



Mutual Trust Bank PLC™
মিউচুয়াল ট্রাস্ট ব্যাংক পিএলসি
you can bank on us

Corporate Head Office, MTB Centre, 26 Gulshan Avenue, Plot 5, Block SE (D), Gulshan 1, Dhaka 1212
MTB Share Department, MTB Tower (3rd Floor), 111 Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka 1000.

NOTICE OF THE 27TH ANNUAL GENERAL MEETING

Notice is hereby given that the 27th (Twenty-Seventh) Annual General Meeting (AGM) of the Shareholders of Mutual Trust Bank PLC. (MTB) will be held virtually on Thursday, July 16, 2026 at 11:30 a.m. through the digital platform at <https://mutualtrustbank.bdvirtualagm.com> to transact the following business;

AGENDA

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements (Consolidated and Separate) of the Bank for the year ended December 31, 2025 together with the Directors' Report and the Auditors' Report, thereon.
2. To declare dividend for the year ended December 31, 2025, as recommended by the Board of Directors of the Bank.
3. To elect/re-elect Directors of the Bank in accordance with the applicable laws, regulations, and the Articles of Association (AoA) of the Bank.
4. To approve the appointment of the Statutory Auditors of the Bank for the year 2026 and fix their remuneration.
5. To approve the appointment of the Corporate Governance Compliance Auditors for the year 2026 and fix their remuneration.

Special Business

To note the cancellation of the previously approved proposal for acquisition of 3 Bighas (60 Kathas) of land at Beraid, Dhaka, and to approve the proposal for acquisition of alternative land measuring 1 Bigha (20 Kathas), located at House No. 110, Road No. 113, Gulshan Avenue, Dhaka, for construction of the Bank's Corporate Head Office, as approved by Bangladesh Bank.

June 24, 2026
Dhaka.



To join
27th AGM 2026



Operation Manual
of Virtual AGM

By order of the MTB Board of Directors
Sd/-

Rais Uddin Ahmad
Group Company Secretary

Notes:

- i. The shareholders whose names appeared in the Members/Depository Register under Central Depository System (CDS) on the Record Date i.e. June 18, 2026, are eligible to participate and vote in the Annual General Meeting (AGM) and receive dividend as per terms of letter and/or directives of the Commission and upon receiving NOC from the Stock Exchanges.
- ii. The Board of Directors have recommended 12.00% (Twelve percent) Dividend in the form of Stock.
- iii. Pursuant to the Bangladesh Securities and Exchange Commission's Directives, the AGM will be held virtually using digital platform.
- iv. The shareholders may cast their vote (e-vote) using online platform, which will be opened 48 hours prior to start of AGM as per the Bangladesh Securities and Exchange Commission's (BSEC) Directives.
- v. The shareholders will be able to post/submit their questions/comments electronically to <https://mutualtrustbank.bdvirtualagm.com> and may also email to share@mutualtrustbank.com or board@mutualtrustbank.com 48 hours before the AGM.
- vi. To login into the system, the shareholders need to put their 16-digit Beneficial Owner (BO) s' Number / Folio number(s) and other credentials (such as, nos. of shares held, mobile number, etc.) as a proof of their identity. Link of the meeting is <https://mutualtrustbank.bdvirtualagm.com>, which will also be notified to the respective shareholders' email addresses. Full login/participation process for the Digital Platform meeting will be sent through email, which will also be available at the bank's website: <https://www.mutualtrustbank.com>
- vii. Shareholders with unpaid dividends are requested to contact the Share Department at MTB Tower (3rd Floor), 111 Kazi Nazrul Islam Avenue, Bangla Motor, Dhaka-1000. The shareholders who have folio shares, are also requested to dematerialize (demat) their paper shares through their respective Depository Participants with a copy to MTB Share Department. Please note that the updated list of unpaid dividends is available on <https://www.mutualtrustbank.com/investor-relations/dividend-disbursement-informationnotice/>.
- viii. The shareholders were requested to update their details (i.e., email ID, contact number, present address, e-TIN number, etc. through their Depository Participants (DPs) through our previous price sensitive information (PSI) dated April 29, 2026, published on April 30, 2026, to get the Virtual AGM invitation. However, the shareholders who are yet to update their details in the BO ID information through their respective DPs, and shareholders having paper shares are yet to submit details to get the invitation, are requested to submit their details to MTB Share Department or aforementioned email addresses by July 06, 2026.
- ix. The Merchant Banks, and Stock Brokers, who are yet to submit hard and soft copies of lists of their margin loan clients, are once again requested to send hard copies and email the soft copies of the lists of their margin clients (in MS Excel format) with all required information by July 10, 2026, for facilitating Dividend, as per lists.
- x. Pursuant to the Bangladesh Securities and Exchange Commission's (BSEC) Notification, the soft copies of the Annual Report 2025, will be sent to the email addresses of the shareholders available in the respective Beneficial Owner (BO) Accounts maintained with the Depository Participants (DPs) on the Record Date. The Annual Report 2025, will also be available at the bank's website: <https://www.mutualtrustbank.com>
- xi. A shareholder entitled to attend and vote at the AGM (virtually) may appoint a Proxy to attend and take part in electronic voting (e-voting) in his/her stead. A copy of "Proxy Form", duly signed and affixed with requisite revenue stamp must be sent to the MTB Share Department with requisite stamps, as per Stamp Act, to the aforementioned email IDs, no later than 48 hours before commencement of the AGM.
- xii. In compliance with the Bangladesh Securities & Exchange Commission (BSEC) Notification No. SEC/CMRRCD/2009-193/154 dated October 24, 2013 "No benefit in cash or kind, other than in the form of stock dividend, shall be paid to the shareholders at the 27th AGM".
- xiii. Explanatory Statement: It is to be noted that the proposal to acquire 3 Bighas (60 Kathas) of land at Beraid, Dhaka, at a total consideration of BDT 1,080,000,000 (Bangladesh Taka One Billion Eighty Million only), which was approved by the shareholders at the 25th Annual General Meeting (AGM) of the Bank, could not be implemented due to non-approval by Bangladesh Bank.
Further, to inform the shareholders that, in place of the aforesaid proposal, the Board approved the purchase of an alternative plot of land from an independent third party, measuring 1 Bigha (20 Kathas), located at House No. 110, Road No. 113, Gulshan Avenue, Dhaka-1212, at a price of BDT 3,000,000,000 (Bangladesh Taka Three Billion only), excluding VAT & Tax and registration fees, for the construction of the Bank's Corporate Head Office and Bangladesh Bank subsequently approved the proposal.