



# PUBALI BANK PLC.

Registered Office  
26 Dilkusha Commercial Area, Dhaka-1000, Bangladesh

## NOTICE OF THE 41<sup>st</sup> ANNUAL GENERAL MEETING

Notice is hereby given to all concern that the 41<sup>st</sup> Annual General Meeting (AGM) of Pubali Bank PLC. will be held on **Wednesday, 05 June 2024 at 10.30 AM** (Bangladesh Standard Time) using digital platform through the link <https://www.pubalibangla.com/AGM2024> to transact the following agenda:

### AGENDA

1. To receive, consider and adopt the Audited Financial Statements for the year ended 31<sup>st</sup> December 2023 and Reports of the Directors and Auditors thereon.
2. To declare Dividend for the year ended 31<sup>st</sup> December 2023 as recommended by the Board of Directors.
3. To appoint the Statutory Auditors of the Bank for the year 2024 and to fix their remuneration.
4. To appoint Corporate Governance Compliance Auditor for the year 2024 and to fix their remuneration.
5. To approve the re-appointment of Independent Director.
6. To elect / re-elect Directors in place of retiring Directors.

All the honorable members/shareholders of Pubali Bank PLC. are requested kindly to make it convenient to attend the meeting virtually in time.

Dated: Dhaka  
05 May 2024

By order of the Board of Directors  
sd/-  
**Md. Anisur Rahman**  
Company Secretary

### NOTES:

- a) The **“Record Date”** is fixed on **Sunday, 12 May 2024**. The members whose names will appear in the register of the Members of the Company and in the Depository Register (Central Depository System of CDBL) as on the **“Record Date”** will be eligible to attend/participate and vote in the 41<sup>st</sup> Annual General Meeting (AGM) and also will be entitle to receive dividend.
- b) Pursuant to BSEC's letter No. BSEC/ICAD/SRIC/2024/318/87 dated 27.03.2024, the Annual General Meeting will be conducted by using digital platform through the link <https://www.pubalibangla.com/AGM2024>.
- c) As per Companies Act 1994 under Regulation 79, 80 and 81 of schedule- I and as per article no. 90 & 91 of the Bank's Articles of Association, one- third of the directors need to retire every year and they will be eligible for re-election. Under this circumstances, the honorable directors (a) Mr. Monzurur Rahman (b) Mr. Habibur Rahman (c) Mr. Fahim Ahmed Faruk Chowdhury and (d) Mr. Musa Ahmed will retire in the 41<sup>st</sup> Annual General Meeting and they will be eligible for re-election.
- d) An entitled member who wants to attend the meeting virtually by using digital platform and cast his/her vote through online has to go to the link: <https://www.pubalibangla.com/AGM2024> for login to the system. After putting his/her BO ID/folio ID, an OTP (One Time Password) will be sent to his/her registered mobile number and email address (as per CDBL data/company's record). By using the OTP, he/she will be able to attend and cast his/her vote through online. Time for online registration and e-voting will be **Tuesday, 04 June 2024 from 8.00 AM** to before closure of the Meeting on **Wednesday, 05 June 2024**.
- e) Any Member/Members of the Company entitled to attend and vote at the AGM may appoint any person, as his/her/their Proxy or Attorney to attend and vote on his/her/their behalf. A Member, being a corporation or company, may appoint its representative, duly appointed and authorized, to attend and vote on its behalf. The proxy form or power of attorney or letter of authority, as the case may be, duly signed and stamped must be submitted at Share Department, 11<sup>th</sup> floor, Registered Office, 26 Dilkusha C/A, Dhaka of the Bank no later than 48 hours before commencement of the Annual General Meeting i.e. **Monday, 03 June 2024 up to 10.30 AM**.
- f) A valid **proxy holder/Attorney/representative** may attend the meeting virtually by using digital platform by login to the system through link: <https://www.pubalibangla.com/AGM2024> and also may cast his/her e-vote through the above mentioned link from **Tuesday, 04 June 2024 from 8.00 AM** to before closure of the Meeting on **Wednesday, 05 June 2024**. After putting BO ID/folio ID of the shareholder, an OTP (One Time Password) will be sent to the provided mobile number and email

address of the valid **proxy holder/Attorney/representative**. By using the OTP, he/she will be able to attend and cast his/her vote through online.

- g) Detail login procedures to participate in the virtual meeting will be available in the Company's website at **[www.pubalibangla.com](http://www.pubalibangla.com)**
- h) The last date of submission of nomination paper through link [www.pubalibangla.com/AGM2024](http://www.pubalibangla.com/AGM2024) or manually at Board Division for election of Directors is **28 May 2024** up to **5.00 PM**. Scrutiny of nomination papers will be completed on **29 May 2024** within 5.00 PM and will be published the eligible candidates list in the Notice Board of the Bank's Registered Office, 26 Dilkusha C/A, Dhaka and also in the bank's website by the Chief Election Commissioner after **5.00 PM**. Last date of withdrawal of nomination paper through email to "[chiefelectioncommissioner@pubalibankbd.com](mailto:chiefelectioncommissioner@pubalibankbd.com)" or paper based manually on **30 May 2024** up to **5.00 PM** and list of names of final candidates to be published in the Notice Board of the Bank's Registered Office, 26 Dilkusha C/A, Dhaka by the Chief Election Commissioner and also in the bank's website on **30 May 2024** after **5.00 PM**.
- i) Nomination form and Proxy Form will be available in the Bank's website [www.pubalibangla.com](http://www.pubalibangla.com)
- j) All the online related activities will be available in the link: [https:// www.pubalibangla.com/AGM2024](https://www.pubalibangla.com/AGM2024)
- k) Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, the soft copy of the Annual Report 2023 will be sent to the email addresses of the Members available in their Beneficial Owner (BO) accounts maintained with the Depository. The soft copy of the Annual Report 2023 will also be available in the Bank's website at: [www.pubalibangla.com](http://www.pubalibangla.com).
- l) Merchant Banks and depository participants (DPs) are requested to email the soft copy of their margin clients list (in MS Excel format) as on 'Record Date' at [share@pubalibankbd.com](mailto:share@pubalibankbd.com) followed by hard copy within **26 May 2024** for facilitating payment of Cash Dividend and sale proceeds of fractional bonus share amount (if any).
- m) The Board of Directors has recommended **M/s G. Kibria & Co. Chartered Accountants** and **M/s Hussain Farhad & Co. Chartered Accountants** to appoint as Statutory Auditors of the bank for the year 2024.
- n) The Board of Directors has recommended **M/s Jasmin & Associates, Chartered Secretaries** to appoint as Corporate Governance Compliance Auditor of the bank for the year 2024.

**Payment of Dividend:**

- Stock dividend will be credited to the respective BO account of the shareholder through Central Depository System of CDBL.
- Cash Dividend and sale proceeds of fractional bonus share amount (if any) will be credited to the respective bank account of the shareholder through BEFTN/Bank transfer.