

# Notice of the 24<sup>th</sup> Annual General Meeting

Notice is hereby given that the 24<sup>th</sup> Annual General Meeting (AGM) of Asia Insurance Limited for the year 2023 will be held on Monday the 22nd July 2024 at 12:00 noon. The AGM will be held by virtually using digital platform (BSEC Letter No. BSEC/ICAD/SRIC/2024/318/87, dated March 27, 2024) through the link: <http://asiainsurance.bdvirtualagm.com> to transact the following business.

## AGENDA

1. To receive, consider and adopt the Directors' Report and Audited Financial Statements for the year ended 31 December 2023 along with Auditors' Report thereon.
2. To declare dividend for the year ended 31 December 2023 as recommended by the Board of Directors.
3. To elect/re-elect Directors as per provision of Articles of Association of the Company.
4. To appoint Statutory Auditors for the year 2024 and to fix their remuneration.
5. To appoint Corporate Governance Compliance Auditor for the year 2024 and to fix their remuneration.
6. To appoint Insurer's Corporate Governance Guidelines (ICGG) Compliance Auditor for the year 2024 and to fix their remuneration.
7. Miscellaneous, if any, with the permission of the Chair.

### Special Resolution:

To Change the registered name of the Company to '**Asia Insurance PLC.**' from '**Asia Insurance Limited**'

To adopt the change of registered name of the Company to '**Asia Insurance PLC.**' from '**Asia Insurance Limited**' as per provision of the Companies Act, 1994 (2nd Amendment 2020) and amend the relevant clauses of the Memorandum and Articles of Association of the Company by adopting the following special resolution:

"Resolved that, the proposal of changing of registered name of the Company to 'Asia Insurance PLC.' from 'Asia Insurance Limited' in accordance with the Companies Act, 1994 (2nd Amendment 2020) and amend the relevant clauses of the Memorandum and Articles of Association of the Company be and is hereby approved subject to approval of regulatory authorities.

FURTHER RESOLVED THAT, the old name of the Company will be replaced by the new name in all the statutory/title documents, licenses and other relevant documents."

By order of the Board of Directors



**Md. Atique Ullah Majumder**  
DMD & Company Secretary

**Dated: Dhaka**  
27 June, 2024

### Notes:

- a. Shareholders whose names appeared in the Member's Register of the Company on the Record Date i.e. 26 May 2024 are eligible to participate in the meeting and receive dividend.
- b. Members can cast their vote through Online (real time) or e-voting starting from 24 hours before the AGM and voting option will remain open till the closure of AGM.
- c. AGM will be conducted as per BSEC Letter No. BSEC/ICAD/SRIC/2024/318/87, dated March 27, 2024.
- d. As per BSEC Notification no. BSEC/CMRRCD/2006-158/208/admin/81 dated 20 June 2018, the soft copy of the Annual Report 2023 along with Attendance Slip, Proxy Form and the Notice will be forwarded to all Members at their respective e-mail addresses available with us as per CDBL record. These are also available in the Company's website at: [www.asiainsurancebd.com](http://www.asiainsurancebd.com)
- e. A member is eligible to attend the Annual General Meeting may appoint a proxy to attend and vote on his/her behalf. No person shall act as proxy unless he/she is entitled to be present and vote in his/her own right. The "Proxy Form" duly filled, signed and stamped at BDT 20/- must be sent to Asia Insurance Limited Share Office or Email: [asiainsu.share@gmail.com](mailto:asiainsu.share@gmail.com) by no later than 72 hours before commencement of the Annual General Meeting (AGM).
- f. As per BSEC's notification No. SEC/CMRRCD/2009-193/154 dated 24 October, 2013, **"No benefit in Cash or kind, other than in the form of Cash Dividend or Stock Dividend, shall be paid to the holders of equity securities."**