

NOTICE OF 13TH EXTRAORDINARY GENERAL MEETING

Notice is hereby given that 13th Extraordinary General Meeting (EGM) of LankaBangla Finance PLC will be held on **14 October 2024 (Monday) at 11:00 a.m.** using digital platform (<https://lankabanglafinance-egm.bdvirtual.com>) to transact the following business:

EGMA-01-13-24	Inclusion of some clauses in the Memorandum of Association of the Company
Proposed Resolution	Inclusion of new clauses 38 and 39 in the Memorandum of Association of the Company (as per Annexure A) be approved, subject to the approval Bangladesh Bank and competent Court.
EGMA-02-13-24	Inclusion of some clauses in the Articles of Association of the Company
Proposed Resolution	Inclusion of new clauses 157, 158, 159 and 160 in the Articles of Association of the Company (as per Annexure B) be approved, subject to the approval of the regulatory authorities.

Dated: **21 September 2024**

By order of the Board
Sd/-
Mostafa Kamal FCA
Company Secretary

Notes:

- The record date has been fixed on 18 September 2024 (Wednesday). The Shareholders, whose names will appear in the Share Register of the Company at the close of business on the record date, will be eligible to attend the meeting.
- A shareholder entitled to attend and vote at the EGM may appoint a Proxy to attend and vote in his/her stead. The "Proxy Form", duly filled, signed and stamped with BDT 20.00 must be sent not later than 48:00 hours before commencement of the EGM.
- For logging into the system, the shareholders need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the link (<https://lankabanglafinance-egm.bdvirtual.com>).

Annexure-A

Amendments in Memorandum of Association

Clause number	Proposed resolution
38	To do islamic finance and investment business on sole or partnership basis, buy, sell, lease, rent, possess assets, conduct, maintain, construct, build or dispose assets, trade or store commodities, work as agent or investment agent, receive or place deposit of funds on islamic principles, engage in securities business including issuance, arrangement and management of Sukuk, asset and portfolio management, carry on credit cards business solely or jointly with other entities in compliance with Islamic Shariah.
39	To carry on the business and provide financial services supported by Islamic Shariah and to receive all kinds of deposits for conditional or unconditional reinvestment based on Mudarabah contract, Musharaka contract, Wakala contract and to make investment or do financing activities based on Bai'Muajjal, Bai'Murabaha, Hire Purchase under ShirkatulMelk (HPSM), Mudaraba, Musharaka, Istisna, Salam or any other Islamic mode of financing solely or jointly with other entities which is permissible by Shariah or islamic principles and the laws of Bangladesh.

Annexure-B

Amendments in Articles of Association

Clause number	Shariah Supervisory Committee
157	The Board of Directors shall constitute an independent Shariah Supervisory Committee with Islamic Scholars. The Shariah Supervisory Committee shall assist the Board of Directors of the Company in carrying out the Islamic finance and investment business as per Islamic Shariah or islamic principles. The Board of Directors shall have the authority to remove any member of the Shariah Supervisory Committee on reasonable grounds.
158	Shariah Supervisory Committee would be constituted of muslim scholars. The Committee will : (i) advise the Company on the operations of its business in order to ensure that they do not involve any element which is not approved by the Islamic-Shariah, (ii) give their views on any matter referred to it by the Board of Directors or by the Chairman or by the management, (iii) be present in the meeting of the Board of Directors on invitation and give their views when requested, (iv) conduct islamic training and provide teachings to the relevant officials and comply with any other directions that may be imposed by the regulatory authority from time to time.
159	Shariah Supervisory Committee shall have a minimum of three and maximum of five members whose appointment shall be made by the Board of Directors of the Company and they will be eligible for reappointment.
160	The remuneration of the members of the Shariah Supervisory Committee shall from time to time be determined by the Board of Directors. The members may also be paid all traveling, hotel and other expenses that may be incurred by them in connection with the tasks of the Committee.

LANKABANGLA FINANCE PLC.

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