 must be deposited at the Registered Office of the Company or a scanned copy can be mailed to cs@lub-rref.com not less than 72 hours before the time fixed for the EGM. Link for joining in the EGM through Digital Platform is <https://lrbdl2026.hybridegmbd.net>.
- (5) Members can join the Virtual EGM providing their respective names, 16 -digit Beneficial Owner (BO) Number and other credentials as a proof of their identity.
- (6) The detail login process will be notified to the respective Member's email address and by SMS. Full login/ participation process to the Digital Platform meeting will be available in the website of the Company: www.lub-rref.com.

Annexure-A

Part-1

[Proposed Utilization of IPO Proceeds of Lub-rref (Bangladesh) PLC available in the Company's Mudaraba Notice Deposit (MND) Account at Social Islami Bank PLC. Agrabad Branch, Chittagong]

No.	Particulars	Amount (BDT)
1	Settlement of outstanding Letter of Credit (LC) liabilities against Bill No. SITPUBG148651G amounting to USD 364,811.00 , equivalent to BDT 45,601,375 (@ BDT 125 per USD), from the existing balance of IPO Proceeds available in the Company's Short Notice Deposit (SND) Account.	45,601,375
2	Adjustment of the required down payment for rescheduling of long-term and short-term loans under BRPD Circular No. 07 , from the remaining balance of IPO Proceeds available in the Company's Short Notice Deposit (SND) Account.	43,300,000
3	Utilization of the remaining balance of IPO Proceeds available in the Company's Short Notice Deposit (SND) Account as Working Capital for the Company's business operations.	112,147,254
Total Available IPO Proceeds as on 30 May 2026		201,048,629

Part-2

[Calculation of IPO Proceeds of Lub-rref (Bangladesh) PLC available in the Company's Mudaraba Notice Deposit (MND) Account at Social Islami Bank PLC. Agrabad Branch, Chittagong]

Sl. No.	Purpose of Utilization	Allocation as per Prospectus	Allocation as Approved in EGM and BSEC	Fund Utilized up to 31 May 2026	Unspent/ Remaining Balance
*	Expansion of Business (Acquisition & Installation of Machineries)	980,000,000	-	-	-
1	Basic Engineering Design	-	152,160,625	62,899,185	89,261,440
2	CEP Support during detailed design	-	-	-	-
3	Technology License Fee	-	-	-	-
4	Startup & Training	-	-	-	-
5	ICP-OES with microwave sample preparation system	-	10,927,772	10,927,772	-
6	FTIR	-	9,874,219	10,000,000	(125,781)
7	Nanoer Technology Quotation	-	302,812,500	-	302,812,500
8	Hydrotreater	-	171,087,367	-	171,087,367
9	Hydrogen Plant	-	42,500,000	-	42,500,000
10	Fractionator	-	24,465,380	-	24,465,380
11	Utilities	-	16,448,690	-	16,448,690
12	Land and Land Development	-	78,813,000	496,128,215	(417,315,215)
13	Civil Construction	-	66,181,492	36,308,210	29,873,282
14	EPC Mobilization Cost	-	121,125,000	-	121,125,000
15	Bank Loan Repayment	460,430,282	-	460,430,282	-
16	IPO Related Expenses	59,569,718	-	57,974,406	1,595,312
17	Replenish Working Capital	-	-	234,306,075	(234,306,075)
*	Excess of Adjustments over Prospectus	-	(16,396,045)	-	(16,396,045)
Total IPO Proceeds		1,500,000,000	980,000,000	1,368,974,145	131,025,855
18	Interest Income up to the month of December 30, 2025	83,252,248	-	-	83,252,248
19	Tax on Interest Income up to December 30, 2025	(12,207,036)	-	-	(12,207,036)
20	Foreign Exchange Loss & Bank Charges	(1,022,439)	-	-	(1,022,439)
Total IPO Proceeds & Interest Income/(Bank Charges)		1,570,022,774	980,000,000	1,368,974,145	201,048,629

Annexure-B

Scheme approved in the 5th EGM held on 20 October 2021

Schedule-1:

Estimated Cost of BMRE of Lub-rref (Bangladesh) PLC.

Particulars	Existing (Incurred) 30.06.2020	Projected	Grand Total
		Total	
Land	1,188,930,793	392,727,528	1,581,658,321
Building & Civil Constructions	350,017,038	1,300,647,865	1,650,664,903
Plant and Machinery	2,133,762,872	7,805,965,146	9,939,728,018
Electro-Mechanical Equipment's	20,214,210	500,000,000	520,214,210
Office Equipment's	24,933,849	40,000,000	64,933,849
Furniture & Fixtures	13,880,054	50,000,000	63,880,054
Motor Vehicles	5,220,409	90,500,000	95,720,409
Capital Work-in-Progress	192,969,967	-	192,969,967
Advances, Deposits and Other receivables	365,738,996	-	365,738,996
Inventories	527,816,764	-	527,816,764
Accounts Receivables	430,196,620	-	430,196,620
Current Account with Associate Companies	31,925,000	-	31,925,000
Initial Working Capital	-	939,886,962	939,886,962
Cash and Cash Equivalents	22,838,325	-	22,838,325
TOTAL	5,308,444,897	11,119,727,501	16,428,172,398
IDCP-Local	-	1,712,488,574	1,712,488,574
	5,308,444,897	12,832,216,075	18,140,660,972

Schedule-2

Estimated Capital Structure & Financial Plan for BMRE of Lub-rref (Bangladesh) PLC.

Particulars	BMRE Projected Total Amount	Source of Fund	
		From Bank	
New Term Loan:			
Building	1,170,583,079		
Imported Plant & machinery	5,779,465,950		
Landing Charges	192,396,360		
Local Machinery	500,356,798		
Electromechanical costs	440,000,000		
Motor Vehicle	81,450,000		
For Initial Working Capital	939,886,962		
	9,104,139,148		9,104,139,148
Interest during construction period (IDCP)	1,712,488,574		1,712,488,574
Sub Total Loan From Bank	10,816,627,722		10,816,627,722
Further Equity:		Retained Earnings	IPO Fund
Land and land development	392,727,528	1,019,192,307	996,396,045
Building	130,064,787		
Imported Plant & machinery	1,191,936,038		
Erection & Installation	150,000,000		
Electromechanical Equipment's	50,000,000		
Motor Vehicle	10,860,000		
Office Equipment's	40,000,000		
Furniture & Fixtures	50,000,000		
	2,015,588,352		2,015,588,352
Total	12,832,216,075		12,832,216,075

Schedule-3

Estimated Cost & List of Machineries of BMRE of Lub-rref (Bangladesh) PLC. with IPO Fund Utilization Plan

Sl.	Name of Machineries/ Equipment and others	Country of Origin	Currency	Amount in FCY	Amount in BDT(Approx.)	IPO Fund Utilization
				USD		
1	Basic Engineering Design	USA	USD	312,500	26,562,500	152,160,625
2	CEP Support during detailed design	USA	USD	437,500	37,187,500	
3	Technology License Fee	USA	USD	1,500,000	127,500,000	
4	Startup & Training	USA	USD	250,000	21,250,000	
5	ICP-OES with Microwave sample preparation system	USA	USD	128,562	10,927,772	10,927,772
6	FTIR	USA	USD	116,167	9,874,219	9,874,219
7	Nanoer Technology Quotation	USA/Europe	USD	14,250,000	1,211,250,000	302,812,500
8	Hydrotreater	USA/Europe	USD	13,418,617	1,140,582,445	171,087,367
9	Hydrogen Plant	USA/Europe	USD	5,000,000	425,000,000	42,500,000
10	Fractionator	USA/Europe	USD	2,878,280	244,653,800	24,465,380
11	Utilities	USA/Europe	USD	3,870,280	328,973,800	16,448,690
12	Land & Land Development	Local	BDT	927,212	78,813,020	78,813,000
13	Civil Construction	Local	BDT	778,606	66,181,510	66,181,492
14	EPC Mobilization Cost	USA	USD	1,425,000	121,125,000	121,125,000
Total						996,396,045

