

## NOTICE OF THE 13TH ANNUAL GENERAL MEETING

Notice is hereby given that the 13th Annual General Meeting of the shareholders of Sea Pearl Beach Resort & Spa Ltd. will be held using Digital Platform through link id <https://seapearl.bdvirtualagm.com> (in pursuant to the Bangladesh Securities and Exchange Commission s Order No. SEC/SRMIC/94-231/91 dated 31 March 2021) on Thursday, the 22th December, 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 year ended 30 June, 2022 together with Reports of the Directors and the Auditors thereon.
2. To declare dividend for the year ended 30 June, 2022.
3. To elect Directors of the Company.
4. To appoint auditors for the year ended 30th June, 2023 and fix up their remuneration.
5. To appoint the professional to certify Corporate Governance Compliance for the year 2022-2023 and fix up their remuneration.
6. To transact any other business with the permission of the Chair.

By order of the Board



Company Secretary

Dated, Dhaka: 01 December 2022.

### Notes:

- (1) Record Date: 17 November, 2022 (Thursday).  
Shareholders whose names appeared in the Register of Members the Company or in the Depository Register on the Record Date shall be eligible to attend the AGM of the Company and to receive the Dividend.
- (2) The Board recommended cash dividend @ 15% for its shareholders except Sponsors & Directors of the Company for the year ended 30 June 2022.
- (3) Link for joining in AGM through Digital Platform of the company is <https://seapearl.bdvirtualagm.com> and details login process will be notified to the respective Members.
- (4) Annual Report 2022 soft copy will be sent to the email addresses of the Members. Annual Report 2022 will also be available at Company s website: <http://www.seapearl.com.bd>
- (5) A Member entitled to attend and vote at the Annual General Meeting can appoint a proxy to attend and on a poll to vote on his/ her behalf. Proxy Form duly stamped must be deposited at the Company s Registered Office or through email: [cs.seapearlbd@gmail.com](mailto:cs.seapearlbd@gmail.com) at least 48 (forty-eight) hours before the time fixed for the meeting otherwise Proxy Form will not be treated as valid. Signature of the Shareholder(s) should agree with the specimen signature.
- (6) All Members are requested to update their respective BO Accounts with 12 digits Tax payer s Identification Number (e-TIN), Bank Account Number, e-mail address, contact number (mobile phone), mailing address and other related information through their respective Depository Participants (DP). Members bearing Folio Numbers are requested to submit their email address and 12 digits e-TIN certificate to the Share Office of the Company latest by 06 December 2022, failing which Income Tax at Source will be deducted from cash dividend @ 15% instead of 10% as per amended Income Tax Ordinance 1984 (Section 54).  
Members are also requested to notify changes of their address, if any to the Share Office within the same timeline.
- (7) As per Bangladesh Securities and Exchange Commission s Circular No. SEC/CMRRCD/2009-193/154 dated 24 October 2013 and regulation 24 (2) of the Dhaka / Chittagong Stock Exchange (Listing) Regulations 2015, 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 for attending the ensuing AGM of the Company.

সম্মানিত শেয়ারহোল্ডারবৃন্দের সদয় অবগতির জন্য জানানো যাচ্ছে যে, আসন্ন বার্ষিক সাধারণ সভায় কোন প্রকার উপহার/খাবার/কুপন প্রদানের ব্যবস্থা থাকবে না।