



# Notice of the 9<sup>th</sup> Annual General Meeting (Virtual)

Notice is hereby given that the 9<sup>th</sup> Annual General Meeting (AGM) of Sena Kalyan Insurance Company Limited will be held on **Monday, June 20, 2022, at 11:00 a.m.** (Dhaka Time). The AGM will be held virtually by using a digital platform through the following link: <https://skicl.bdvirtualagm.com> to transact the following businesses:

**(a) Ordinary Business:**

1. Consideration and adoption of Directors' Report, Audited Financial Statements for the year ended December 31, 2021, and the Auditors' Report thereon.
2. Declaration of dividend for the year ended December 31, 2021.
3. Appointment/re-appointment of Directors.
4. (i) Re-appointment of statutory auditors and fixation of their remuneration;  
(ii) Appointment of a professional to provide the certificate on compliance of the Corporate Governance Code of BSEC for the year 2022, as well as fixation of their remuneration.

**(b) Special Business:**

1. To amend Article no. 89 of the Articles of Association of the Company by adopting the following special resolution:

**Existing Article**

Excluding the appointment of the Managing Director, the other Directors so nominated to represent the shareholding of Sena Kalyan Sangstha will be required to hold only the minimum share, which is only 01 (One). The qualification of a Director from public subscribers shall be his holding minimum shares which is at least 2.5% of issued capital in his own name or in the name of the institution (which includes companies, statutory bodies, trusts and such like) that he represents, at least six months before the date of election and that he is not disqualified as per provisions of insurance Act or rules or any other laws of the country.

**Proposed Amendment**

Excluding the appointment of the Managing Director, the other Directors so nominated to represent the shareholding of Sena Kalyan Sangstha will not be required to hold any share. The qualification of a Director from public subscribers shall be his holding minimum shares which are at least 5% of the issued capital in his own name or in the name of institution (which includes companies, statutory bodies, trusts and such like) that he represents, at least six months before the date of election and that he is not disqualified as per provisions of Insurance Act or rules or any other laws of the country.

**Special Resolution**

"Resolved that the proposal for amendments of Article No. 89 of Articles of Association of the Company be and is hereby approved".

By order of the Board

May 23, 2022

Sd/-

**M. M. Sajedul Islam, FCS**  
Company Secretary

**Notes:**

- The Shareholders whose names appeared on the Shareholders/Depository Register as on the "Record Date" i.e. May 22, 2022, are eligible to participate in the 9<sup>th</sup> Annual General Meeting (AGM) and receive the dividend.
- Pursuant to the Bangladesh Securities and Exchange Commission's Order No. SEC/SRMIC/04-231/932 dated 24 March 2020, the AGM will be a virtual meeting of the Shareholders, which will be conducted via live webcast by using a digital platform.
- The Shareholders will be able to submit their questions/comments and vote electronically 24 hours before commencement of the AGM and during the AGM. For login to the system, the Shareholders need to put their 16-digit Beneficiary Owners (BO) ID number and other credentials as proof of their identity by visiting the link: <https://skicl.bdvirtualagm.com>.
- 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-2021 (link) will be sent to the email addresses of the Shareholders available in their Beneficiary Owners (BO) account maintained with the Depository. The soft copy of the Annual Report-2021 will also be available on the Company's website at: [www.senakalyanici.com/](http://www.senakalyanici.com/).