

NOTICE OF THE 24TH ANNUAL GENERAL MEETING



Corporate HQ
2/F HRC Bhaban, 46 Kawran Bazar C.A., Dhaka-1215

Notice is hereby given to all Shareholders of ONE Bank Limited (the "Company") that the 24th Annual General Meeting (AGM) of the Shareholders of the Company will be held Virtually on **Thursday, August 10, 2023** from 11:00 a.m. by using Digital Platform through the link <https://obl.bdvirtualagm.com> to transact the following business and adopt necessary resolutions:

AGENDA

A. Ordinary Business:

1. To receive, consider and adopt the Profit & Loss Accounts of the Company for the year ended December 31, 2022 and the Balance Sheet as at that date together with the Reports of the Directors and the Auditors thereon.
2. To approve Dividend out of the Profits for the year ended December 31, 2022.
3. To elect Directors in accordance with the provisions of Law and the Articles of Association of the Company.
4. To appoint Auditors of the Company for the term until the conclusion of the next Annual General Meeting and fix their remuneration.
5. To appoint Corporate Governance Compliance Auditors of the Company for the term until the conclusion of the next Annual General Meeting and fix their remuneration.

B. Special Business:

1. To change the registered name of the Bank to '**ONE Bank PLC**' from '**ONE Bank Limited**'.

The following special resolution is proposed to be passed with or without modification to adopt the change of the registered name of the Bank to '**ONE Bank PLC**' from '**ONE Bank Limited**' in accordance with the Companies Act, 1994 (amended in 2020) and to amend the relevant Clauses of the Memorandum & Articles of Association of the Bank.

"Resolved that the proposal for changing the registered name of the Bank to '**ONE Bank PLC**' from '**ONE Bank Limited**' in accordance with the Companies Act, 1994 (amended in 2020) and amendment in the relevant Clauses of the Memorandum & Articles of Association of the Bank be and is hereby approved subject to approval of the Regulatory Authorities."

By order of the Board of Directors,

John Sarkar
DMD & Company Secretary

Dhaka
April 30, 2023

NOTES:

- a. The 'Record Date' shall be **June 8, 2023**.
- b. The Shareholders, whose names appear in the Register of Shareholders of the Company as at the close of the business on **June 8, 2023** only will be entitled to the Dividend, if any, declared in the AGM.
- c. The Board of Directors has recommended 5% Stock Dividend for the year 2022.
- d. Any Shareholder of the Company entitled to attend and vote at the General Meeting may appoint a proxy to attend and vote on his/her behalf.
- e. The instrument appointing proxy duly signed by the Shareholder and stamped of BDT 20.00 must be submitted at the Registered Office of the Company at least 48 hours before the Meeting.
- f. Directors' report and Audited Financial Statements of the Bank for the year ended December 31, 2022 together with the Auditors' Report thereon shall be available on the Bank's website www.onebank.com.bd from July 18, 2023 onwards.
- g. Shareholders are requested to update their Bank Account Numbers, Addresses, Cell Numbers through their respective BO Accounts with **12 digit Taxpayer's Identification Number (e-TIN)** through their respective Depository Participants (DP) before the '**Record Date**.' If anyone fails to update e-TIN in BO Account before the '**Record Date**', disbursement of respective Dividends will be subject to deduction of Advance Income Tax (AIT) @ 15% instead of @ 10% (individual) as per amended IT Ordinance # XXXVI of 1984 under Section 54.
- h. The concerned Brokerage Houses are requested to provide us with a statement containing the details (Shareholders' names, BO ID numbers, individual shareholding position, Gross Dividend receivable, applicable Tax Rate and Net Dividend receivable) of their margin Loan Accounts created against shareholding including OBL shares, as on the '**Record Date**.' along with the name of the contact person in this connection to the **ONE Bank Share Department** or at share@onebank.com.bd on or before June 30, 2023. The Brokerage Houses are also requested to provide us with their Bank Names, Bank Account Names & Numbers, routing numbers etc.
- i. The Shareholders will be able to submit their questions/comments and cast vote electronically within 24 (twenty four) hours prior to the commencement of the AGM and also during the AGM through the AGM link. In order to login for the virtual AGM, the shareholders need to click on the link and provide their 16 digit Beneficiary Owner (BO) account number or Folio number, name of shareholders, their number of shares. Shareholders are requested to login to the system prior to the meeting to be held from 11.00 a.m. on Thursday, August 10, 2023. The live webcast will start at 10.55 a.m.

For any IT related guidance and help regarding the login process, the respected Shareholders may contact +880255012505 Ext: 251, 252 or visit www.onebank.com.bd

N.B. No benefits or gifts in cash or kind shall be given to the shareholders for attending the 24th Annual General Meeting (Re: Bangladesh Securities and Exchange Commission's Circular No. SEC/CMRRC/2009-193/154 dated October 24, 2013).