

NOTICE OF THE 36TH ANNUAL GENERAL MEETING

Notice is hereby given that the **36th Annual General Meeting** of **CENTRAL INSURANCE COMPANY LIMITED (CICL)** will be held on **WEDNESDAY, JUNE 12, 2024 at 11.00 a.m. Bangladesh Time** in **DIGITAL PLATFORM** to transact the following business:

AGENDA

- 1) AUDITED FINANCIAL STATEMENTS, DIRECTORS' REPORT & AUDITORS' REPORT:**
To receive, consider and adopt the Audited Financial Statements for the year ended on December 31, 2023 together with the Directors' Report and Auditors' Report thereon.
- 2) DIVIDEND:**
To approve 12% Cash Dividend for all the shareholders for the year ended on 31st December 2023, as recommended by the Board of Directors.
- 3) ELECTION/RE-ELECTION OF DIRECTORS:**
To elect Directors of the Company in the vacancies caused by retirement on rotation in accordance with the provisions of 107 and 108 of the Articles of Association of the Company.
- 4. RE-APPOINTMENT OF AN INDEPENDENT DIRECTOR:**
To re-appoint Mr. Md. Amirul Islam FCA, FCS as an Independent Director of the Company, subject to approval of the BSEC.
- 5. APPOINTMENT OF STATUTORY AUDITORS:**
To appoint Statutory Auditors for the year 2024 and fix their remuneration.
- 6. APPOINTMENT OF COMPLIANCE AUDITORS AS PER CORPORATE GOVERNANCE CODE-2018 ISSUED BY BSEC:**
To appoint BSEC Corporate Governance Compliance Auditor for the year 2024 and to fix their remuneration.
- 7. APPOINTMENT OF COMPLIANCE AUDITORS AS PER CORPOARTE GOVERNANCE GUIDELINE-2023 ISSUED BY IDRA:**
To appoint IDRA Corporate Governance Compliance Auditor for the year 2024 and to fix their remuneration.

By Order of the Board of Directors



Md. Noor-Ul-Alam FCS, LLB
Company Secretary

Dated: May 20, 2024
7-8 Motijheel, Dhaka

Notes:

- ▶ As per the permission given by the Bangladesh Securities Exchange Commission's through its letter No. BSEC/ICAD/SRIC/2024/318/87 dated March 27, 2024; the AGM of the Company will be a virtual meeting which will be conducted via live webcast by using Digital Platform.
- ▶ The Shareholders whose names appear in the Members Register (Depository Register) in CDBL on the Record Date i.e. Tuesday, April 30, 2024 shall be eligible to attend and vote in the 36th AGM (Virtual Meeting) of the Company and shall be entitled to receive the Dividend as approved at the 36th AGM;
- ▶ The link for the virtual AGM and detailed procedures to attend the meeting will be communicated to the respective shareholders' email ID and/or cell number available with BO ID of the shareholders in due course and it would also be available on the website of the Company: www.cicl-bd.com
- ▶ Members will be able to submit their questions/comments and vote electronically from 24 hours before commencement of the AGM. For logging in the system, the members need to put their 16-Digit BO ID number by visiting link available at our website the website the Company i.e., www.cicl-bd.com . The AGM link is : <https://cicl.hisoftcloud.com>
- ▶ As per BSEC Notification No. SEC/CMRRCD/2006-158/208/Admin/81 Dated June 20, 2018 a soft copy of the Annual Report is sent to the e-mail addresses of the members listed in their respective BO Accounts with the DP. Besides, the soft copy of the CIC Annual Report-2023 will also be available on the Company's Website at: www.cicl-bd.com
- ▶ As per Bangladesh Securities Exchange Commission (BSEC) Gazette Notification No. BSEC/CMRRCD/2006-158/208/admin/81, dated 20th June, 2018, soft copy of Annual Report along with the Attendance Slip, Proxy Form and the Notice will be forwarded to the all members at their respective email addresses available in their Beneficiary owner (BO) accounts as per CDBL record. Shareholders may collect the printed copy of the Annual Report from the Registered Office or Share Division (7-8, Motijheel C/A., 5th floor, Dhaka).
- ▶ Members are requested to update their BO accounts with 12 (Twelve) digit Taxpayer's Identification Number (e-TIN) failing which disbursement of cash dividend will be made (other than a company) after deduction of tax @ 15% (fifteen percent) instead of 10% (Ten percent) as per law.

NB: Members, please note that no gift or benefits in cash or kind shall be given at the AGM as per BSEC's notification dated October 24, 2013.