

Grameenphone Ltd.

Registered Office: GPHouse, Bashundhara, Baridhara, Dhaka-1229

Share Office: Zahurul Tower, Plot#9, Road#113/A, Gulshan-2, Dhaka-1212

Notice of the 18th Annual General Meeting

Notice is hereby given that the 18th Annual General Meeting of Grameenphone Ltd. will be held on **Tuesday, April 21, 2015 at 10:00 am at Bashundhara Convention Center-2, Block-C, Bashundhara R/A, Baridhara, Dhaka-1229** to transact the following businesses:

AGENDA

1. Consideration and adoption of the Directors' Report and the Audited Financial Statements of the Company for the year ended 31 December 2014 together with the Auditors' Report thereon.
2. Declaration of Dividend for the year ended 31 December 2014 as recommended by the Board of Directors.
3. Election/Re-election of Directors.
4. Appointment of Auditors and fixation of their remuneration.

By order of the Board of Directors
Sd/-

Hossain Sadat

Director and Head of Regulatory Affairs
& Company Secretary

March 23, 2015

Notes:

- Members whose names appeared on the Members/Depository Register as on **"Record Date"** i.e. **February 18, 2015** are eligible to attend the Annual General Meeting (AGM) and receive dividend.
- A Member entitled to attend and vote at the AGM may appoint a Proxy to attend and vote in his/her stead.
- The "Proxy Form", duly filled and stamped at **Tk. 20** must be deposited at the Company's Share Office located at **Zahurul Tower, Road #113/A, Plot #9, Gulshan-2, Dhaka-1212** not later than 72 hours before commencement of the AGM.
- Members/Proxies are requested to record their entry in the AGM well in time on **April 21, 2015**. The registration counter will open at 9:00 am on the AGM date.
- In case of non-receipt of Annual Report 2014 of the Company sent through courier, Members may collect the same from the Company's Share Office within **April 20, 2015**. No additional Annual Report will be distributed at AGM venue. Soft copy of the Annual Report is available in Investor Relations section of the Company's website: **www.grameenphone.com**
- Members are requested to submit to the Company's Share Office on or before **April 12, 2015**, their written option to receive dividend. In case of non-submission of such option within the stipulated time, the dividend will be paid off as deemed appropriate by the Company.
- Grameenphone is concerned about the environment and utilizes natural resources in a sustainable way. We request the members to update their email address and contact number (mobile/fixed phone) with their respective Depository Participant (DP) for quicker and easier communication. Such cooperation will help conserve paper and minimize the impact on the environment.

বাংলাদেশ সিকিউরিটিজ অ্যান্ড এক্সচেঞ্জ কমিশনের নির্দেশনা অনুযায়ী আসন্ন বার্ষিক সাধারণ সভায়
কোন প্রকার উপহার/খাবার/কোন ধরনের কুপন প্রদানের ব্যবস্থা থাকবে না।