

IDLC FINANCE LIMITED  
Bay's Galleria (1st Floor)  
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## NOTICE OF THE 28<sup>TH</sup> ANNUAL GENERAL MEETING (AGM)

Notice is hereby given to all the Members of IDLC Finance Limited (IDLC) that the 28<sup>th</sup> Annual General Meeting of the Company will be held on **Monday, March 25, 2013 at 11.00 a.m. at Bashundhara Convention Center**, Umme Kulsum Road, Block-C, Bashundhara R/A, Baridhara, Dhaka-1229, for transacting the following business:

- A01328-01 Renewal of employment of the CEO & Managing Director;
- A01328-02 Adoption of Directors' Report, Auditors' Report and Audited Financial Statements for the year ended December 31, 2012;
- A01328-03 Declaration of dividend for the year 2012;
- A01328-04 Election of Directors; and
- A01328-05 Appointment of Auditors of the Company for the term until the conclusion of the next Annual General Meeting (AGM) and fixation of their remuneration, as per Companies Act, 1994.

By order of the Board

Sd/-

**Mohammad Jobair Rahman Khan**  
**Company Secretary**

Dated: February 28, 2013

### Notes:

1. The "Record Date" in lieu of Book Closure for the AGM is Thursday, February 28, 2013. The Shareholders whose names would appear in the Register of Members of the Company and/or in the Depository on the 'Record Date' will be eligible to attend the 28<sup>th</sup> AGM and entitled to Stock Dividend as mentioned above;
2. The Board of Directors recommended stock dividend @30% (three shares for every ten ordinary shares held) for the year 2012;
3. A Member may appoint a proxy to attend and vote in his place by filling proxy form as per Article 103 of the Articles of Association of the Company. The proxy form, duly completed and stamped, must be deposited at the office not later than 48 hours before the time scheduled for holding the meeting;
4. Pursuant to Article 81 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 representative at any meeting of the members of the Company;
5. Annual Report, Attendance Slip and Proxy Form along with the Notice will be sent to all the Members by Courier Service/Post. The Members may also collect the Proxy Form from the Registered Office of the Company.