

# NOTICE OF THE 27<sup>th</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 27th Annual General Meeting (AGM) of RAK Ceramics (Bangladesh) Limited will be held on Tuesday, March 31, 2026 at 11:00 am (Bangladesh Time). Pursuant to the Bangladesh Securities and Exchange Commission's Directives No. BSEC/ICAD/SRIC/2024/318/87 dated March 27, 2024; the AGM will be held virtually by using digital platform through the following link <https://agmbd.live/rakceramics2026> to transact the following businesses:

## AGENDA

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended 31 December 2025, together with the reports of the Auditor and the Directors.
2. To declare dividend for the year ended 31 December 2025.
3. To elect/re-elect Director(s) of the Company.
4. To consider appointment of Female Independent Director of the Company.
5. To appoint the Statutory Auditors of the Company for the year 2026 and fix their remuneration.
6. To appoint the Compliance Auditors of the Company for the year 2026 for compliance certification on corporate governance and fix their remuneration.
7. To approve of entering into contract for sale or purchase of goods and materials with Mohammed Trading amounting to 10% (ten percent) or above of the revenue for the immediate preceding financial year.



QR code for virtual AGM

By order of the Board of Directors

Sd/-

(Muhammad Shahidul Islam FCS)

Company Secretary

Dhaka, Bangladesh  
Date: March 08, 2026

## Notes:

1. The shareholders whose name appeared in the Share/Depository Register as on the 'Record Date' (i.e. February 25, 2026), are eligible to participate in the 27th AGM and receive the dividend.
2. The Board unanimously recommended dividend @ 10% in cash to the general shareholders only (excluding the sponsors and directors) for the year 2025. The quantity of shares held by the sponsors and directors is 308,482,421 (i.e. 72.08%); who will not be entitled to such recommended dividend. The amount of recommended dividend payable to the general shareholders is BDT 119,486,280/- against their total shareholdings of 119,486,280 shares (i.e. 27.92%).
3. Mr. Wassim Moukahlal will retire by rotation in the 27th AGM. Mr. Manoj Uttamrao Ahire will retire in the 27th AGM as he was appointed as an additional director by the Board and being eligible, offered themselves for re-election, placing in the 27th Annual General Meeting for shareholders' approval.
4. In order to comply with the BSEC notification No. BSEC/CMRRC/2009-193/10/Admin/118 dated March 22, 2021; the Board of Directors has recommended to enter into contract for sale or purchase of goods and materials with Mohammed Trading [Owner is Managing Director of RAK Ceramics (Bangladesh) Limited] amounting to 10% (ten percent) or above of the revenue for the immediate preceding financial year subject to approval of the shareholders.
5. A shareholder entitled to attend and vote at the AGM may appoint a proxy to attend and vote in his/her behalf (such a proxy shall be a shareholder of the Company). The Proxy Form, duly filled, signed and stamped of BDT 100/- must be sent through email to the Company at [sharedepartment.bgd@rakceramics.com](mailto:sharedepartment.bgd@rakceramics.com) not later than 48 hours before the time fixed for the meeting.
6. As per Bangladesh Securities and Exchange Commission's Notification No. BSEC/CMRRC/2006-158/208/Admin/81 dated 20 June 2018; soft copy of Annual Report of the Company along with Attendance Slip, Proxy Form and the notice will be forwarded to all the shareholders of their respective email address available with us. These will also be available on the Company's website at [www.rakceramics.com/bangladesh](http://www.rakceramics.com/bangladesh). The shareholders may also collect the annual report of the Company from the Company's Share Department at Registered Office in person.
7. Shareholders are requested to submit through mail to the Company at [sharedepartment.bgd@rakceramics.com](mailto:sharedepartment.bgd@rakceramics.com) on or before March 25, 2026, their written option to receive dividend in the form available in Company's website [www.rakceramics.com/bangladesh](http://www.rakceramics.com/bangladesh). If the shareholder fails to submit such option within the stipulated time, the dividend will be paid off as deemed appropriate by the Company.
8. The concern stock broker, merchant banker and portfolio manager are requested to submit through mail to the Company at [sharedepartment.bgd@rakceramics.com](mailto:sharedepartment.bgd@rakceramics.com) on or before March 25, 2026; the statement (Excel format) along with detail of their margin client or customer who has debit balance or margin loan, who are entitled to receive cash dividend of the Company for the year ended December 31, 2025. The statement should include shareholder's name, BO ID number, client-wise shareholding position, gross dividend receivable, applicable tax rate, net dividend receivable etc. along with the Consolidated Customers' Bank Account number, routing number and contact person.
9. 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 logging in to the system, the shareholders need to put their 16 digit Beneficial Owner (BO) ID number and other credential as proof of their identity by visiting the link: <https://agmbd.live/rakceramics2026>
10. Shareholders are requested to log in to the system prior to the meeting start time of 11:00 am (Bangladesh Time) on 30 March 2026. The webcast will start at 10:45 am on March 31, 2026. Please contact +8801730058055 and +8801730055355 for any technical difficulties in accessing the virtual meeting.
11. Detail log in process has been sent through email to respective shareholder's mail ID available in their BO Account maintained with the Depository. The detailed procedures to participate in the virtual meeting along with link are also available in the Company's website [www.rakceramics.com/bangladesh](http://www.rakceramics.com/bangladesh)