

Notice of the 28th Annual General Meeting

Notice is hereby given to all the members of Dhaka Bank Limited that the **28th Annual General Meeting** of the members of the Company will be held virtually by using digital platform through the link "<https://dhakabank.bdvirtualagm.com>" on **Sunday, June 18, 2023 at 11:30 a.m. (BST)** to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Profit and Loss Account of the Company for the year ended 31st December, 2022 and Balance Sheet as of that date together with the Reports of the Directors and the Auditors thereon.
2. To declare dividend for the Shareholders out of the profits of the year ended 31st December, 2022 as recommended by the Board of Directors.
3. To re-elect Directors who will be retiring from their office and to appoint Independent Directors.
4. To appoint the Auditors of the Company for the term until the next Annual General Meeting and to fix their remuneration.
5. To appoint the Compliance Auditors for the year 2023 as per Corporate Governance Code and to fix their remuneration.
6. Any other matter with the permission of the Chair.

Special Business:

To approve the proposal for changing the registered name of the Company from "Dhaka Bank Limited" to "Dhaka Bank PLC." in line with the Company (Second Amendment) Act, 2020 and the Directives of Bangladesh Bank and amend pertinent clauses of the Memorandum of Association and Articles of Association of the Bank subject to approval of the regulatory authorities.

May 25, 2023

By order of the Board

Sd/-

Md. Shahjahan Miah

EVP & Company Secretary

NOTES:

1. The Shareholders whose names appeared in the CDS/Register of Members of the Company on the 'Record Date' (May 22, 2023 for 6% Cash Dividend & May 30, 2023 for 6% Stock Dividend) will be entitled to the dividend and participate and vote in the AGM.
2. Shareholders entitled to participate and vote at this virtual AGM may appoint a proxy to participate and vote. The 'Proxy Form', duly filled, signed and stamped at BDT 20 must be sent through email to share.department@dhakabank.com.bd not later than 48 hours before commencement of the AGM.
3. Annual Report-2022 along with Attendance Slip, Proxy Form and Notice of the AGM will be sent to all the members by courier service/post/e-mail address available as per CDBL record. Members may also collect the Annual Report & Proxy Form from the Share Department of the company situated at Head Office, Level-4, Plot# CWS(C)-10, Bir Uttam A K Khandakar Road, Gulshan, Dhaka or may download the same from the website of the company, i.e. www.dhakabankltd.com.
4. Concerned Depository Participants (DPs) / Stock Brokers are requested to provide us with a list of their margin loan holders who held DBL shares as on record dates with the details of Shareholders' name, BO ID, shareholding position, cash dividend receivable, tax rate, etc. within June 08, 2023 along with the name of their contact person to the Share Department of the Company situated at Head Office, Level-4, Plot# CWS(C)-10, Bir Uttam A K Khandakar Road, Gulshan, Dhaka or at share.department@dhakabank.com.bd. The DPs/ Stock Brokers are also requested to provide us with their Bank Account name & number, routing number, etc. to aforementioned email address for receiving the dividends of their margin loan holders.
5. The Shareholders are requested to join the virtual AGM through the link <https://dhakabank.bdvirtualagm.com>. The shareholders will be able to submit their questions/ comments and also cast vote electronically before 25 (twenty-five) hours of commencement of the AGM through this link and also during the AGM. In order to login for the virtual AGM, the shareholders need to click on the link and provide their 16 digit Beneficiary Owners (BO) Account Number/ Folio Number.
6. Shareholders are requested to login to the system well ahead of the Meeting at appointed time for the AGM on Sunday, June 18, 2023. For any assistance, the respected members may contact at +8801678006132.