

بِسْمِ اللَّهِ الرَّحْمَنِ الرَّحِيمِ

Shahjalal Islami Bank Limited

Registered Office: Shahjalal Islami Bank Tower
Plot No.-4, Block- CWN(C), Gulshan Avenue, Gulshan, Dhaka-1212

NOTICE OF THE 20TH ANNUAL GENERAL MEETING

Notice is hereby given to all shareholders of Shahjalal Islami Bank Limited that the **20th Annual General Meeting** of the Company will be held on **Wednesday, the 28th April 2021 at 11.00 a.m. using Digital Platform** to transact the following business:

AGENDA

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 December 2020 along with the Report of the Auditor's and the Directors' thereon.
2. To approve Dividend for the year ended 31 December 2020 as recommended by the Board of Directors.
3. To appoint Statutory Auditors for the year 2021 and to fix their remuneration.
4. To appoint Compliance Auditors for compliance certification on Corporate Governance Code for the year 2021 and to fix their remuneration.
5. To elect/re-elect Directors.

Special Business:

6. To consider and, if thought fit, pass the following resolution as a Special Resolution:

Resolved that "the issuance of Contingent-Convertible, BASEL III compliant SJIBL Mudaraba Perpetual Bond of Tk. 500.00 Crore (Taka Five Hundred Crore) only with the feature of conditional conversion to Common Equity if the bank's consolidated CET-1 falls below Bangladesh Bank's requirement (presently 4.50%) and stays below that level for three (03) consecutive quarters be and is hereby approved subject to permission from regulatory authorities."

Members of the Company are requested to make it convenient to attend the meeting.

Dhaka
31 March 2021

By order of the Board of Directors
Sd/-
Md. Abul Bashar
EVP & Company Secretary

Notes:

- The Record Date has been fixed on Sunday, the 04th April 2021. The shareholders whose name would appear in the Register of Members and/ or Depository Register of the Bank on the Record Date will be eligible to attend the AGM and entitled to the dividend. The Board of Directors has recommended 12% Dividend in the form of 5% Stock and 7% Cash for the year ended on 31 December 2020.
- The AGM would be conducted through Digital Platform. Link for joining in the AGM will be notified to the respective Member's through email and by SMS. Login/Participation process for the Digital Platform will also be available in the Bank's website: www.sjibld.com.
- The soft copy of the Annual Report 2020 along with Notice of the AGM and Proxy Form will be duly sent to the Members respective email addresses available in their BO Accounts maintained with Depository Participants (DP). Soft copy of the same will also be available in the Bank's Website: www.sjibld.com.
- A Member eligible to attend and vote at the AGM may appoint a proxy to attend and vote on his/her behalf either for or against each of the Agenda or Resolution. The copy of the instrument appointing a proxy duly signed by the Member with revenue stamped of Tk.20.00 (Taka Twenty) must be submitted to the Registered Office of the Bank at least 48 (Forty Eight) hours before the AGM.
- Members are requested to update E-mail, Contact Number and details of Bank Account with 12 Digit Taxpayer's Identification Number (e-TIN) through their respective Depository Participants before the Record Date. If any Member fails to update e-TIN before the Record Date, Income Tax at source will be deducted from Cash Dividend @15% (fifteen percent) instead of @10% (ten percent) as per amended Section 54 of Income Tax Ordinance 1984.
- The Cash Dividend will be paid to the entitled shareholders through EFTN to the respective Bank Account. The Stock Brokers are requested to provide "Consolidated Customers' Bank Account (CCBA)" and the Merchant Bankers & the Portfolio Managers of Margin Shareholder are requested to provide "Separate Bank Account" along with their clients list having shares on "Record Date" to pay off the Cash Dividend. They are also requested to mail the same at board@sjibld.com (in PDF & MS Excel format) within 22nd April 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.