

NOTICE OF THE 37th ANNUAL GENERAL MEETING

Notice is hereby given to the members that the 37th Annual General Meeting (AGM) of Navana Pharmaceuticals Limited will be held on Thursday, December 28, 2023 at 04:00 P.M. virtually by using digital platform through the link <https://navanaphar.digitalagmbd.net> in accordance with the BSEC's Order No. SEC/SRMIC/94-231/91 dated March 31, 2021, to transact the following businesses:

AGENDA

Ordinary Business:

- Agenda-01:** To receive, consider and adopt the Directors' Report, Auditors' Report, and Audited Financial Statements of the company for the year ended June 30, 2023;
- Agenda-02:** To declare dividend for the year ended June 30, 2023 as recommended by Board of Directors;
- Agenda-03:** To elect/re-elect Directors of the company;
- Agenda-04:** To appoint of statutory Auditor of the company for the term until the conclusion of the next Annual General Meeting and to fix up its Remuneration;
- Agenda-05:** To appoint Corporate Governance Compliance Auditor for the year ended 30 June, 2024 and fix up their remuneration;

Special Business:

- Agenda-06:** To Change the Name of the Company to "Navana Pharmaceuticals PLC" from "Navana Pharmaceuticals Limited";
- To adopt the change of registered name of the Company to "Navana Pharmaceuticals PLC" from "Navana Pharmaceuticals Limited" as per provision of the Companies Act, 1994 (2nd Amendment 2020) and to amend the relevant clauses of the Memorandum of Association and Articles of Associations of the company by adopting the following special resolution:
- "Resolved that** the proposal of changing of registered name of the Company to **"Navana Pharmaceuticals PLC"** from **"Navana Pharmaceuticals Limited"** in accordance with the Companies Act, 1994 (2nd amendment 2020) and to amend in the relevant clauses of the Memorandum and Articles of Associations of the company be and is hereby approved with the requisite majority subject to approval of relevant regulatory authorities."
- "Further Resolved that** the old name of the company will be replaced by the new name in all the statutory/ title documents, licenses, and other relevant documents"
- "Further Resolved that** Professor Dr. Md. Jonaid Shafiq, Managing Director of the Company be and is hereby authorized to submit among others, with the Registrar of Joint Stock Companies and Firms, Bangladesh for its acceptance and records and to insert Navana Pharmaceuticals PLC in place of Navana Pharmaceuticals Limited's Memorandum & Articles of Association of the Company"

By order of the Board



JOYNUL ABEDIN ACS

Company Secretary

Dated: December 03, 2023

Notes:

- (1) The 'Record Date' in lieu of Book Closure was fixed on **Sunday, 19 November, 2023**.
- (2) The shareholders whose name appeared in the Depository Register (CDBL) or register of the member of the company on the "**Record Date**" i.e. **19 November 2023** will be entitled to attend in the Annual General Meeting and to receive the dividend.
- (3) A member, eligible to attend the AGM, may appoint a proxy to attend and vote on his/her behalf. The instrument appointing Proxy to be duly signed and affixed by the members with a revenue stamp of Tk. 20 must be submitted to the Share Office of the company at least 72 hours before AGM. Members may download Proxy Form from the Company's website (i.e. **www.navanapharma.com**).
- (4) Link for joining AGM through Digital Platform is **https://navanaphar.digitalagmbd.net**. The Details procedures to participate in the virtual meeting have provided in the company's website at www.navanapharma.com, Investor's Relationship Dept. as well as in the Annual Report and the link has already e-mailed to the respective members e-mail address which is available in the Depository Register as per record date. Members can join the Virtual Annual General Meeting using their laptop, PC, Mobile, or Tab providing their respective Name, 16-Digit BO ID, and No. of Shares.
- (5) The members will be able to submit their questions/comments and vote electronically 48 hours before commencement of the AGM and during the AGM.
- (6) Members can download the Annual Report by scanning the QR Code given below herein. The link for downloading Annual Report 2022-2023 is **https://navanapharma.com/page/annual-report**
- (7) In Compliance with BSEC Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018:
 - i. Annual Report, Attendance Slip, and Proxy Form along with the Notice sent in soft Form to the Members' registered e-mail address linked with their respective BO ID as on record date.
 - ii. The members, who don't have an e-mail address linked with their BO ID, are requested to send their respective e-mail address to **cs@navanapharma.com** to enable us to send the e-Annual Report 2022-2023 or can download the same by scanning the QR Code given.
 - iii. Members who want to collect the printed copy of the Annual Report from the Company Secretariat of the Company are requested to inform us in writing.
 - iv. The Annual Report is also available on the Company's website linked with the websites of both Dhaka Stock Exchange Limited and Chittagong Stock Exchange PLC.
- (8) The concerned brokerage houses & merchant bankers were requested to provide us with a statement with the details (shareholders name, BO ID number, e-TIN number, gross dividend receivable, applicable tax rate, and net dividend receivable) of their margin loan holders who hold shares of the Company as on the Record Date, along with the name of the contact person in this connection along with their Bank Account Name, Number, Routing number etc. on or before **10 December 2023**.
- (9) Shareholders bearing Folio Number are requested to submit their 12 digit e-TIN number to the Share Department on or before **10 December 2023** failing which Income Tax at source will be deducted from cash dividend @ 15% instead of 10%.
- (10) Members can download certificate of tax deduction on Dividend from the company's website **https://navanapharma.com** under Investor Relation of the concerned year.

