



পাওয়ার গ্রিড বাংলাদেশ পিএলসি

POWER GRID BANGLADESH PLC

(An Enterprise of Bangladesh Power Development Board)

Grid Bhaban, Avenue-3, Jahurul Islam City, Aftabnagar, Badda, Dhaka-1212

Web: www.powergrid.gov.bd

স্মারক নং- ২৭.২১.০০০০.১০১.৪৩.০০০.২৬.২৩৯৭

তারিখঃ ২১/০৫/২০২৬খ্রিঃ

মূল্য সংবেদনশীল তথ্য

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশন (বিএসইসি) এর সূত্র নম্বর বিএসইসি/সিএফডি/সিআই/সিপিএলসি (পাবলিক)-১১৩০/২০২৫/পার্ট-১/৭৩৭ তারিখ: ২০/০৫/২০২৬ এর মাধ্যমে পাওয়ার গ্রিড বাংলাদেশ পিএলসি-কে সরকার কর্তৃক ২০২৪-২৫ অর্থবছরে ইকুইটি হিসেবে প্রদত্ত ১৫২৯,১৯,৪২,৩৭০ টাকার বিপরীতে ১০ টাকা অভিহিত মূল্যের ১৫২,৯১,৯৪,২৩৭ টি Irredeemable and Noncumulative Preference Share সচিব, বিদ্যুৎ বিভাগের অনুকূলে ইস্যু করার বিষয়ে সম্মতি প্রদান করেছে। প্রয়োজনীয় কার্যক্রম শেষে উক্ত শেয়ার সচিব, বিদ্যুৎ বিভাগের অনুকূলে ইস্যু করা হবে।

উল্লেখ্য, গত ২৪ জানুয়ারি ২০২৬ তারিখ পাওয়ার গ্রিডের ২৯তম বার্ষিক সাধারণ সভায় শেয়ারহোল্ডারগণ কর্তৃক বিষয়টি অনুমোদিত হয়েছিল। বিস্তারিত জানতে ভিজিট করুন www.powergrid.gov.bd

মোঃ জাহাঙ্গীর আজাদ

কোম্পানি সচিব

পাওয়ার গ্রিড বাংলাদেশ পিএলসি

Bangladesh Securities and Exchange Commission
Corporate Finance Division
Capital Issue Department
Capital Raising Section
www.sec.gov.bd

BSEC/CFD/CI/CPLC (Public)-1130/2025/Part-I/737

20 May 2026

Managing Director
Power Grid Bangladesh PLC
Grid Bhaban, Avenue-3, Jahurul Islam City
Aftabnagar, Badda, Dhaka-1212.

Subject: Regarding consent for raising of capital.

Dear Sir,

This refers to your letter No. .27.21.0000.101.43.003.26.1351 dated 16 March 2026 on the captioned subject.

In this connection, the undersigned is directed to convey the consent of Bangladesh Securities and Exchange Commission (hereafter, "the Commission") under the provision of the Securities and Exchange Commission (Issue of Capital) Rules, 2001 [updated up to 2021] regarding issue of capital of Power Grid Bangladesh PLC, (hereafter, "the issuer"), through issuance of 1,529,194,237 irredeemable and non-cumulative preference shares of face value Tk.10 each amounting total Tk. 15,291,942,370 (One Thousand Five Hundred Twenty-Nine Crore Nineteen Lac Forty-Two Thousand Three Hundred Seventy Taka only) in favor of Secretary, Power Division, Ministry of Power, Energy and Mineral Resources against deposit for shares as on 30 June 2025.

This consent has been accorded subject to the condition that the issuer shall comply with the relevant laws and regulatory requirements as well as adhere to the following conditions imposed under Section-2CC of the Securities and Exchange Ordinance, 1969:


1. **The issuer shall issue the aforesaid preference shares only in favor of Secretary, Power Division, Ministry of Power, Energy and Mineral Resources against deposit for shares;**
2. **The issuer shall disseminate this receipt of the Commission's decision regarding the aforesaid increase of capital through issuance of preference shares as Price Sensitive Information (PSI) following সুবিধাজোগী ব্যবসা নিষিদ্ধকরণ বিধিমালা, ২০২২;**
3. This consent for raising of capital through issuance of stock dividend shall remain valid for a period of three (03) months from the date of issuance of this letter for the purpose of allotment of the aforementioned securities failing which this consent shall stand cancelled;
4. The issuer shall comply with the opinion of Finance Division, Ministry of Finance vide its letter No. 07.00.0000.141.99.003.20-22 dated 20 February 2023;
5. The issuer shall submit the RJSC certified annual summary of share capital (Schedule X) and return of allotment (Form-XV) to the Commission after issuance of the above-mentioned securities;
6. **The lock in provision as mentioned in rule No. 6A of the Securities and Exchange Commission (Issue of Capital) Rules, 2001 will be applicable;**
7. **The issuer shall furnish status report(s) on the proper utilization of the proceeds of aforementioned deposit for shares to be audited by a foreign-affiliated audit firm from the enlisted panel of the Commission and authenticated by the board of directors of the issuer to the Commission and the stock exchange(s). In the event of any irregularity or inconsistency, the Commission may employ or engage any person to examine whether the issuer has utilized the proceeds for the purpose**

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disclosed in the application as well as mentioned in audited financial statements of the issuer;

8. The published financial data as mentioned in audited financial statements of the issuer are considered to be correct in all material aspects. If any irregularities detected by further scrutiny by the Commission in future, the board of directors and management of the issuer as well as other associated parties shall be held responsible;
9. The issuer shall pay, within 15 (Fifteen) days of issuance of this letter, a fee at the rate of 0.1% up to first Tk. 5 crore & 0.02% for any subsequent amount on the total face value of capital, to be issued through a bank draft or payment order issued in favor of the 'Bangladesh Securities and Exchange Commission'. If the issuer fails to pay within the specified time, this consent shall stand cancelled;
10. The issuer shall comply with all other remaining post-issue requirements/compliance issues in line with the Securities and Exchange Commission (Issue of Capital) Rules, 2001;
11. For arising of any ambiguity in respect of the above issuance, the issuer shall follow applicable rule/regulation/notification/order/directive/circular/guideline(s) etc.;
12. The Commission may impose further conditions/restrictions from time to time as and when required;
13. If the issuer fails to comply with any of the conditions as stated above, the issuer would be subject to penal provisions under the Securities and Exchange Ordinance, 1969 or any other related securities laws.

By Order of the Bangladesh Securities and Exchange Commission,


20-05-2026

(Bivas Ghosh)

Assistant Director (General)

Capital Issue Department

E-mail: bivasghosh@sec.gov.bd

Copy for kind information and necessary action (Not in order of seniority):

1. Chairman, BSEC;
2. Commissioners (All), BSEC;
3. Executive Director (ICA) BSEC [With request to monitor relevant post-issue compliance matters];
4. Chief Accountant (CAD), BSEC [With request to monitor condition No.7];
5. Registrar, Registrar of Joint Stock Companies and Firms, TCB Bhaban (6th Floor), 1, Kawran Bazar, Dhaka-1215;
6. Managing Director, Dhaka Stock Exchange PLC (DSE), DSE Tower, Plot # 46, Road # 21, Nikunja-2, Dhaka-1229;
7. Managing Director, Chittagong Stock Exchange PLC (CSE), CSE Building, 1080, Sk. Mujib Road Agrabad, Chittagong;
8. Managing Director, Central Depository Bangladesh Limited (CDBL), DSE Tower (Level-5), House-46, Road-21, Nikunja-2, Dhaka - 1229;
9. Office Copy;
10. Master Copy.