



# Export Import Bank of Bangladesh Limited

Registered Office: 'SYMPHONY', Plot No. SE (F) - 9, Road No. 142, Gulshan Avenue, Gulshan, Dhaka-1212, Bangladesh

## NOTICE OF THE TENTH EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that the **TENTH EXTRA-ORDINARY GENERAL MEETING** of the Members (Shareholders) of Export Import Bank of Bangladesh Limited (the "Company") will be held virtually on Tuesday, March 09, 2021 at 11.00 a.m. (BST) by using digital platform through the link <https://eximbankegm.bdvirtual.com> (in pursuant with BSEC Order No. SEC/SRMIC/94-231/25 dated July 08, 2020) to transact the following businesses:

### BUSINESSES TO BE TRANSACTED:

- 1. Approval for conditional conversion of EXIM Bank Mudaraba Perpetual Bond of TK 600.00 Crore (Taka Six Hundred crore) only into common shares, if the Bank's consolidated CET-1 falls below Bangladesh Bank's requirement (presently 4.50%) and stays below the level for 3 (Three) consecutive quarters**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution which is to take effect after obtaining necessary approval/consent/permission of Regulatory Authorities :

**RESOLVED THAT** "the conditional conversion of EXIM Bank Mudaraba Perpetual Bond of TK 600.00 Crore (Taka Six Hundred crore) only into common shares, if the Bank's consolidated CET-1 falls below Bangladesh Bank's requirement (presently 4.50%) and stays below the level for 3 (Three) consecutive quarters be and is hereby approved."

- 2. Amendment of Article no. 65 of Articles of Association of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution which is to take effect after obtaining necessary approval/consent/permission of Regulatory Authorities :

**RESOLVED THAT** "existing Article no. 65 of Articles of Association of the Company [which reads as "Fourteen (14) days Notice at least of every General Meeting, Ordinary or Extra Ordinary (other than a meeting for the passing of a special resolution) and by whomsoever called specifying the date, hour and place of the meeting together with a statement of the business to be transacted at the meeting and in case it is proposed to pass an extra-ordinary resolution, the intention to propose such resolution as an extra-ordinary resolution shall be given to the persons entitled under and in the manner provided by those presents] **be and is hereby amended to read as follows:**

"Twenty one (21) days Notice at least of every General Meeting, Annual or Extra Ordinary and by whomsoever called specifying the date, hour and place of the meeting together with a statement of the business to be transacted at the meeting and in case it is proposed to pass an extra-ordinary resolution, the intention to propose such resolution as an extra-ordinary resolution shall be given to the persons entitled under and in the manner provided by those presents."

- 3. Amendment of first paragraph of Article 94 of Articles of Association of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution which is to take effect after obtaining necessary approval/consent/permission of Regulatory Authorities :

**RESOLVED THAT** "existing first paragraph of Article 94 of the Articles of Association [which reads as 'Until otherwise determined by the Company in General Meeting, the number of Directors shall not be less than 7 (seven) and more than 25 (twenty five).] **be and is hereby amended to read as follows:**

"The number of Directors shall not be less than 5 (five) and more than 20 (twenty)."

All shareholders of the Company are requested to make it convenient to attend the meeting accordingly.

**By Order of the Board of Directors**

Sd/-

**(Md. Monirul Islam)**

Company Secretary

Dated, Dhaka.  
15.02.2021

#### Notes:

- 1) The Record Date of the Company is 15.02.2021 (which was intimated earlier). Members' (Shareholders') names appearing in the Register of Members of the Company on the Record Date, will be entitled to attend the Extra-ordinary General Meeting and vote thereat.
- 2) Any Member of the Company entitled to attend and vote at the Extra-ordinary General Meeting may appoint any person, as his/her 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 the Registered Office of the Company at least 48 hours before the time fixed for the meeting.
- 3) The soft copy of the Notice of the EGM will be sent through e-mail address of the Members available in their Owner (BO) accounts maintained with the Depository
- 4) There will be no arrangement of any gift and entertainment in the meeting.