

Grameenphone Ltd.

Registered Office: GPHouse, Bashundhara, Baridhara, Dhaka-1229

Share Office: Cemex Shimul Trishna Trade Center (3rd Floor), Ka-86/1, Progoti Shoroni, Kuril Bishwaroad, Dhaka-1229

Notice of the 22nd Annual General Meeting

Notice is hereby given that the 22nd Annual General Meeting of Grameenphone Ltd. will be held on **Tuesday, 23 April 2019 at 10:30 am at International Convention City, Bashundhara (ICCB), Hall-1 (Gulnaksha), Joar Sahara, Khilkhet, Dhaka-1229** to transact the following businesses:

AGENDA

1. Consideration and adoption of the Directors' Report and the Audited Financial Statements of the Company for the year ended 31 December 2018 together with the Auditors' Report thereon.
2. Declaration of Dividend for the year ended 31 December 2018 as recommended by the Board of Directors.
3. Election/Re-election of Directors.
4. Appointment of Statutory Auditors and Corporate Governance Compliance Auditor and fixation of their remuneration.

By order of the Board of Directors
Sd/-

S M Imdadul Haque
Company Secretary

27 March 2019

Notes:

- Members whose names appeared on the Members/Depository Register as on "**Record Date**" i.e. **17 February 2019** are eligible to attend the 22nd Annual General Meeting (AGM) and receive dividend.
- A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her stead.
- The "Proxy Form", duly filled and stamped at **BDT 20** must be deposited at the Company's Share Office located at **Cemex Shimul Trishna Trade Center (3rd Floor), Ka-86/1, Progoti Shoroni, Kuril Bishwaroad, Dhaka-1229** no later than 72 hours before commencement of the AGM.
- Members/Proxies are requested to record their entry in the AGM well in time on **23 April 2019**. The registration counter will open at 9:30 am on the AGM date.
- Pursuant to the Bangladesh Securities and Exchange Commission (BSEC) Notification No. BSEC/CMRRCD/2006-158/208/ Admin/81 dated 20 June 2018, the Company plans to send the Annual Report 2019 in soft form to the email addresses of the Members available in their Beneficial Owner (BO) accounts maintained with the Depository. Members are requested to update their email addresses through their respective Depository Participant (DP). However, printed copy of the Annual Report 2018 of the Company will be sent to the Members to their mailing addresses available in their BO accounts maintained with the Depository. The soft copy of the Annual Report 2018 will also be available in the Company website at: **www.grameenphone.com**
- In case of non-receipt of Annual Report 2018 of the Company sent through courier, Members may collect the same from the Company's Share Office within **22 April 2019**.
- Members are requested to submit to the Company's Share Office on or before **04 April 2019**, their written option to receive dividend. In case of non-submission of such option within the stipulated time, the dividend will be paid off as deemed appropriate by the Company.
- Grameenphone is concerned about the environment and utilises natural resources in a sustainable way. We request the members to update their email address and contact number (mobile/fixed phone) with their respective Depository Participant (DP) for quicker and easier communication. Such cooperation will help conserve paper and minimise the impact on the environment.

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নির্দেশনা অনুযায়ী আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/কুপন এর ব্যবস্থা থাকবে না।