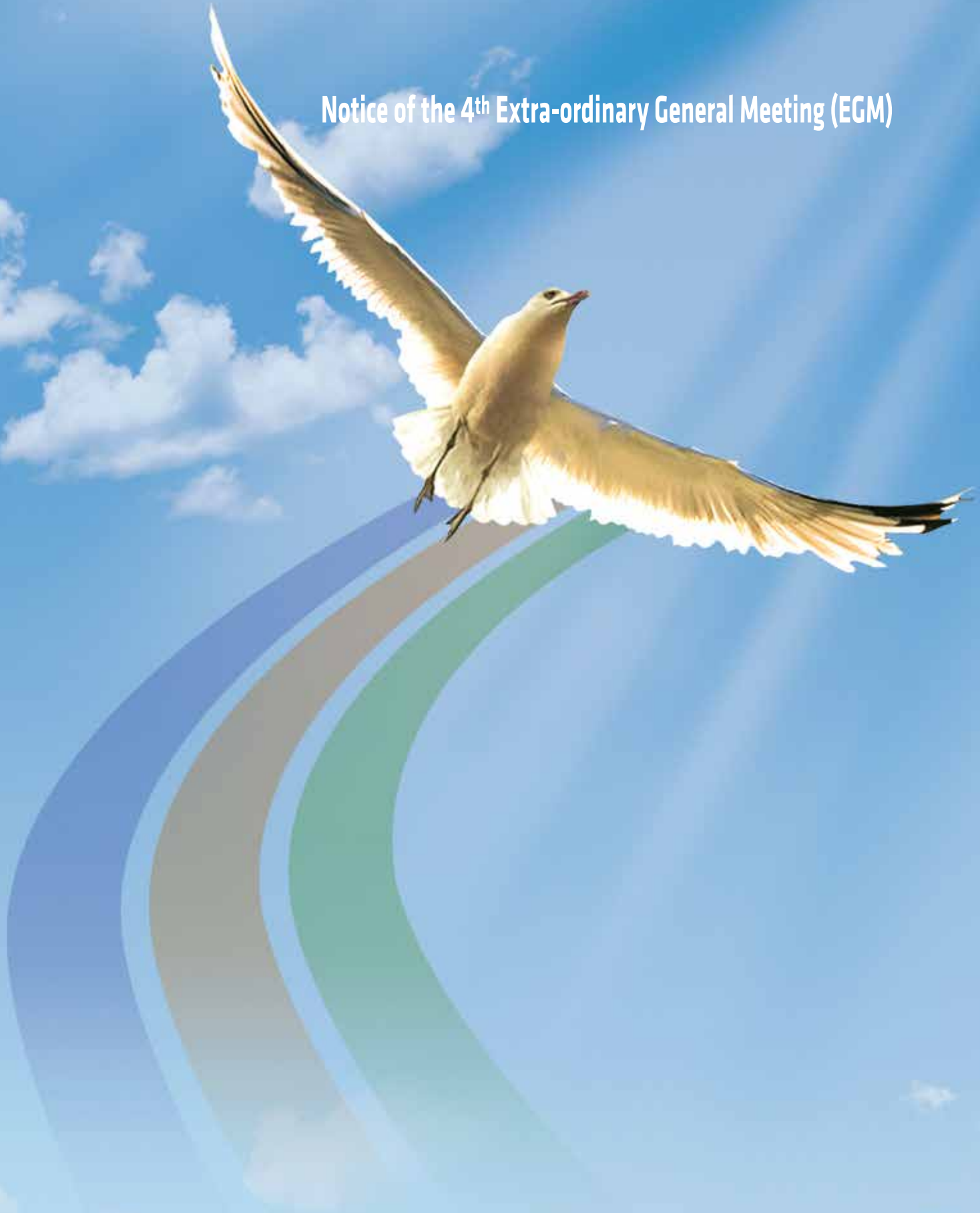


Notice of the 4th Extra-ordinary General Meeting (EGM)



Dutch-Bangla Bank Limited
YOUR TRUSTED PARTNER

Notice of the 4th Extra-ordinary General Meeting (EGM)

Notice is hereby given that the 4th Extra-ordinary General Meeting (EGM) of the Hon'ble Members of Dutch-Bangla Bank Limited (DBBL) will be held on Monday, April 29, 2019 at 10:00 A.M. at 'Ballroom' of Pan Pacific Sonargaon Hotel, Dhaka-1215, Bangladesh to transact the following business and if deem fit to adopt the following resolutions as 'Special Resolutions' with or without any modifications:

Agenda:

To increase the Authorized Capital of Dutch-Bangla Bank Limited from Taka 4,000,000,000.00 (Taka four thousand million) divided into 400,000,000 (Four hundred million) ordinary shares of Taka 10.00 (Taka ten) each to Taka 15,000,000,000.00 (Taka fifteen thousand million) divided into 1,500,000,000 (One thousand five hundred million) ordinary shares of Taka 10.00 (Taka ten) each and accordingly the amendments in the Memorandum and Articles of Association of the Bank.

PROPOSED SPECIAL RESOLUTIONS

RESOLVED that

the Authorized Capital of Dutch-Bangla Bank Limited be increased from Taka 4,000,000,000.00 (Taka four thousand million) divided into 400,000,000 (Four hundred million) ordinary shares of Taka 10.00 (Taka ten) each to Taka 15,000,000,000.00 (Taka fifteen thousand million) divided into 1,500,000,000 (One thousand five hundred million) ordinary shares of Taka 10.00 (Taka ten) each and accordingly the following amendments be made in the Memorandum and Articles of Association of the Bank:

(i) Amendment of Clause 'V' of the Memorandum of Association

Existing	Proposed amendment
The authorized capital of the Company is Taka four hundred crore, that is, Tk.4,000,000,000.00 (Taka four thousand million) divided into forty crore, that is, 400,000,000 (Four Hundred Million) ordinary shares of Tk.10.00 (Taka ten) each with the rights and privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being with power to increase or reduce the capital of the Company. The shares of the Company may be subscribed for by Bangladeshi or foreign nationals or by Bangladeshi or foreign financial institutions or by the Government of Bangladesh.	The authorized capital of the Company is Taka one thousand five hundred crore, that is, Tk.15,000,000,000.00 (Taka fifteen thousand million) divided into one hundred fifty crore, that is, 1,500,000,000 (One Thousand Five Hundred Million) ordinary shares of Tk.10.00 (Taka ten) each with the rights and privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being with power to increase or reduce the capital of the Company. The shares of the Company may be subscribed for by Bangladeshi or foreign nationals or by Bangladeshi or foreign financial institutions or by the Government of Bangladesh.

ii) Amendment of Article '6' under head Share capital of the Articles of Association

Existing	Proposed amendment
The authorized share capital of the Company is Taka four hundred crore, that is, Tk.4,000,000,000.00 (Taka four thousand million) divided into forty crore, that is, 400,000,000 (Four Hundred Million) ordinary shares of Tk.10.00 (Taka ten) each with powers to increase or reduce the share capital of the Company in accordance with the provision of the Act.	The authorized share capital of the Company is Taka one thousand five hundred crore, that is, Tk.15,000,000,000.00 (Taka fifteen thousand million) divided into one hundred fifty crore, that is, 1,500,000,000 (One Thousand Five Hundred Million) ordinary shares of Tk.10.00 (Taka ten) each with powers to increase or reduce the share capital of the Company in accordance with the provision of the Act.

By order of the Board



Mohammed Mesbahul Alam
Company Secretary
Dated: Dhaka, April 08, 2019

NOTES:

- i. The **'Record Date'** for the purpose was on **Sunday, April 07, 2019.**
- ii. A Member eligible to attend and vote at the 4th Extra-ordinary General Meeting (EGM) may appoint a proxy to attend and vote on his / her behalf. Proxy Form must be affixed with revenue stamp of Taka 20.00 and submitted to the Registered Office of the Company not later than 72 hours before the time fixed for the 4th Extra-ordinary General Meeting (EGM).
- iii. Members are requested to notify change of address, if any, to the Company.



*Any time
Anywhere*



Dutch-Bangla Bank Limited
YOUR TRUSTED PARTNER

Head Office

Sena Kalyan Bhaban (3rd floor), 195, Motijheel Commercial Area
Dhaka-1000, Bangladesh. Tel: (8802) 9574196-8, Fax: (8802) 9561889
E-mail: contact@dutchbanglabank.com, Website: www.dutchbanglabank.com



Dutch-Bangla Bank Limited

Registered Office, Sena Kalyan Bhaban
195, Motijheel Commercial Area, Dhaka-1000, Bangladesh



PROXY FORM

I/We _____
of _____
being a Member of Dutch-Bangla Bank Limited do hereby appoint
Mr./Ms. _____
of _____
or (failing him/her) Mr./Ms. _____
of _____

as my/our proxy, to attend and vote on my/our behalf at the 4th Extra-ordinary General Meeting (EGM) of the Company to be held on Monday, April 29, 2019 at 10.00 A.M. at Pan Pacific Sonargaon Hotel, Dhaka and at any adjournment thereof or at any ballot to be taken in consequence thereof.

Signed this _____ day of April, 2019

Signature of Member

Signature of Proxy

Revenue
Stamp Tk.20.00

Folio / BOID No. : _____

No. of Shares : _____

N.B.:

- (1) This form of Proxy duly completed and must be deposited at least 72 hours before the meeting at the Company's Registered Office. Proxy is invalid if not signed and stamped as indicated above.
- (2) Signature of the Member shall agree with the specimen signature registered with the Company.



Dutch-Bangla Bank Limited

Registered Office, Sena Kalyan Bhaban
195, Motijheel Commercial Area, Dhaka-1000, Bangladesh

ATTENDANCE SLIP

I hereby record my attendance at the the 4th Extra-ordinary General Meeting (EGM) of the Company being held on Monday, April 29, 2019 at 10.00 A.M. at Pan Pacific Sonargaon Hotel, Dhaka.

Name of Member													
Folio / BOID No.													
Name of Proxy (if any)													

Dated:

Signature: _____

N.B.:

Members attending the meeting in person or by proxy are requested to complete attendance slip and deposit the same at the entrance of the meeting hall.