

December 5, 2022

NOTICE OF 43rd ANNUAL GENERAL MEETING

Notice is hereby given to all shareholders of Olympic Industries Limited that the 43rd Annual General Meeting of the company will be held virtually (via Zoom, accessible at <http://agm.olympicbd.com>) as per Orders No. SEC/SRMIC/94-231/25 dated July 8, 2020 and No. SEC/SRMIC/94-231/91 dated March 31, 2021 of the Bangladesh Securities and Exchange Commission, on Monday, December 26, 2022 at 11:00 A.M. to transact the following business:

AGENDA

1. To receive, consider and adopt the audited financial statements of the company for the financial year ended June 30, 2022 together with the Reports of Directors and Auditors thereon.
2. To consider and approve the payment of 45% Cash Dividend i.e. Tk. 4.50 per share to the shareholders for the financial year ended June 30, 2022, as recommended by the Board of Directors.
3. To consider re-appointment of Mr. Mubarak Ali, Managing Director, for a subsequent term of 5 (five) years from December 29, 2022 to December 28, 2027 as well as determine his monthly remuneration and monthly house rent ceiling of free furnished accommodation, effective from the date of his re-appointment.
4. To consider retirement and re-appointment of Mrs. Nurjehan Hudda and Mrs. Sakina Miraly, Directors. Their brief resumes are enclosed as per CGC Condition No.1(5)(xxiv)(a).
5. To consider retirement by rotation and re-appointment of Mr. Aziz Mohammad Bhai, Director. His brief resume is enclosed as per CGC Condition No. 1(5)(xxiv)(a).
6. To approve the appointment of Mr. Osman Haidar, Independent Director, for a term of 3 (three) years from November 22, 2022 to November 21, 2025, as approved by the Board of Directors on November 22, 2022. The Board of Directors has also approved his appointment as Chairperson of the Audit Committee and as member of the Nomination and Remuneration Committee (NRC) of the company.
7. To appoint new Statutory Auditors or to consider re-appointment of existing Statutory Auditors M/s. M.J.Abedin & Co., Chartered Accountants, for 3rd year 2022-2023 ending on June 30, 2023 and to determine the remuneration of Statutory Auditors.
8. To consider appointment of a practicing professional firm of Chartered Accountants or Chartered Secretaries to provide Certificate on Compliance with the Corporate Governance Code and determine their remuneration. M/s. Huda & Co., Chartered Accountants has long been providing this Certificate to the company and has expressed interest in re-appointment for FY 2022-2023.
9. To transact any other business of the company with the permission of Chairman of the meeting.

By Order of the Board



Md. Nazimuddin
Executive Director, Corporate Affairs
& Company Secretary

Notes:

1. The Record Date to participate in 43rd Annual General Meeting and for entitlement of approved Cash Dividend was November 24, 2022.
2. Shareholders may join the 43rd Annual General Meeting, accessible at <http://agm.olympicbd.com>. Shareholders may submit their queries and comments electronically at least 24 hours prior to the commencement of the meeting and also during the meeting. To log in to the meeting, shareholders shall need to click the above link and provide 16-digit BOID number or folio number, full name, number of shares held, and mobile number or email address as proof of identity. The detailed process for participating in the meeting will also be available on the website of the company, at www.olympicbd.com. The link has also been sent to the respective email address of shareholders, as per the register of shareholders, as on the record date.
3. A shareholder eligible to attend the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the Annual General Meeting. The Proxy Form, duly filled in for this purpose, bearing Revenue Stamp of Tk. 20.00, must be sent to the company by email to investor.relations@olympicbd.com or may be deposited at the Corporate Office of the company, located at Amin Court (6th Floor), 62-63 Motijheel C/A, Dhaka-1000, at least 48 hours before the meeting. The proxy must be a shareholder of the company and his/her signature is to be verified by the shareholder appointing the proxy.
4. Of a total 8 (eight) Directors of the company, 2 (two) Directors are Independent Directors and 1 (one) Director is nominated by a foreign shareholder of the company. As per Condition No. (2)(e) of the Corporate Governance Code of BSEC dated June 3, 2018, Independent Directors shall not be subject to retirement by rotation as per the Companies Act, 1994.

As per Article 119 of the Articles of Association of the company and Regulation 79 of Schedule-I of the Companies Act, 1994, one third of the Directors will retire from their position(s). Therefore, Mr. Aziz Mohammad Bhai, Director also retires this year to make the retirement of a whole number of Directors. He is eligible for re-appointment.

5. Any change of address should be notified in writing to the company.
6. Shareholders who have not yet submitted their 12-digit TIN to their respective Depository Participants (DP) or to the company's share department are requested to do so at the earliest, failing which income tax at source on dividends will be deducted at 15% instead of 10%.
7. To facilitate the payment of dividend using BEFTN directly to shareholders' designated bank accounts, shareholders are requested to update their active bank account number, routing number, address and mobile number through their respective Depository Participants (DP).
8. The concerned Merchant Banks and/or Depository Participants are requested to send the details (name, BOID, number of shares held, gross and net dividend receivable, rate and amount of tax deductible at source, name of bank, bank account number and routing number, etc.) of their margin loan holders on or before December 14, 2022 to the shares department of the company located at Amin Court (6th Floor), 62-63 Motijheel C/A, Dhaka-1000.
9. As per BSEC Notification dated June 20, 2018, the soft copy of Annual Report along with Proxy Form, etc. shall be sent via email to all shareholders, as per their BO accounts details. The soft copy of Annual Report shall also be published on the website of the company, at www.olympicbd.com. Interested shareholders may collect a hard copy of the Annual Report by making a written request to our share department.
10. To comply with BSEC directives as contained in Notification No. SEC/SRMI/2000-953/1950 dated October 24, 2000 published in the Bangladesh Gazette on November 7, 2000 and also as contained in Circular No. SEC/CMRRCD/2009-193/154 dated October 24, 2013, no gift or benefit in cash and kind shall be provided to shareholders participating the 43rd Annual General Meeting of the company.