

NOTICE OF THE TWENTY-FOURTH ANNUAL GENERAL MEETING

Notice is hereby given to all Shareholders of Marico Bangladesh Limited ("Company") that the 24th Annual General Meeting ("AGM") of the Company will be held virtually on **Tuesday, 30th July 2024 at 10:00 A.M.** via Digital Platform through the link **<https://agmbd.live/marico2024>** hosted from the Corporate Office of the Company to transact the following businesses:

AGENDA

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2024 together with the Reports of the Directors and the Auditors thereon.
2. To approve dividend for the year ended March 31, 2024 as recommended by the Board of Directors of the Company.
3. To elect/re-elect Director in the vacancy caused under Article 97 of the Articles of Association of the Company.
4. To appoint Hoda Vasi Chowdhury & Co. as Statutory Auditors of the Company and to fix their remuneration for the financial year ending March 31, 2025.
5. To appoint Al-Muqtadir Associates as Corporate Governance Compliance Auditors and to fix their remuneration for the financial year ending March 31, 2025.
6. To approve the appointment of the Managing Director/Country Head as per the Companies Act 1994.

Special Business

7. Pursuant to Bangladesh Securities and Exchange Commission Notification No. BSEC/CMRRCD/2009-193/10/ Admin/118 dated 22 March 2021, to consider and approve the related party transactions among the Company and its associated Companies, Marico Limited, Marico Consumer Care Products S.A.E, Marico Gulf LLC, ZED Lifestyle Pvt Ltd and Marico Middle East FZE, as set out in note 31 of the Financial Statements of the Company and to approve related party transactions will be performed in the financial year 2024-25, for sale or purchase of assets in excess of 1% and for the sale or purchase of raw materials, packaging materials, finished goods or services in excess of 10% of the Company's total revenue as shown in the financial year 2023-24, in the normal course of business and on an arm's length basis.

Dhaka

Date: July 8, 2024

By Order of the Board

For, **Marico Bangladesh Limited**



Corporate Office:

Marico Bangladesh Limited
The Glass House, Level.06, Plot.02, Block.SE(B)
Gulshan Avenue, Dhaka-1212

Md. Shahinul Islam

Company Secretary

NOTES:

1. The Shareholders whose names appeared in the Member/Depository Register of the Company as on Record Date i.e. Monday, May 27, 2024 are eligible to attend in the AGM and receive dividend.
2. Pursuance to Article 81 of Articles of Association of the Company, Corporate Shareholder of the Company, by resolution of its Directors or other governing body authorize such person as it thinks fit, to act as its representative at the AGM.
3. Pursuance to Article 88 and 89 of Articles of Association of the Company, a Shareholder 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, signed and stamped at BDT 100 must be sent through email at **secretarial.mbl@marico.com** not later than 48 hours before commencement of the AGM.
4. The Company will send the Annual Report 2024 with "Proxy Form" in soft format to the e-mail address of the Shareholders as recorded in their Beneficiary Owner ("BO") account maintained with the Depository. In case of non-receipt of Annual Report 2024 which will be sent through email, Shareholders may collect the same from the Company's website at **www.marico.com/bangladesh** .
5. The joining details and Frequently Asked Questions (FAQs) will be available in the Annual Report 2024 and published on the Investor Relations section of the Company's website at **www.marico.com/bangladesh** . It will also be communicated to the e-mail address of the Shareholders as recorded in their BO account.
6. Shareholders can join virtual AGM from Laptop, PC, Mobile or Tab by visiting the link **https://agmbd.live/marico2024** or by scanning the QR Code below:

