



Robi Axiata Limited

Registered Office: The Forum, 187, 188/B Bir Uttam Mir Shawkat Sarak, Tejgaon, Dhaka-1208, Bangladesh

Contact number: +880 1886110110 **Email:** secretariat@robi.com.bd

Website: www.robi.com.bd

NOTICE OF THE 28TH ANNUAL GENERAL MEETING

NOTICE BE AND IS HEREBY GIVEN to all the members of Robi Axiata Limited (“Robi” or “Company”) that the 28th Annual General Meeting (“AGM”) of the Company will be held on Wednesday, 24 April 2024 at 11.00 am at the International Convention City Bashundhara (located at Khilkhet, Dhaka). The AGM will be held using a hybrid system allowing shareholders to participate in the AGM in person or online. Pre-registration is mandatory for shareholders choosing to attend the AGM in-person. Pre-registration process can be completed by visiting <https://agm.robi.com.bd>. Physical seats are limited and shall be allocated on “first come-first serve” basis. All voting at the AGM will be conducted online (for both, in-person and online participants). Shareholders need to visit <https://agm.robi.com.bd>. to vote for the proposed agenda at the AGM. The following proceedings shall take place at the AGM:

AGENDA

ORDINARY BUSINESS

1. To receive, consider, and adopt the Financial Statements of the Company for the year ended 31 December 2023 together with the Reports of the Auditors and Directors thereon.
2. Declaration of Dividend for the year ended 31 December 2023 as recommended by the Board of Directors.
3. Election/Re-election of Directors and Directors’ fees payable to the Directors for the year ended 31 December 2023.
4. Appointment of Statutory Auditors and Compliance Auditors and fixation of their remuneration.
5. Any other matters, with due permission of the Chairman.

SPECIAL BUSINESS

- A. To change the suffix of the company from Limited to PLC. pursuant to the Companies Act 1994 (amended in 2020):**

The following special resolution is proposed to be passed with or without modification to adopt the change of the registered name of the company from “Robi Axiata Limited” to “Robi Axiata PLC.” according to the Companies Act 1994 (amended in 2020) and to amend the relevant clauses of the Memorandum & Articles of Association of the Company.

“Resolved that the proposal for changing the registered name of the Company to “Robi Axiata PLC.” from “Robi Axiata Limited”, in compliance with the Companies Act 1994 (second amendment 2020) and amend the relevant clauses of the Memorandum and Articles of Association of the Company, be and is hereby approved subject to the approval of regulatory authorities.”

By Order of the Board of Directors

Mohammed Shahedul Alam
Company Secretary

02 April 2024

Notes:

- a. Members whose names appear in the member/Depository Register on the “Record Date” i.e., March 18, 2024, shall be eligible to attend the 28th Annual General Meeting (AGM) and receive the Final Cash Dividend.
- b. According to Bangladesh Securities and Exchange Commission (BSEC) notification no. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, the soft copy of the Annual Report 2023 will be sent 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). The soft copy of the Annual Report 2023 will also be available on the Company website at: <https://www.robi.com.bd/>
- c. Members are also requested to update their respective BO account with 12-digit Taxpayer’s Identification Number (E-TIN) through their respective Depository Participant (DP) before the “Record Date”. If anyone fails to update E-TIN in the BO account before the “Record Date” disbursement of the respective cash dividend will be subject to a deduction of Advance Income Tax (AIT) @ 15% (instead of 10%) as per regulation.
- d. The concerned Brokerage Houses are requested to provide the MS Excel Format of a statement with the details (Shareholder name, BO ID number, client-wise shareholding position, gross dividend receivable, applicable tax rate, valid 12-digit ETIN number, and net dividend receivable) of their margin loan holders who hold Robi shares, as on the “Record Date” i.e. March 18, 2024, along with the name of the contact person in this connection, to the official email address of Robi at secretariat@robi.com.bd on or before April 04, 2024. The Brokerage Houses are also requested to provide us with their Bank Account name & number, routing number, etc.