

EXPLANATORY NOTES:

1. Election/Re-election of Directors. [Agenda - 3]

The following Directors of the Board will retire at the Company's ensuing 29th Annual General Meeting (AGM) However, they are eligible for re-appointment:

1. Mr. Md. Ashraful Hassan
2. Ms. Nazneen Sultana
3. Mr. Irfan Wahab Khan

As per the conditions 1(5)(xxiv) of the Corporate Governance Code of Bangladesh Securities and Exchange Commission, brief profiles of the proposed Directors are given on page 55 of the Annual Report. The companies (other than Grameenphone Ltd.) in which the above Directors hold directorship and committee membership are given below:

SI	Name of Directors	Directorship	Member of Board Committees	Other Business Occupation
01	Mr. Md. Ashraful Hassan	Grameen Shakti Grameen Kalyan Grameen Telecom Grameen Shamogree Grameen Knitwear Ltd. Grameen Solutions Ltd. Shamadhan Services Ltd. Grameen Distribution Ltd. Grameen Water Ltd. Grameen Danone Foods Ltd. Grameen Fabrics and Fashions Ltd. Grameen Health Care Services Ltd. Grameen Employment Services Ltd. Grameen Shakti Samajik Byabosha Ltd. Grameen Shangdu Microcredit co., Ltd. Grameen Construction Ltd. Samajik Health Science Institute and Research Centre Ltd. Grameen Health Tech Ltd. Grameen Fund Grameen Krishi Foundation Grameen Motsho O Pashusampad Foundation Grameen Shikkha Grameen Communications Grameen Capital Management Limited G. Japan Sunpower Auto limited Japan Automechanic Ltd. Member of Board of Trust Grameen Telecom Trust 3 ZERO Trust Grameen Healthcare Trust Kalyan Trust Grameen University Trust	None	Chairman, Grameen Group, Bangladesh
02	Ms. Nazneen Sultana	Grameen Distribution Ltd. Grameen Shikkha Grameen Shakti Grameen Telecom Grameen Kalyan Grameen Healthcare Services Ltd. Grameen Krishi Foundation Grameen Fisheries & Livestock Foundation Grameen Shakti Samajik Byabosha Ltd.	Finance Audit and Regulatory Affairs Committee Grameen Shikka Grameen Employment Services Ltd. Grameen Shakti Grameen Telecom Grameen Health Care Services Ltd. Grameen Kalyan	Executive Vice Chairman, Grameen Communications, Bangladesh

	Name of Directors	Directorship	Member of Board Committees	Other Business Occupation
		Grameen Capital Management Ltd. Grameen Samogree Samadhan Services Ltd. Grameen Employment Services Ltd. Grameen Health Tech Ltd. Grameen Bank Grameen Construction Ltd. Dushtha Shasthya Kendra (DSK) Member of Board of Trust: Grameen Telecom Trust Grameen Trust		
03	Mr. Irfan Wahab Khan	None	None	Head of Portfolio Development Telenor Asia, Singapore

*The above is based on information as of 02 February 2026

2. Appointment of Statutory Auditors and fixation of their remuneration. [Agenda - 4]

As per the Companies Act 1994 and the Articles of Association of Grameenphone, the statutory auditors of the Company, A Qasem & Co., Chartered Accountants, shall retire at this AGM. The Firm, being eligible, has offered their willingness to be re-appointed. The Board recommended statutory auditors' re-appointment for the year 2026 and continuation till the next AGM at the fee of BDT 3.3 million plus VAT for onward approval by the Shareholders at the Company's ensuing 29th AGM.