



RAK Ceramics (Bangladesh) Limited
RAK Tower (7th, 8th & 9th Floor), Plot # 1/A, Jasimuddin Avenue,
Sector # 3, Uttara Model Town, Dhaka-1230

NOTICE OF THE 21ST ANNUAL GENERAL MEETING

Notice is hereby given that the 21st Annual General Meeting of RAK Ceramics (Bangladesh) Limited will be held on Tuesday, March 31, 2020 at 10.00 a.m. at Golf Garden, Army golf club, Dhaka cantonment, Dhaka-1206 to transact the following businesses:

AGENDA

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 December 2019, together with the reports of the Auditor and the Directors.
2. To declare dividend for the year ended 31 December 2019.
3. To elect/re-elect Director(s) of the Company.
4. To appoint the Statutory Auditors of the Company for the year 2020 and fix their remuneration.
5. To appoint the Chartered Secretary in Practice (Compliance Auditors) of the Company for the year 2020 for compliance certification on corporate governance and fix their remuneration.
6. To approve of entering into contract for supply of goods and materials with Mohammed Trading amounting to 1% (one percent) or above of the revenue for the immediately preceding financial year.

Dhaka, Bangladesh
Date: March 15, 2020

By order of the Board of Directors

Sd/-
(Muhammad Shahidul Islam FCS)
Company Secretary

Notes:

1. The shareholders whose name appeared in the Share Register of the Company, or in the Depository Register on the 'Record Date' (i.e. February 25, 2020), will be entitled to attend the 21st AGM and receive the dividend.
2. The Board unanimously recommended dividend @ 15% in cash of the paid-up capital of the Company for the year 2019.
3. Shareholders may please note that pursuant to Corporate Governance Code, 2018 of the BSEC dated June 03, 2018, M/s. Jasmin & Associates, Chartered Secretaries & Corporate Affairs Consultants, has been recommended by the Board of Directors to be appointed as Compliance Auditors of the Company for the year 2020 for compliance certification on corporate governance subject to approval of the shareholders.
4. In order to comply with the BSEC notification No. BSEC/CMRRCD/2009-193/2/Admin/103 dated 05 February 2020, the Board of Directors has recommended to enter into contract for supply of goods and materials with Mohammed Trading amounting to 1% (one percent) or above of the revenue for the immediately preceding financial year subject to approval of the shareholders.
5. A shareholder entitled to attend and vote at the AGM may appoint a proxy to attend and vote in his/her behalf (such a proxy shall be a shareholder of the Company). The Proxy Form, duly filled and stamped, must be deposited at the Registered Office of the Company not later than 48 hours before the time fixed for the meeting.

6. Admission to the meeting will be strictly on production of the Attendance Slip.
7. Shareholders are requested to submit to the Registered Office of the Company on or before March 29, 2020, their written option to receive dividend in the form enclosed with the Annual Report. If the shareholder fails to submit such option within the stipulated time, the dividend will be paid-off as deemed appropriate by the Company.
8. In case of non-receipt of the Annual Report of the Company sent through email, shareholders may collect the same from the Registered Office of the Company, on or before March 29, 2020.
9. Brokerage houses/DPs are requested to provide the statement along with detail of their margin loan holders on or before March 29, 2020, who are entitled to receive cash dividend of the Company for the year ended December 31, 2019. The statement should include shareholder's name, BO ID number, client-wise shareholding position, gross dividend receivable, applicable tax rate, net dividend receivable, bank account number, routing number, contact person, etc.

Shareholders may please note that no food or gift or other benefits in cash or kind shall be given at the Annual General Meeting.