

## NOTICE OF THE 11TH ANNUAL GENERAL MEETING

Notice is hereby given to all shareholders of Genex Infosys Limited that the 11th Annual General Meeting of the Company will be held on Sunday, December 24, 2023, at 3:30 P.M. virtually by using the digital platform through the link '<https://genex11thagm2023.digitalagmbd.net>' (in pursuance with Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/94-231/25 dated 08 July 2020) to transact the following business and to adopt necessary resolutions:

### **AGENDA**

- Agenda-1: To receive, consider, and adopt the audited financial statements of the company for the year ended June 30, 2023, together with the report of directors and auditors thereon.
- Agenda-2: To approve the proposed dividend for the year ended June 30, 2023, as recommended by the board of directors.
- Special Business
- Agenda-3: To approve the issuance of BDT 150 crore coupon-bearing bond, with conversion feature, and backed by bank guarantee.
- Special Business
- Agenda-4: To adopt the change of registered name of the company to "Genex Infosys PLC" from "Genex Infosys Ltd".
- Agenda-5: To elect directors in terms of the relevant provision of the articles of association.
- Agenda-6: To appoint statutory auditors for the year 2023-2024 and fix their remuneration.
- Agenda-7: To appoint compliance auditors as per the corporate governance code for the year 2023-2024 and fix their remuneration.
- Agenda-8: To approve the appointment and remuneration of the managing director of the company.
- Agenda-9: To approve the re-appointment of the independent director.
- Agenda-10: Any other business with the permission of the chairman

By order of the Board

Sd/-

Md. Mostaq Ahmed  
Company Secretary

Dated: Dhaka  
December 02, 2023

### **Notes:**

1. The Record Date of the Company is November 20, 2023, and the Shareholders with names in the Register of Members or in the Depository Register on the Record Date will be eligible to attend and vote in the AGM through Digital platform and qualify for dividend.
2. Pursuant to the BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, a soft copy of the Annual Report 2023 will be emailed to the respective Shareholder's email ID available in their BO A/C. The Annual Report 2023 will also be available in the Company's website at [www.genexinfosys.com](http://www.genexinfosys.com)
3. A Shareholder entitled to attend/participate and vote at the Annual General Meeting may appoint a proxy on his/her behalf. A scanned copy of the proxy form duly signed and stamped shall be sent through email at [investor.relations@genexinfosys.com](mailto:investor.relations@genexinfosys.com) no later than 48 hours before the meeting.
4. The Shareholders can log into the link '<https://genex11thagm2023.digitalagmbd.net>' by using their BO A/C number and will be able to submit their queries or comments and vote electronically 24 hours before the meeting. For any, IT related guidance in this regard Shareholders may contact cell number +8809612111000.

5. The concerned Merchant Banks and all Depository Participants (DPs) are requested to provide copies of the list of margin clients along with the bank details for entitlement of dividends on or before 24 December 2023 as per the following:
  - a) Hard copy: Deliver at the Share Department of the Company by registered mail or courier.
  - a) Soft copy: Email to [investor.relations@genexinfosys.com](mailto:investor.relations@genexinfosys.com)
6. In compliance with Circular No: SEC/CMRRCD/2009-193/154 dated 24 October 2013 issued by BSEC no benefit in cash or kind shall be offered to the members during the Annual General Meeting.