

**United Commercial Bank Limited**

Corporate Head Office, CWS(A)-1, Road#34 Gulshan Avenue, Dhaka-1212

Phone: +880-2-55668070, Ext.7402

Email: bsd@ucb.com.bd

Website: www.ucb.com.bd

NOTICE OF THE 37TH ANNUAL GENERAL MEETING (VIRTUAL)

Notice is hereby given to all respected Members of United Commercial Bank Limited that the 37th Annual General Meeting (AGM) of UCB will be held on September 03, 2020 (Thursday) at 11.00 A.M. through Digital Platform (in pursuant to the Bangladesh Securities and Exchange Commission's order No.SEC/SRMRC/04-231/25 dated 08.07.2020) to transact the following businesses.

Agenda of 37th Annual General Meeting

- A. To receive, consider and adopt the Financial Statements, Directors' Report and Auditors' Report of the Bank for the year ended 31 December 2019.
- B. To declare 5% Stock and 5% Cash Dividend for the year ended 31 December 2019 as recommended by the Board of Directors.
- C. To elect/re-elect Directors of the Bank.
- D. To approve the appointment of Independent Directors.
- E. To appoint/reappoint Auditors for the Bank for the term until next AGM & fix their remuneration for the year of 2020.
- F. To appoint Professionals to provide Certificate on Compliance as per Corporate Governance Code-2018 for the year of 2020.
- G. To approve UCB 1st Perpetual Bond of Tk.400 Crore.

By order of the Board of Directors

ATM Tahmiduzzaman, FCS
Company Secretary

Dated: 17 August, 2020

Notes:

- The 'Record Date' in lieu of Book Closure was 19 July 2020 (Sunday).
- Members whose names appeared in the Register of Members of the Bank or in the Central Depository Bangladesh Limited (CDBL) on the Record Date i.e. 19 July 2020 will be eligible to attend the meeting and qualified for Stock and Cash Dividend for the year 2019.
- A member, eligible to attend the AGM, may appoint a Proxy to attend and vote on his/her behalf. The instrument appointing Proxy to be duly signed and affixed by the members with a revenue stamp of Tk.20 must be submitted to the registered office of the Bank at least 72 hours before AGM. Members may download Proxy Form from the Bank's website (i.e. www.ucb.com.bd).
- Link for joining in AGM through Digital Platform is <https://bitly.com/ucbagm2020>. Members can join the Virtual Annual General Meeting using their laptop, PC, Mobile or Tab providing their respective Name, 16-Digit BO ID, and No. Shares. Full login/participation process of AGM through Digital Platform will be available in the Bank's website i.e. www.ucb.com.bd. Members can easily find the link by scanning the QR Code given.
- In Compliance with BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018:
 - i. Annual Report, Attendance Slip and Proxy Form along with the Notice are being sent in soft Form to the Members' registered e-mail address linked with their respective BO ID as on record date.
 - ii. The members who don't have e-mail address linked with their BO ID are requested to send their respective e-mail address to bsd@ucb.com.bd to enable us to send the e-Annual Report 2019 or can download the same by scanning the QR Code given.
 - iii. Members are requested to inform us in writing who want to collect the printed copy of the Annual Report from the Company Secretariat of the Bank
 - iv. The Annual Report is also available in the Bank's website linked with the websites of both Dhaka and Chittagong Stock Exchange Limited.
- Valued Members were requested to update their Bank Account Number, email address, Cell Number through their respective Depository Participants (DP) before the Record Date.
- The concerned Brokerage Houses were requested to provide us with a statement with the details (Shareholders' name, BO ID number, client-wise shareholding position) of their margin account holders (if any) who hold UCB shares, as on the 'Record Date' along with the name of the contact person in this connection, to the Company Secretariat of the Bank on or before 31 July 2020. We would further request the Brokerage houses to provide us with their Bank name & Account number, Routing number etc. within the stipulated time to enable us to disburse the sales proceed of fractional stock dividend to their respective accounts.



To join in the AGM 2020



To download Annual Report 2019



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PROXY FORM

I/We
of
being a member of United Commercial Bank Ltd. do hereby appoint Mr./Ms.
as my / our PROXY to attend and vote for me/us and on my / our behalf at the 37th AGM of the Bank to be held on
September 03, 2020 (Thursday) at 11.00 A.M. through Digital Platform (Virtual) and at any adjournment thereof.

As witness my/our hand this..... day of 2020.

Signature of Shareholder(s)

No. of Shares held.....

Folio No.

Or

BO ID No.

Signature of PROXY

Revenue
Stamp

Note: A member entitled to attend at the General Meeting may appoint a PROXY to attend on his/her behalf. The Proxy Form, duly stamped, must be deposited at the Registered Office of the Bank at least 72 hours before the time for the meeting.

Signature Verified

Authorized Signatory



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SHAREHOLDER / PROXY ATTENDANCE SLIP

I hereby record my attendance at the 37th AGM of the Bank to be held on September 03, 2020 (Thursday) at 11.00 A.M. through Digital Platform (Virtual).

Name of the Shareholder	
No. of Shares	
Folio No.	
BO ID No.	
Name of the Proxy (if any)	

Signature of Shareholder/Proxy

Signature verified by

Notes: Please present this Slip at the Reception Desk. Children and non-Shareholders will not be allowed at the meeting.