Our business is led by our Board of Directors. They bring years of experience with them. Their breadth of knowledge guides our decisions and actions. The profiles of the Board members are provided below:



Jørgen C. Arentz Rostrup Non-Executive Director and Chair

Age: 56 Gender: Male

Nationality: Norwegian
Appointed: 9 June 2020

Committee Membership: None

Skills and experience

Jørgen Rostrup has wide management and finance experience across four continents across the telecom, energy, and chemical sectors.

Jørgen is the Chair of Grameenphone Board. Currently he is Executive Vice President and Member of the Executive Board of Telenor Group and Head of Telenor Asia. With 30 years of business experience in an international context, he previously served as CFO in Telenor Group, a position he has held since November 2016. Prior to joining Telenor, he served as President of Yara North America, Inc. He has also served as CEO of Yara Ghana Ltd., CFO in Norsk Hydro ASA, Executive Vice President Energy in Hydro and CFO for Hydro's Norwegian oil and gas activity. Jørgen is the Vice Chair of Total Access Communications PCL (dtac), Thailand and has also been on several Boards, including in the private equity and investment banking areas.

Jørgen holds a Master's Degree in Economics and Business Administration from the Norwegian School of Economics (NHH).



M Shahjahan Non-Executive Director

Age: 66 Gender: Male

Nationality: Bangladeshi
Appointed: 26 June 2006
Re-elected: 21 April 2020
Committee Membership:
Audit Committee, Treasury
Committee, and HSSE Committee

Skills and experience

Mr. M Shahjahan brings decades of experience in finance and operations in the development sector.

He serves as the Chair of the Grameenphone's Treasury Committee. He is the former Managing Director of Grameen Bank. Currently he is the Managing Director of Grameen Telecom Trust. Previous experience includes serving as the Deputy Managing Director; the General Manager and Head of the Accounts, Finance, Planning, Monitoring and Evaluation Division; Chief of the Audit Department; and the Zonal Manager of Grameen Bank. Mr. Shahjahan is a member of the Board of Directors of several companies that work in the fields of health, education, agriculture, welfare, renewable energy and telecommunications.

Mr. Shahjahan holds a Master's degree in Accounting and a Master's degree in Finance from the University of Dhaka. He was awarded ICAB Medal (Silver) for passing the 'C.A. Intermediate' examination at the earliest eligible chance.



Håkon Bruaset Kjøl Non-Executive Director

Age: 50 Gender: Male

Nationality: Norwegian Appointed: 14 September 2011 Re-elected: 19 April 2021 Committee Membership: NRC

Skills and experience

Mr. Håkon is a senior corporate and public affairs professional with extensive experience in the telecom and digital industries in Europe and Asia.

He is currently the Senior Vice President and Head of External Relations for Telenor in Asia. Prior to this, Mr. Håkon served as Chief Strategy and Transformation Officer at dtac, Telenor Group's mobile operations in Thailand. Mr. Håkon serves on the Board of Directors of several Telenor Group companies in Singapore, dtac in Thailand and Digi in Malaysia where he also serves as the Chair of the Board. He is also a non-executive Director of the internationally renowned architect and design company Snohetta AS headquartered in Oslo.

Mr. Håkon holds a Master of Business Administration degree from Bl Norwegian Business School in Oslo, where he also studied public relations.





Md. Ashraful Hassan Non-Executive Director

Age: 60 Gender: Male Nationality: Bangladeshi Appointed: 20 January 2010 Re-elected: 19 April 2021 Committee Membership: NRC

Skills and experience

Mr. Md. Ashraful Hassan has extensive and diversified knowledge in various business & industrial sectors. He has profound knowledge in projects & business development, industry setup & management, wide exposure in local & international market.

Currently he is serving as Executive Vice Chairman of Grameen Telecom and is engaged in promoting and providing easy access to GSM cellular services in rural Bangladesh. Mr. Ashraf also serves as Executive Vice Chairman of Grameen distribution Ltd., Grameen Shamogree, Grameen Knitwear Ltd., and Grameen Fabrics & Fashions Ltd. Managing Director of Ononyo Construction & developments Ltd. and CEO of Grameen Telecom Trust. He serves as a member of the Board of Directors of several enterprises in the fields of renewable energy, technology, education, health care, food & nutrition, construction, employment generation, information & communication technology etc.

Mr. Ashraf holds a Bachelor of Science degree in Engineering from Khulna University of Engineering and Technology (KUET), Bangladesh.



Nurjahan Begum Non-Executive Director

Age: 69 Gender: Female Nationality: Bangladeshi Appointed: 15 December 2021 Committee Membership: None

Skills and experience

Ms. Nurjahan Begum has extensive experience in SME and microcredit, human development, training and education, both locally and internationally.

She is currently working as Advisor to Professor Yunus besides serving several Grameen organisations as Chairperson, Director or Trustee. Ms. Nurjahan is one of the earliest associates of Nobel Laureate Professor Muhammad Yunus during the establishment of Grameen Bank. She has served as Acting Managing Director and Deputy Managing Director of Grameen Bank; Principal of Grameen Bank Central Training Institute; Managing Director of Grameen Shakti and Grameen Shikkha; and a Director in Grameen Foundation, USA. Currently she also serves as Director of Grameen Italia Foundation, Italy and Centre for Mass Education in Science (CMES), Bangladesh, and also on the Council of Advisors of DSK (Dushtha Shasthya Kendra), Bangladesh. She has been presented many awards, including the Susan M. Davis Lifetime Achievement Award, the World Summit Millennium Development Goals Award, the Outstanding Contribution to Education Award at Ed Leadership 7th International Roundtable, and the Yunus Social Business Summit Award.

Ms. Nurjahan holds a Master of Arts degree in Bangla from the University of Chittagong.



Tone Ripel Non-Executive Director

Age: 51 Gender: Female Nationality: Norwegian Appointed: 18 October 2020 Committee Membership: None

Skills and experience

Ms. Tone Ripel brings broad legal experience, corporate governance and business ethics, in addition to board of director experience in the telecom industry.

She currently holds the position as Attorney at Law in the Group Legal of Telenor ASA. She has been working in Telenor since 2013 and also serves as Director of Total Access Communications Public Company Limited (dtac), Thailand. She started her career as Higher Executive Officer, advisor and senior advisor in Norwegian Competition Authority. In 1999, Ms. Tone joined Wiersholm Law firm in Norway as an Associated Attorney and Senior Attorney working primarily with corporate issues hereunder competition law, corruption issues and regulated markets, which included project management of high-profile investigations, crises management and contact with relevant authorities. She has served as Director of Digi Telecommunications Sdn Bhd, Malaysia and Telenor Norge AS, Norway.

Ms. Tone holds a Master's degree in Law from University of Oslo.





Lars Erik Tellmann Non-Executive Director

Age: 50 Gender: Male

Nationality: Norwegian Appointed: 11 December 2019 Re-elected: 21 April 2020 Committee Membership: HSSE

Committee

Skills and experience

Mr. Lars Erik Tellmann brings senior operational and leadership experience from the telecom industry of Europe and Asia, as well as expertise in finance and fintech.

Mr. Tellmann is Senior Vice President and Head of Telenor Financial Services, Telenor Group, and Chair of the Grameenphone's HSSE Committee. He served as Chief Financial Officer of Telenor Myanmar Limited, and Chief Executive Officer of Telenor Myanmar Limited. Before joining Telenor Group in 2001, Mr. Tellmann worked in the software industry with Agresso Group ASA. Currently, he is also a Board member of Digi Telecommunications Sdn Bhd, Malyasia, Telenor Pakistan Ltd., Wave Money Ltd. in Myanmar, Telenor Microfinance Bank Ltd. in Pakistan and Carousell Pte. Ltd. in Singapore.

Mr. Tellmann holds a Master of Science in Business (M.Sc./Sivilokonom) degree from NORD University in Norway, and a Master of Business Administration (MBA) from Heriot-Watt University, Edinburgh in Scotland.



Øivind BurdalNon-Executive Director

Age: 52 Gender: Male

Nationality: Norwegian Appointed: 18 May 2016 Re-elected: 21 April 2020 Committee Membership: Audit

Committee

Skills and experience

Mr. Øivind Burdal has deep knowledge in legal affairs with operational and management experience in Europe and Asia.

He joined the Legal Department of Telenor ASA in 2004 where he has practiced and held managerial positions in several areas. In August 2017, he was appointed Vice President, Head of Group Legal Asia in Telenor ASA after having served as Senior Vice President, Head of Legal in Telenor Myanmar Limited since July 2015. After obtaining his law degree, he joined Thommessen Krefting Greve Lund, one of the major law firms in Norway, focusing on M&A and TMT.

Mr. Burdal obtained his Law degree (Cand. Jur.) from the University of Oslo, Norway, a degree in Business Administration (Bedriftsokonom BI) from BI Norwegian Business School Oslo, Norway, and a Master's degree (LLM, Master of Corporate and Commercial Law) from London School of Economics and Political Science in London, England.



Dr. Salehuddin Ahmed Independent Director

Age: 73 Gender: Male

Nationality: Bangladeshi Appointed: 12 December 2018

Tenure: 2nd Tenure

Committee Membership: Audit

Committee

Skills and experience

Dr. Salehuddin Ahmed was a civil servant of the erstwhile Civil Service of Pakistan (CSP) with extensive experience in administration working with the Government of Bangladesh.

He is Chair of the Grameenphone's Audit Committee; a Professor at the BRAC Business School, BRAC University, Bangladesh; and a non-executive Independent Director of ASA International Group plc. He started his career as a lecturer in Economics at Dhaka University. Dr. Ahmed was appointed as the Governor of the Bangladesh Bank (Central Bank) in May 2005, for a term of four years up to 30 April 2009. He has also served in leadership roles with intergovernmental and micro-credit organisations in Bangladesh. Dr. Ahmed was awarded Nawab Sir Salimullah Foundation Gold Medal for contributions in Economics. He also received the Distinguished Alumni Award from McMaster University, Canada.

Dr. Ahmed holds Master's degrees in Economics from Dhaka University and McMaster University and attained his Ph.D. in Economics from McMaster University, Canada in 1978.



Abdul-Muyeed Chowdhury Independent Director

Age: 78 Gender: Male

Nationality: Bangladeshi

Appointed: 14 September 2020

Tenure: 1st Tenure

Committee Membership: NRC

Skills and experience

Mr. Abdul-Muyeed Chowdhury was a civil servant belonging to the erstwhile Civil Service of Pakistan (CSP) cadre which he joined in October, 1967. He has extensive experience in administration working with the Government of Bangladesh in field level assignments as Deputy Commissioner and Divisional Commissioner as well as at policy level as Secretary in several Ministries.

He serves as Chair of the Grameenphone's Nomination and Remuneration Committee (NRC) and is currently serving as the Managing Director & CEO of Tiger Tours Limited. He served as an Adviser to the non-party Caretaker Government of Bangladesh in 2001. He has spent more than three decades in the civil service of Bangladesh, including as Secretary to the Government of Bangladesh in charge of various ministries, including holding leadership roles as Secretary of Internal Resources Division (IRD) of the Ministry of Finance and ex-officio Chairman of National Board of Revenue (NBR). Among other roles headed the Jamuna Multipurpose Bridge Authority and ex-officio Secretary of Jamuna Bridge Division. In this role he successfully managed and completed the largest ever development project of the country "The Jamuna Multipurpose Bridge". He was made a Fellow of the Institution of Civil Engineers (FICE), UK, for this accomplishment. He was the founder Chair of the SME Foundation and also Board Member of several other public institutions. Mr. Chowdhury is a nominated member of the Board of Directors of several listed companies, and Independent Director of four listed companies including Grameenphone.

Mr. Chowdhury holds a Bachelor of Arts Degree with honors in General History from Dhaka University and a Master of Arts (1st Class) in Modern History from the same University. He also attended certificate course in Public Administration at the University of Tennessee, Knoxville, USA as a Fulbright Awardee.

b) Key Features of our Board

- All Board Members are Non-Executive Directors;
- · Chair of the Board is Non-Executive Director;
- Separation of the roles of Chair of the Board and the CEO;
- No Independent Directors have served more than six (6) years;
- Chair of the Audit Committee and NRC Committee are Independent Directors;

c) Role of the Board

The Directors of the Board are appointed by the Shareholders at the Annual General Meeting (AGM) and are accountable to the Shareholders. The Board is responsible for ensuring that the business activities are soundly administered and effectively controlled. The Directors keep themselves informed about the Company's financial position and ensure that its activities, accounts and asset management are subject to adequate monitoring and control. The Board also ensures that Grameenphone Policies & Procedures and Codes of Conduct are understood, implemented and maintained at all levels and the Company adheres to the generally accepted principles for good governance and effective control of Company activities.

d) Rules of Procedure for the Board

In addition to other regulatory guidelines, the Board has also adopted the 'Rules of Procedure for the Board of Directors' for ensuring better governance in the work and administration of the Board. The Board is also guided by a Delegation of Authority that spells out the practices and processes in discharging its responsibilities.

e) Board Diversity

The Board recognises the importance of diversity in deliberations and decision-making and has established its efforts to establish a diverse Board. We believe that our Board has optimum knowledge, composure and technical understanding about the Company's business, which, combined with its diversity of culture and background, stands as the perfect platform to perform and deliver. Grameenphone Board has approved a policy namely "Local Guidelines Board Diversity" in this aspect.

