

**NOTICE OF THE 11<sup>TH</sup> ANNUAL GENERAL MEETING (AGM)**

Notice is hereby given to the members of Global Islami Bank PLC that the 11<sup>th</sup> Annual General Meeting (AGM) of the Bank will be held through Hybrid System in combination of Digital Platform through the link <https://globalislamibank.bdvirtualagm.com> and Physical Presence at Banquet Hall, Kurmitola Golf Club, Dhaka Cantonment, Dhaka (the Venue) on Thursday, August 08, 2024 at 11.00 a.m. (Bangladesh Standard Time) to transact the following agenda:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements of the Bank for the year ended December 31, 2023 together with the Auditors' Report and the Directors' Report thereon;
2. To declare dividend for the year ended December 31, 2023 as recommended by the Board of Directors of the Bank;
3. To retire/elect/re-elect Directors and also to confirm the appointment/re-appointment of new Directors including Independent Directors (if any);
4. To re-appoint Statutory Auditors of the Bank for the term until the next Annual General Meeting and to fix their remuneration;
5. To appoint Corporate Governance Compliance Auditors of the Bank for the year 2024 and to fix their remuneration;

**SPECIAL BUSINESS**

1. To consider and approve the transfer of the remaining amount of BDT 31,98,032.00 under the head of Estimated IPO Expenses to the Investment in SME head subject to approval of the regulatory authorities (if any);

**The following proposed resolution is to be considered with or without modification:**

**"RESOLVED THAT** transfer of the remaining amount of BDT 31,98,032.00 under the head of Estimated IPO Expenses to the Investment in SME head subject to approval of the Bangladesh Securities and Exchange Commission and other regulatory authorities (if any) be and is hereby considered and approved by the Shareholders of the Bank."

2. To consider and approve 24 (Twenty Four) months time extension for full utilization of the remaining amount of IPO proceeds as on date till November 09, 2026 subject to the approval of the regulatory authorities (if any);

**The following proposed resolution is to be considered with or without modification:**

**"RESOLVED THAT** 24 (Twenty Four) months time extension for utilization of the remaining amount of IPO proceeds as on date till November 09, 2026 subject to approval of the Bangladesh Securities and Exchange Commission and other regulatory authorities (if any) be and is hereby considered and approved by the Shareholders of the Bank."

3. To consider and approve the investment (Loan/Credit/Credit Card) proposals of the Directors as recommended/ approved by the Board of Directors, if any;

**The following proposed resolution is to be considered with or without modification:**

**"RESOLVED THAT** the investment (Loan/Credit/Credit Card) proposals of the Directors as recommended/ approved by the Board of Directors be and is hereby approved by the members/shareholders of the Bank"

All distinguished members are requested to attend the meeting on date, time and place as mentioned above.

By order of the Board of Directors

Date: July 14, 2024  
Dhaka

S/d  
Md. Manjur Hossain  
Company Secretary

**Notes:**

- a) The "Record Date" in lieu of Book Closure for the 11<sup>th</sup> Annual General Meeting (AGM) was on Thursday, June 06, 2024. The members, whose names appeared in the Register of Members of the Bank and/or in the Depository (CDBL) Register at the close of business on the Record Date will be eligible to attend and vote at the AGM and entitled to the Dividend, if approved by the members of the Bank in the 11<sup>th</sup> Annual General Meeting (AGM).
- b) Pursuant to Bangladesh Securities & Exchange Commission (BSEC) Directive No. BSEC/CMRRCD/2009-193/08 dated: March 10, 2021 and subsequent Letter No. BSEC/ICAD/SRIC/2024/318/09 dated January 16, 2024, the 11<sup>th</sup> AGM of the Bank will be conducted through Hybrid System in combination of Digital Platform through the link: <https://globalislamibank.bdvirtualagm.com> and Physical Presence at Banquet Hall, Kurmitola Golf Club, Dhaka Cantonment, Dhaka (the Venue).
- c) The Web Link for digital platform in the Hybrid AGM will also be communicated to the valued members through their respective email addresses and contact number in due course. The members may submit their e-vote/questions/ comments electronically before 24 (Twenty Four) hours of commencement of the meeting through the web link and also during the Annual General Meeting. In order to login for the Hybrid AGM, the members need to have their credentials available with them.
- d) A member eligible to attend and vote at the AGM may appoint a proxy to attend and vote on his/her behalf. The "Proxy Form" duly filled in, signed and stamped for BDT 100.00 by the member and Power of Attorney/Letter of Authorization from a Company/Corporation must be submitted to the Registered Office of the Bank or to the email address: [secretariat@globalislamibankbd.com](mailto:secretariat@globalislamibankbd.com) not later than 48 (Forty Eight) hours before the time fixed for holding the Annual General Meeting.
- e) Retirement/election/re-election of Directors of the Bank will be conducted in compliance with the Companies Act, 1994 (amended up to 2020), the Bank Company Act, 1991 (amended up to 2023), the Articles of Association of Global Islami Bank PLC and other prevailing relevant rules & regulations of the country.
- f) The Board of Directors of Global Islami Bank PLC in its 80<sup>th</sup> meeting held on April 28, 2024 recommended 5.00% (Five percent) Cash Dividend and 5.00% (Five percent) Stock Dividend (Bonus Shares) on the profit of the Bank as at the close of business on December 31, 2023; subsequently, BSEC accorded its consent on 5.00% (Five percent) Stock Dividend (Bonus Shares).
- g) Pursuant to the Bangladesh Securities & Exchange Commission Directive No. BSEC/CMRRCD/2009-193/08 dated: March 10, 2021 and Letter No. BSEC/ICAD/SRIC/2924/318/09 dated January 16, 2024; an Independent Scrutinizer has been appointed to scrutinize the election/re-election process along with the stock exchange(s) as well as to provide detailed information regarding the voting results followed by an Authentication Report.
- h) Pursuant to Clause No. 22(1) of the Listing Regulations, 2015 of Dhaka Stock Exchange and Chittagong Stock Exchange and also Condition No. 9(2) of the Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated: June 20, 2018 on Financial Reporting & Disclosure; link of the downloadable PDF copy of the "Annual Report 2023" along with Attendance Slip, Proxy Form and the Notice will be forwarded to all the Members at their respective email address available in their Beneficiary Owners (BO) Accounts maintained with the Depository Participants. Members may also collect printed copy of "Annual Report 2023" and Proxy Form from the registered office of the bank or Soft Copy from the Bank's web link [www.globalislamibankbd.com/annual-reports/](http://www.globalislamibankbd.com/annual-reports/) at least 14 (fourteen) days before the AGM pursuant to Section 191 (1) of the Companies Act, 1994 (amended up to 2020).
- i) Depository Participants (DPs)/Stock Brokers are requested to provide us with a list with particulars of margin loan accounts holding GIB shares, as on the record date with the particulars of members' name, BO ID, shareholding position, cash dividend receivable, tax rate etc. along with the name of the contact person and Bank account details (i.e. account name and number, bank and branch name, routing number etc.) of the DP/Stock Brokers to the Bank's Registered Office and soft copy to the email address: [secretariat@globalislamibankbd.com](mailto:secretariat@globalislamibankbd.com) or [info@globalislamibankbd.com](mailto:info@globalislamibankbd.com), within July 25, 2024 for receiving the dividends of the margin loan holders Dividend as per Bangladesh Securities and Exchange Commission's Directives No. BSEC/CMRRCD/2021-386/03 dated: January 14, 2021. In case of non-submission of such option within the stipulated time, the dividend will be paid off as deemed appropriate by the Bank.
- j) Existing External Auditor, Shafiq Basak & Co., Chartered Accountants will retire in this Annual General Meeting for the 2<sup>nd</sup> term and eligible for re-appointment. As such the Board of Directors of Global Islami Bank PLC in its 80<sup>th</sup> meeting held on April 28, 2024 recommended Shafiq Basak & Co., Chartered Accountants (i.e. enlisted with Bangladesh Bank, Bangladesh Securities and Exchange Commission and Financial Reporting Council) for shareholders' consideration to appoint as External Auditors for the 3<sup>rd</sup> term until conclusion of 12<sup>th</sup> Annual General Meeting as per applicable laws.
- k) A Twenty One days Notice has been served for holding the 11<sup>th</sup> Annual General Meeting (AGM), in accordance with Section 85(1)(ka) of the Companies Act, 1994 (amended up to 2020) related to the notice period.
- l) The Members Proxies are requested to register their names by 11.00 a.m. the latest at the counter of the entrance of the AGM Venue. The company/Institutional shareholders need to send an authorization letter to the company secretary to join the AGM of the company at least 48 hours before the commencement of the AGM.
- m) In compliance with the Bangladesh Securities and Exchange Commission's Circular No. SEC/CMRRCD/2009 193/154 dated: October 24, 2013 and regulation 24 (2) of the Listing Regulations, 2015 of Dhaka Stock Exchange PLC. and Chittagong Stock Exchange PLC.; No benefit in cash or kind, other than in the form of cash dividend or stock dividend will be paid to the holders of the equity securities at the 11<sup>th</sup> Annual General Meeting (AGM) of the Bank.