NOTICE OF THE 27TH ANNUAL GENERAL MEETING

Notice is hereby given that the 27th Annual General Meeting (AGM) of the Shareholders of Energypac Power Generation Limited ("the Company") will be held virtually on December 08, 2022, Thursday at 03:30 PM (BST) on digital platform through the link https://energypac.bdvirtualagm.com to transact the following businesses:

AGENDA

Ordinary Business

1. To receive, consider and adopt the Directors' and Auditors' Reports together with the Audited Financial Statements of the Company for the year ended on June 30, 2022
2. To declare and approve Dividend for the year ended on June 30, 2022 as recommended by the Board of Directors
3. To elect/re-elect Directors in terms of Articles 121-123 of the Articles of Association of the Company
4. To consider and approve the re-appointment of Independent Director
5. To appoint the Statutory Auditor and fix their remuneration
6. To appoint the Corporate Governance Compliance Auditor and fix their remuneration.

Special Business:

1. To consider and approve the Related Party Transactions (as disclosed in the Note: 40 of the Audited Financial Statements of Financial Year: 2021-2022) pursuant to the BSEC Notification No. BSEC/CMRRCD/2009-193/10/Admin dated March 22, 2021.

   "RESOLVED that, Energypac Power Generation (EPGL) as holding company be and is allowed to carry out related party transactions with its subsidiaries as disclosed in the Notes: 40 of Company's Audited Financial Statements for the year ended on June 30, 2022".

2. Consideration and approval of issuance of Corporate Guarantee(s) in favor of banks, namely, The NCC Bank Limited (for Energypac Engineering Ltd.), Modhumoti Bank Ltd. (for Energypac Power Venture Ltd.), United Commercial Bank Ltd., Dhaka Bank Ltd. & One Bank Ltd. (for Energypac Power Venture Chittagong Ltd.) and City Bank Ltd. (for Energypac Power Venture Thakurgaon Ltd.) pursuant to the BSEC Order No. SEC/CMMRRCD/2006-159/Admin/02-10; September 10, 2006.

   "RESOLVED that, pursuant to the BSEC Order No. SEC/CMMRRCD/2006-159/Admin/02-10; September 10, 2006 and sub-clause T of Clause III of the Objective Clause of the Memorandum of Association of the Company, the proposal of issuing of Corporate Guarantee(s) in favor of Banks for and on behalf of Subsidiary Companies of Energypac Power Generation Limited as and when required be and is hereby approved;

   "RESOLVED further that, the Board of Directors of the Company be and is hereby authorized to issue such as Corporate Guarantee(s) in favor of Banks for and on behalf of the Subsidiary Companies of Energypac Power Generation Limited".

3. The Company (i.e. Energypac Power Generation Limited) is the Parent Company (99.14% shareholding) of Energypac Power Venture Limited (EPVL). EPVL is holding 51% share (75,032,551 no. of Ordinary Shares) of Energypac Power Venture Thakurgaon Limited (EPVTL), a HFO based 115 MW Independent Power Plant (IPP) situated at Gauripur, Jagannathpur, Thakurgaon Sadar, Thakurgaon. The Company (EPVL) decided to sale-off the entire share (i.e. 75,032,551 no. of Ordinary Share) of EPVTL. The BOD of the Company (EPGL) agreed with the decision (sale-off) of EPVL and forwarded it to Annual General Meeting (AGM) for final approval.

   "RESOLVED that, the Company (EPGL) gave its consent regarding the off-loading decision of the entire share (i.e. 75,032,551 no. of Ordinary Share) of EPVTL held by EPVL be and is hereby approved".

By order of the Board

s/d
Md. Alauddin Shibly, ACS, ITP
Company Secretary & CCO

Dated: November 16, 2022
Dhaka

NOTES

- The AGM will be held virtually through digital platform pursuant to the Bangladesh Securities and Exchange Commission's (BSEC) Directive No. SEC/SRMIC/94-231/91; 31 March, 2021

- The Members, whose names appear on the Central Depository System (CDS)/Members Register on the record date (i.e., November 17, 2022), shall be eligible to attend the 27th Annual General Meeting and receive the Dividend

- A Member entitled to participate and vote at this virtual AGM may appoint a Proxy to participate and vote. The Proxy Form, duly filled, signed and stamped at BDT 20 must be sent through email to ashif.secretariat@energypac.com not later than 48 hours before commencement of the AGM

- The Members will join the virtual AGM through the link ***https://energypac.bdvirtualagm.com.*** The Members will be able to submit their questions/comments electronically before 48 (forty-eight) hours of commencement of the AGM through this link and also during the Annual General Meeting. In order to login for the virtual AGM, the Shareholders need to click on the link and provide their 16 digit Beneficiary Owners (BO) Account Number/ Folio Number

- Pursuant to the Bangladesh Securities & Exchange Commission Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, we will send the Annual Report 2021-2022 of the Company in electronic form to the e-mail address of the Members available in their Beneficial Owners (BO) accounts maintained with the Depository. Members may also collect the printed copy of the Annual Report 2021-2022 from the registered address of the Company (79, Shahid Tajuddin Ahmed Sharani, Tejgaon I/A, Dhaka- 1208). Online copy of the Annual Report 2021-2022, Notice of the AGM and Proxy Form will also be available at the website of the Company, i.e., ***https://www.energypac.com***

- Pursuant to the Bangladesh Securities & Exchange Commission Notification No. BSEC/CMRRCD/2006-158/208/Admin/81 dated 20 June 2018, we will send the Annual Report 2021-2022 of the Company in electronic form to the e-mail address of the Members available in their Beneficial Owners (BO) accounts maintained with the Depository. Members may also collect the printed copy of the Annual Report 2021-2022 from the registered address of the Company (79, Shahid Tajuddin Ahmed Sharani, Tejgaon I/A, Dhaka- 1208). Soft copy of the Annual Report 2021-2022. Notice of the AGM and Proxy Form will also be available at the website of the Company, i.e., ***https://www.energypac.com***

- The Members may as well scan the QR code on their smart devices for accessing the soft copy of the Annual Report 2021-2022 of the Company

- Concerned Depository Participants (DP)/ Stock Brokers are requested to provide us with a list of their margin loan holders who held EPGL shares as on record date with the details of Members' name, BO ID, shareholding position, cash dividend receivable, tax rate with their Bank Account name & number, routing number etc. within November 27, 2022 along with the name of their contact person to the Share Department of the Company situated at Energy Center, 25 Tejgaon I/A, Dhaka- 1208 or at ashif.secretariat@energypac.com

- The Members are requested to update their 12 digit Taxpayer's Identification Number (e-T.I.N) through their respective Depository Participants (DPs). In default, the tax from cash dividend of individual taxpayer will be deducted @ 15% instead of @10%. The Members are also requested to update their Bank Information through their respective Depository Participants (DPs) to get dividend online through Bangladesh Electronic Fund Transfer Network (BEFTN) system