



GSP FINANCE COMPANY (BANGLADESH) LIMITED

Registered Office: 1, Paribagh, Mymensingh Road, Dhaka-1000

Phone: 88-02-9674306, 9674425; Fax: 88-02-9674194

Website: www.gspfinance.com

Notice of the 20th Annual General Meeting

Notice is hereby given that the 20th Annual General Meeting of the shareholders of GSP Finance Company (Bangladesh) Limited will be held on Monday, February 23, 2015 at 11.00 a.m. at the **Institution of Diploma Engineers, Bangladesh**, IDEB Bhaban, 160/A, Kakrail, Dhaka-1000, Bangladesh to transact the following businesses:

01. To receive and adopt the Directors' Report to the Shareholders, Auditors' Report and Audited Financial Statements for the year ended December 31, 2014.
02. To declare Dividend for the year ended December 31, 2014.
03. To elect Directors in place of those who shall retire by rotation in accordance with the provision of Articles of Association of the Company.
04. To appoint Auditors of the Company and fixation of their remuneration.

By order of the Board

Sd/-

Md. Mizanur Rahman
Company Secretary

Dated: January 26, 2015

Notes:

01. The Record Date is February 05, 2015.
02. The Shareholders whose name will appear in the Share Register of the Company and in the Depository Register on the date will be eligible to attend the 20th Annual General Meeting and qualify for the dividend to be declared at the AGM.
03. A shareholder eligible to attend and vote at the Annual General Meeting (AGM) may appoint a proxy to attend and vote in his/her place by filling proxy Form. The proxy Form must be affixed with a revenue stamp of Tk. 20/= and submitted to the Registered Office of the Company not later than 48 hours before the day of the Annual General Meeting.
04. Members are requested to notify change of address, if any, through their respective Depository Participants well before the Record Date.
05. Shareholders' attendance counter will open at 7.00 a.m. and to be continued till 11.00 a.m.

N.B: Members may please note that no gift or benefits in cash or kind shall be given at the AGM.



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1, Paribagh, Mymensingh Road,
Dhaka-1000.

PROXY FORM

I/We
of being a shareholder
of GSP Finance Company (Bangladesh) Limited do hereby appoint

Mr./Mrs.
of
(or failing his/her)

Mr./Mrs.
of as my/our Proxy

to attend and vote on my/our behalf at the 20th Annual General Meeting of the Company to be held on February 23, 2015, Monday at 11a.m. at the **Institution of Diploma Engineers, Bangladesh**, IDEB Bhaban, 160/A, Kakrail, Dhaka-1000, or at any adjournment thereof or any ballot to be taken in consequence thereof.

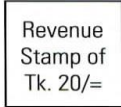
Signed this day of February, 2015

.....
Signature of the proxy

.....
Signature of the Shareholder(s)

BO ID No.

No of shares being held.



Notes:

- I). This Form of Proxy, duly completed must be deposited at least 48 hours before the meeting of the Company's Registered Office. Proxy is invalid if not signed and stamped as indicated above.
- II). Signature of the Shareholder should agree with the specimen signature registered with the Company.



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ATTENDANCE SLIP

I/We hereby record my/our attendance at the 20th Annual General Meeting of the Company to be held on on February 23, 2015, Monday at 11 a.m. at the **Institution of Diploma Engineers, Bangladesh**, IDEB Bhaban, 160/A, Kakrail, Dhaka-1000.

Name of the shareholder(s) / Proxy (in Block Letters).....

BO ID No.

No of shares being held.

Date:

Signature of the Shareholder(s)/Proxy

N.B.: Shareholders attending the meeting in person or by proxy are requested to complete Attendance Slip and deposit the same at the entrance of the meeting hall.

Members may please note that no gift or benefits in cash or kind shall be given at the AGM.