



NOTICE OF THE 48th ANNUAL GENERAL MEETING

Notice is hereby given that 48th Annual General Meeting (AGM) of British American Tobacco Bangladesh Company Limited will be held on Sunday, 28th March 2021 at 10:30 am. The AGM will be conducted through digital platform for transaction of the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st December 2020, and the Reports of the Directors and the Auditors thereon.
2. To approve Dividend for the year ended 31st December 2020.
3. To elect/re-elect Directors.
4. To appoint the Statutory Auditors of the Company for the year 2021 and to fix their remuneration.
5. To appoint Compliance Auditor of the Company for the year 2021, in compliance with the requirements under the BSEC Codes of Corporate Governance.

Special Business:

6. To approve re-appointment of Mr. Shehzad Munim as Managing Director of the Company in compliance with the requirement of the Companies Act, 1994.

The following proposed ordinary resolution to be considered in the 48th AGM with or without modification:

“Resolved that, in compliance with the requirements of the Companies Act 1994, Mr. Shehzad Munim be and hereby is re-appointed as the Managing Director of British American Tobacco Bangladesh Company Limited for a further tenure of five years as per the terms and conditions of the Company.”

By order of the Board
sd/-

4th March 2021

Md. Azizur Rahman FCS

Company Secretary
BAT Bangladesh
New D.O.H.S. Road, Mohakhali, Dhaka -1206

Notes:

- The Shareholders whose names appear in the Members Register and/or Depository Register on the **Record Date i.e. Wednesday, 3rd March 2021** shall be eligible to attend the 48th AGM (virtual meeting) of the Company and shall be entitled to receive the **Dividend** as approved at the 48th AGM;
- Pursuant to BSEC Order No: SEC/SRMRC/04-231/25 dated 8th July 2020, the AGM will be conducted virtually using digital platform;
- The link for the virtual AGM and detailed procedures to attend the meeting will be communicated to the shareholders' email ID and/or cell number in due course and it would also be available at the website of the Company: www.batbangladesh.com;
- A Member may appoint a proxy to attend and vote in his/her place by filling proxy form. The proxy form, duly completed and stamped, must be deposited at the office not later than 72 hours before the time scheduled for holding the meeting as per Article 70 and 71 of the Articles of Association of the Company;
- Pursuant to Article 70 and 71 of the Articles of Association, a corporate member of the Company, by resolution of the Board of Directors or other Governing Body of such body corporate, may authorize such person as it thinks fit, to act as its representative at any meeting of the of the Company;
- Requesting all the Stock Brokerage Houses those who are holding the BAT Bangladesh shares to provide us the list of margin holders name, shareholdings, e-TIN as on 3rd March 2021 (record date for final dividend) by 27th March 2021.
- Members were requested to update their respective BO Accounts with 12 Digit Taxpayer's Identification Number (TIN), bank account, mailing address, email address and cell number through their respective Depository Participant (DP) before the 'Record Date'. Tax Deduction at Source @15% (instead of 10%) will be made from the eligible cash dividend amount, if any individual fails to update his/her BO Account with the 12 Digit TIN before the Record Date;
- As per Bangladesh Securities and Exchange Commission notification # BSEC/CMRRCD/2006 158/208/Admin/81, dated 20th June 2018, soft copies of the Annual Report along with the Attendance Slip, Proxy Form and the Notice will be forwarded to all the Members at their respective email address available with us as per CDBL record. The Members may also collect the Proxy Form from the Registered Office of the Company. These will also be available at the website of the Company; and
- The soft copy of the Annual Report 2020 is also available in the Investor Relations Section of the Company's Website: www.batbangladesh.com.