

Notice of the 16th Annual General Meeting (AGM)

Notice is hereby given that the 16th Annual General Meeting of Summit Alliance Port Limited will be held through digital platform pursuant to the Notification No. SEC/SRMIC/94-231/25 dated 8th July 2020 issued by the Bangladesh Securities and Exchange Commission (BSEC), on Wednesday the 23rd December of 2020 at 11-00 a.m. to transact the followings:

Extra-Ordinary Resolution:

To consider and if deemed fit, to adopt the following extra-ordinary resolution verbatim for inclusion of a new Article in the company's Article of Association after the Article-60A:

"60B Dividends unclaimed for one (1) year after having been declared may be invested or otherwise used by the Directors for the benefit of the Company until claimed and all dividends unclaimed for six (6) years after having been declared may be forfeited by the Directors for the benefit of the Company, provided that the Directors at any time negate such forfeiture and pay such dividend, if claim is received from genuine claimant."

Ordinary Resolution:

1. To receive and adopt the Directors' Report and the Audited Financial Statements of the Company for the year ended on 30th June 2020 together with the Auditor's Report thereon.
2. To Declare Final Dividend for the financial year 2019-20
3. To elect/re-elect Directors retiring in terms of Article-41 and Article-42 of the Company's Articles of Association
4. To confirm appointment of Independent Director for a period of three years from the date of appointment as per Conditions 1(c) and (e) of BSEC Notification dated 3rd June 2018: Corporate Governance Code.
5. To ratify renewal of appointment of Managing Director of the Company as per the provision of section 110 of the Company's Act 1994 for the period of three years from date of expiry of his last five-year term.
6. To appoint Statutory Auditors for the audit of account for the year ending on 30th June 2021 and fix their remuneration.
7. To consider appointment of Professional Accountant/Secretary to certify regarding compliance of Corporate Governance conditions for 2020-21 as stipulated in Condition-9 (2) of BSEC Notification dated 3rd June 2018: Corporate Governance Code.

By order of the Board of Directors

Sd/-

Md. Abdullah Osman Shajid
Company Secretary

Dhaka, the 30th November 2020

Notes:

- The Members whose names appeared on the Members/ Depository Register as on the "Record Date" i.e., 19 November 2020 are eligible to participate in the 16th Annual General Meeting (AGM) and receive dividend.
- Pursuant to the Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/94-231/25 dated 08 July 2020, the AGM will be virtual meeting of the Members, which will be conducted via live webcast by using digital platform.
- The Members will be able to submit their questions/comments and vote electronically 24 hours before commencement of the AGM and during the AGM. For logging in to the system, the Members need to put their 16-digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the link <https://sapl.bdvirtualagm.com>
- We encourage the Members to log in to the system prior to the meeting start time of 11:00 am (Bangladesh Standard time) on 23 December 2020. Please allow ample time to login and establish your connectivity. The webcast will start at 11:00 am (Dhaka Time). Please contact +8801974087679 for any technical difficulties in accessing the virtual meeting.
- A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her stead. The "Proxy Form", duly filled, signed and stamped at BDT 20 must be sent either through email (Scanned Copy) at share.team@saplb.com or hand delivery or courier to SAPL Share Office situated at The Alliance Building (8th Floor), 63 Pragati Sarani, Baridhara, Dhaka-1212 no later than 48 hours before commencement of the AGM.
- Pursuant to the 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 2019-20 is to be sent to the email addresses of the Members available in their Beneficial Owner (BO) accounts maintained with the Depository. The soft copy of the Annual Report 2019-20 will also be available on the Investor Relations section of the Company's website at www.saplb.com
- The concerned Brokerage House are requested to provide us with a statement with the details (shareholder name, BO ID number, client-wise shareholding position, gross dividend receivable, applicable tax rate and net dividend receivable) of their margin loan holders who holds Summit Alliance Port Limited's Shares, as on the "Record Date", along with the name of the contact person in this connection, to the Company's Corporate Office [The Alliance Building (8th Floor), 63 Pragati Sarani, Baridhara, Dhaka-1212] on or before 20 December 2020.