SEML IBBL SHARIAH FUND

SEML IBBL Shariah Fund (SEMLIBBLSF) is a Closed-End Shariah-based Mutual Fund **(Proposed for conversion to Open-End Fund)**, registered with the Bangladesh Securities and Exchange Commission. The objective of the Fund is to provide attractive dividends to its unitholders by investing in Shariah-compliant instruments in the capital and money markets of Bangladesh. The Fund is sponsored by Islami Bank Bangladesh PLC and managed by Strategic Equity Management Limited.



KEY PARTNERS OF THE FUND

Islami Bank Bangladesh PLC	**Strategic Equity Management Limited**	**Investment Corporation of Bangladesh**	**Investment Corporation of Bangladesh**
Sponsor of the Fund	Asset Manager of the Fund	Trustee of the Fund	Custodian of the Fund

Purpose of this Document: This draft Information Memorandum has been prepared by Strategic Equity Management Limited, the Asset Manager of SEML IBBL Shariah Fund, to be communicated to the unitholders at the Special General Meeting of the Fund to be held on 16 November 2026, for their decision on the proposed conversion of the Fund from a closed-end mutual fund into an open-end mutual fund. It has been prepared in accordance with Directive 13 of the Bangladesh Securities and Exchange Commission (BSEC) Order No. 53.02.0000.000.201.22.0157.06.100.272.162 dated 07 May 2026 (published in the Bangladesh Gazette, Extraordinary, on 24 May 2026), issued under section 20A of the Securities and Exchange Ordinance, 1969 read with rule 63 of the Bangladesh Securities and Exchange Commission (Mutual Fund) Rules, 2025, which requires a draft of the information memorandum to be submitted to the Commission at least 5 (five) working days before the Special General Meeting.

SEML IBBL SHARIAH FUND

NOTICE OF THE SPECIAL GENERAL MEETING OF UNITHOLDERS

Notice is hereby given that the Special General Meeting (SGM) of the Unitholders of SEML IBBL Shariah Fund will be held on **Monday, 16 November 2026** at **11:00 AM** at **RAOWA Convention Hall (Anchor Hall-02), VIP Road, Mohakhali, Dhaka-1206** to transact the following business:

AGENDA

1. To consider and vote on the proposal for conversion of SEML IBBL Shariah Fund from a closed-end mutual fund into an open-end mutual fund, in accordance with the Bangladesh Securities and Exchange Commission (Mutual Fund) Rules, 2025 and the Commission's Order dated 07 May 2026 on conversion of closed-end mutual funds.

NOTES:

- The Record Date is **Tuesday, 06 October 2026**. Unitholders whose names appear in the Depository Register and/or the Unitholders' Register on the Record Date shall be entitled to attend and vote at the SGM.
- As per Directive 6 of the Order, the Record Date is also the trade suspension date. Trading of the units of the Fund on the stock exchanges has been suspended from 06 October 2026 and shall remain suspended until further notice or as otherwise communicated by the Fund.
- The Effective Date is **Thursday, 08 October 2026**. From the Effective Date, administrative custody and fiduciary oversight of the Trust Property, and control and management of all assets and liabilities of the Fund, stand transferred to the Trustee (Directive 7 and 9 of the Order).
- The conversion proposal shall be treated as accepted if three-fourths (3/4th) of the unitholders (by number of units) accept the proposal in the SGM, as set out in the Order.
- A unitholder entitled to attend and vote may appoint a proxy to attend and vote in his/her place. The Proxy Form, duly completed, signed (in accordance with the specimen signature recorded with CDBL) and affixed with revenue stamp, must be deposited at the Registered Office of the Trustee of the Fund, Investment Corporation of Bangladesh, at least 48 (forty-eight) hours before the time fixed for the meeting.

By order of the Trustee
Investment Corporation of Bangladesh
Trustee, SEML IBBL Shariah Fund

Fund Profile

SEML IBBL Shariah Fund at a glance

BDT 100 Cr	100 Million	10 Years	Shariah
Initial Fund Size	Units of BDT 10.00 each	Initial Fund Tenure	Closed-End Mutual Fund

FUND NAME **SEML IBBL Shariah Fund**	TRADING CODE (DSE / CSE) **SEMLIBBLSF**
SPONSOR **Islami Bank Bangladesh PLC**	ASSET MANAGER **Strategic Equity Management Limited**
TRUSTEE **Investment Corporation of Bangladesh**	CUSTODIAN **Investment Corporation of Bangladesh**
FUND LISTING DATE **25 January 2017**	END OF INITIAL TENURE **24 January 2027**
CURRENT FUND NATURE **Closed-End Shariah-based Mutual Fund (Proposed for conversion to Open-End Fund)**	

Key Dates

Special General Meeting and conversion milestones

06	08	16	24
OCTOBER 2026	**OCTOBER 2026**	**NOVEMBER 2026**	**JANUARY 2027**
Record Date & Trade Suspension	Effective Date (Trustee takes control)	Special General Meeting (11 AM)	End of Initial Tenure (conversion deadline)

Open-End vs Closed-End Fund

Key differences between open-end and closed-end mutual funds

DIMENSION	OPEN-END FUND Proposed structure	CLOSED-END FUND Current structure
FUND SIZE	No upper limit. Units are issued and redeemed continuously as applicable.	Fixed for the whole life of the fund.
PRICING	Bought and sold at NAV. No discount risk.	Set by supply and demand on the exchange; can trade at a discount or premium to NAV.
LIQUIDITY FOR INVESTORS	Unitholders can buy or sell units on any business day from Asset Manager.	Depends on trading volume; units cannot be sold when the exchange has limited liquidity.
FUND TENURE	Perpetual, as long as units outstanding stay at or above 25% of the highest ever issued.	At tenure end the Trustee puts conversion or liquidation to a unitholder vote, under the 2015 BSEC directive.
LISTING AND TRADING	Not listed. Investors subscribe and redeem with the AMC at NAV derived prices.	Listed on DSE and CSE. Investors trade on the exchange at market prices.

The latest portfolio of the Scheme *Directive 13(i)*

The Fund's unaudited Net Asset Value (NAV) per unit stands at **Tk. 11.70** on a cost basis and **Tk. 9.82** on a current-market basis. After recognizing all assets and liabilities, total net assets amount to **Tk. 1,170,372,672.07** (cost basis) and **Tk. 982,227,403.13** (market basis) at the close of operation on 08 October 2026 (the Effective Date).

The latest portfolio holdings of the Scheme as on 08 October 2026 are detailed below:

Stock Ticker	Units	Investment Value (BDT)	Market Value (BDT)	Appreciation / (Diminution) (BDT)
Shares of Listed Companies				
BATASHOE	39,141	44,659,828.00	34,616,300.40	(10,043,527.60)
BERGERPBL	54,254	78,263,663.00	79,379,027.40	1,115,364.40
BSCPLC	87,635	19,277,284.00	13,276,702.50	(6,000,581.50)
BXPHARMA	39,500	9,972,820.00	5,711,700.00	(4,261,120.00)
GIB[2]	1,574,211	14,992,490.00	2,676,158.70	(12,316,331.30)
GP	267,456	102,954,099.00	64,724,352.00	(38,229,747.00)
HEIDELBCEM	12,392	6,408,846.00	2,539,120.80	(3,869,725.20)
ISLAMIBANK	17,000	742,344.00	433,500.00	(308,844.00)
LHB	668,340	36,252,583.00	34,887,348.00	(1,365,235.00)
LINDEBD	11,917	12,965,377.00	7,833,044.10	(5,132,332.90)
MARICO	15,192	37,037,710.00	40,273,992.00	3,236,282.00
MJLBD	335,000	35,851,683.00	30,485,000.00	(5,366,683.00)
OLYMPIC	156,000	42,734,405.00	22,323,600.00	(20,410,805.00)
RAKCERAMIC	437,143	20,360,606.00	10,884,860.70	(9,475,745.30)
RENATA	85,014	63,351,689.00	38,247,798.60	(25,103,890.40)
SHAHJABANK	1,432,100	28,008,791.00	24,632,120.00	(3,376,671.00)
SQURPHARMA	427,795	99,167,659.00	92,874,294.50	(6,293,364.50)
UNILEVERCL	7,391	19,442,633.00	14,654,135.70	(4,788,497.30)
UPGDCL	102,632	26,942,049.00	11,648,732.00	(15,293,317.00)
WALTONHIL	49,337	18,899,635.00	16,335,480.70	(2,564,154.30)
Sub-Total		**718,286,194.00**	**548,437,268.10**	**(169,848,925.90)**
Listed Islamic Bonds / Sukuk				
BEXGSUKUK	59,670	5,092,935.00	4,176,900.00	(916,035.00)
IBBLPBOND	43,663	42,790,046.00	29,472,525.00	(13,317,521.00)
Sub-Total		**47,882,981.00**	**33,649,425.00**	**(14,233,556.00)**
Open-End Mutual Funds (non-listed)				
HFAML Shariah Unit Fund	1,000,000	10,000,000.00	8,610,000.00	(1,390,000.00)
Sub-Total		**10,000,000.00**	**8,610,000.00**	**(1,390,000.00)**
Total Capital Market Investment		**776,169,175.00**	**590,696,693.10**	**(185,472,481.90)**

Listed securities are valued at the DSE closing price of 08 October 2026; the open-end fund at the published NAV of its asset manager.

[2] As disclosed in the audited financial statements for FY 2025-26, the investment in Global Islami Bank PLC (cost Tk. 14,992,490) has been considered at a fair value of Nil and full provision has been maintained against it.

Cash & cash equivalents and other investments not related to the capital market (08 October 2026):

Particulars	At Cost / Book Value (BDT)	At Fair Value (BDT)
Mudaraba Term Deposits (MTDR / FDR)		
Sammilito Islami Bank PLC[1]	110,355,122.07	110,355,122.07
The City Bank PLC	100,076,370.06	100,076,370.06
Pubali Bank PLC	80,000,000.00	80,000,000.00
Jamuna Bank PLC	65,000,000.00	65,000,000.00
Mutual Trust Bank PLC	25,510,411.16	25,510,411.16
Sub-Total	**380,941,903.29**	**380,941,903.29**
Cash at Bank		
Balances with banks (operational, dividend and purification accounts)	5,533,816.83	5,533,816.83
Sub-Total	**5,533,816.83**	**5,533,816.83**
Total Cash & Cash Equivalents and Other Investments	**386,475,720.12**	**386,475,720.12**
Total Investments (Capital Market + Others)	**1,162,644,895.12**	**977,172,413.22**

Term deposits and bank balances are stated at book value.

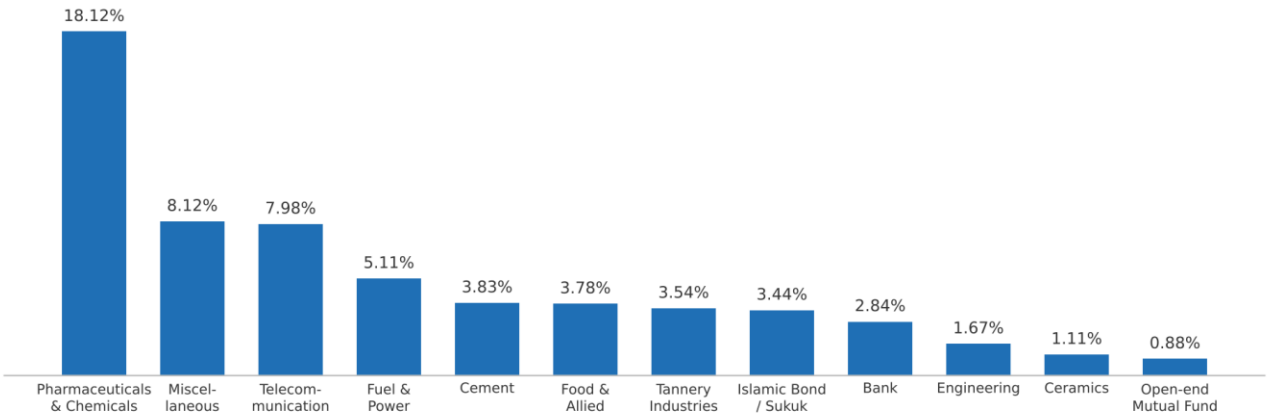
[1] As disclosed under Emphasis of Matter in the audited financial statements for FY 2025-26, EXIM Bank PLC is undergoing a merger/resolution process and there is uncertainty regarding the recoverability of the MTDR principal (Tk. 110,355,122). Profit on these MTDRs has been recognized only up to 28 September 2025.

Segment-wise break-up of the portfolio of the Fund *Directive 13(ii)*

The Fund invests only in Shariah-compliant instruments approved under the oversight of its Shariah Advisory Board. The investment process emphasizes quality, growth and valuation, supported by a diversified allocation across listed equities, Islamic bonds/Sukuk and Mudaraba term deposits. The table below shows the segment-wise distribution of the Fund's investment portfolio as on 08 October 2026:

Investment Category	At Cost (BDT)	% of Total (Cost)	At Fair Value (BDT)	% of Total (Fair Value)
Listed equity securities	718,286,194.00	61.78%	548,437,268.10	56.12%
Listed Islamic bonds / Sukuk (debt instruments)	47,882,981.00	4.12%	33,649,425.00	3.44%
Listed closed-end mutual funds	Nil	-	Nil	-
Open-end mutual funds (non-listed)	10,000,000.00	0.86%	8,610,000.00	0.88%
Government securities (G-Sec)	Nil	-	Nil	-
SME / OTC securities	Nil	-	Nil	-
Other non-listed securities	Nil	-	Nil	-
Mudaraba term deposits (MTDR / FDR)	380,941,903.29	32.77%	380,941,903.29	38.98%
Cash at bank	5,533,816.83	0.48%	5,533,816.83	0.57%
Total	**1,162,644,895.12**	**100.00%**	**977,172,413.22**	**100.00%**

The Fund's listed portfolio is spread across core sectors, which reduces concentration risk. Sector-wise exposure (at fair value) as a percentage of total investments is shown below:



Sector exposure at market value as % of total investments at fair value (Tk. 977,172,413.22) as on 08 October 2026. The remaining 39.55% is held in Mudaraba term deposits and cash at bank.

Details of the estimated cost required to be charged on the Fund either at conversion or at liquidation and cost bearer *Directive 13(iii)*

As per Directive 15 of the BSEC Order No. 53.02.0000.000.201.22.0157.06.100.272.162 dated 07 May 2026, if the conversion proposal is recommended in the special general meeting of unitholders, the conversion cost related to holding of the meeting and the trustee's fees for conversion activities shall be borne by the newly selected asset manager. If the conversion proposal is not approved, the cost related to holding of the meeting and the trustee's fees for executing conversion activities shall be borne by the existing asset manager of the scheme. The trustee shall not claim fees of more than Tk. 10.00 lac for a single scheme of conversion.

Further, as per Directive 25 of the Order, expenses for conversion and issuance of new unit certificates shall not exceed 1.00% of the fund size of the converted fund, and the asset manager shall not claim more than 0.50% of the fund size as fee related to conversion activities.

Cost bearer: Strategic Equity Management Limited, the Asset Manager of the Fund, will bear the cost of conversion / liquidation of the Fund as per the Rules and the Order.

The estimated costs to be charged in connection with conversion or liquidation are outlined below (on the basis of the initial fund size of BDT 100.00 Crore):

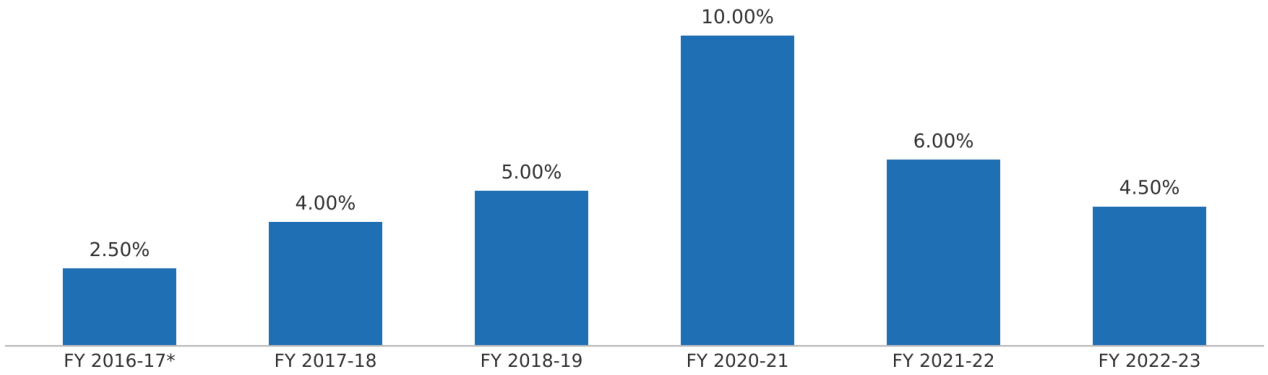
Sl.	Type of Expense	Particular	Sub-Total (Tk.)	Total (Tk.)	% of Fund Size
1	**Conversion Fees Payable to AMC**	Conversion fee to AMC at 0.50% of fund size of BDT 100.00 Crore (proviso to Directive 25)	5,000,000.00	**5,000,000.00**	**0.50%**
2	**Legal & Compliance related Expenses (Trust Deed Registration fees, auditor's fees, CDBL fees)**	IT Enabled Services for SEMLIBBLSF fund conversion purpose	200,000.00	**770,000.00**	**0.08%**
		Professional fees for audit of financial statements & valuation excl. VAT (independent auditor, Directive 16)	120,000.00		
		Trust Deed Registration exp.	250,000.00		
		CDBL fees	200,000.00		
3	**Printing & Publication Expenses**	Publication bill for general notice to settle claims	75,000.00	**1,500,000.00**	**0.15%**
		Publication bill for PSI / notice on conversion proposal, record date and SGM	75,000.00		
		Publication bill for Report Publication	75,000.00		
		Publication bill for other SEMLIBBLSF notices	30,000.00		
		Publication bill for SEMLIBBLSF Audit Report publication (Directive 22)	135,000.00		
		Publication bill for SEMLIBBLSF Valuation Report publication (Directive 22)	135,000.00		
		Publication bill for SEMLIBBLSF abridged prospectus publication	825,000.00		
		Bill for Fund Prospectus books printing	150,000.00		
	Total Conversion Expenses			**7,270,000.00**	**0.73%**

The total estimated conversion expenses of Tk. 7,270,000.00 (0.73% of the fund size) are within the 1.00% limit prescribed under Directive 25 of the Order.

Previous financial performance and dividend payment history of the Fund *Directive 13(iv)*

Since inception, SEML IBBL Shariah Fund has distributed BDT 32.00 crore in cash dividends, equivalent to 32.00% of the Fund's unit capital, across ten financial periods from FY 2016-17 to FY 2025-26 (an average of 3.20% per year). As of 30 June 2026, the Fund's audited NAV per unit was BDT 10.00 at fair value and BDT 11.78 at cost. Taking the cash dividends received together with the fair-value NAV per unit at 30 June 2026, unitholders who subscribed at the face value of BDT 10.00 have earned a cumulative total return of approximately 32% since launch (without reinvestment of dividends).

Fund Historical Cash Dividend



The historical yearly performance of SEML IBBL Shariah Fund, including the dividend payout to unitholders, is presented below:

Financial Year	NAV per Unit at Cost (BDT)	NAV per Unit at Fair Value (BDT)	Earnings per Unit (BDT)	Cash Dividend (% of face value)
FY 2016-17*	10.34	10.33	0.13	2.50%
FY 2017-18	10.80	10.42	0.33	4.00%
FY 2018-19	11.13	10.59	0.57	5.00%
FY 2019-20	11.03	8.96	(1.13)	-
FY 2020-21	11.85	11.31	2.35	10.00%
FY 2021-22	11.25	10.83	0.52	6.00%
FY 2022-23	10.91	10.47	0.24	4.50%
FY 2023-24	10.89	9.38	(0.64)	-
FY 2024-25	11.47	9.51	0.14	-
FY 2025-26	11.78	10.00	0.49	-

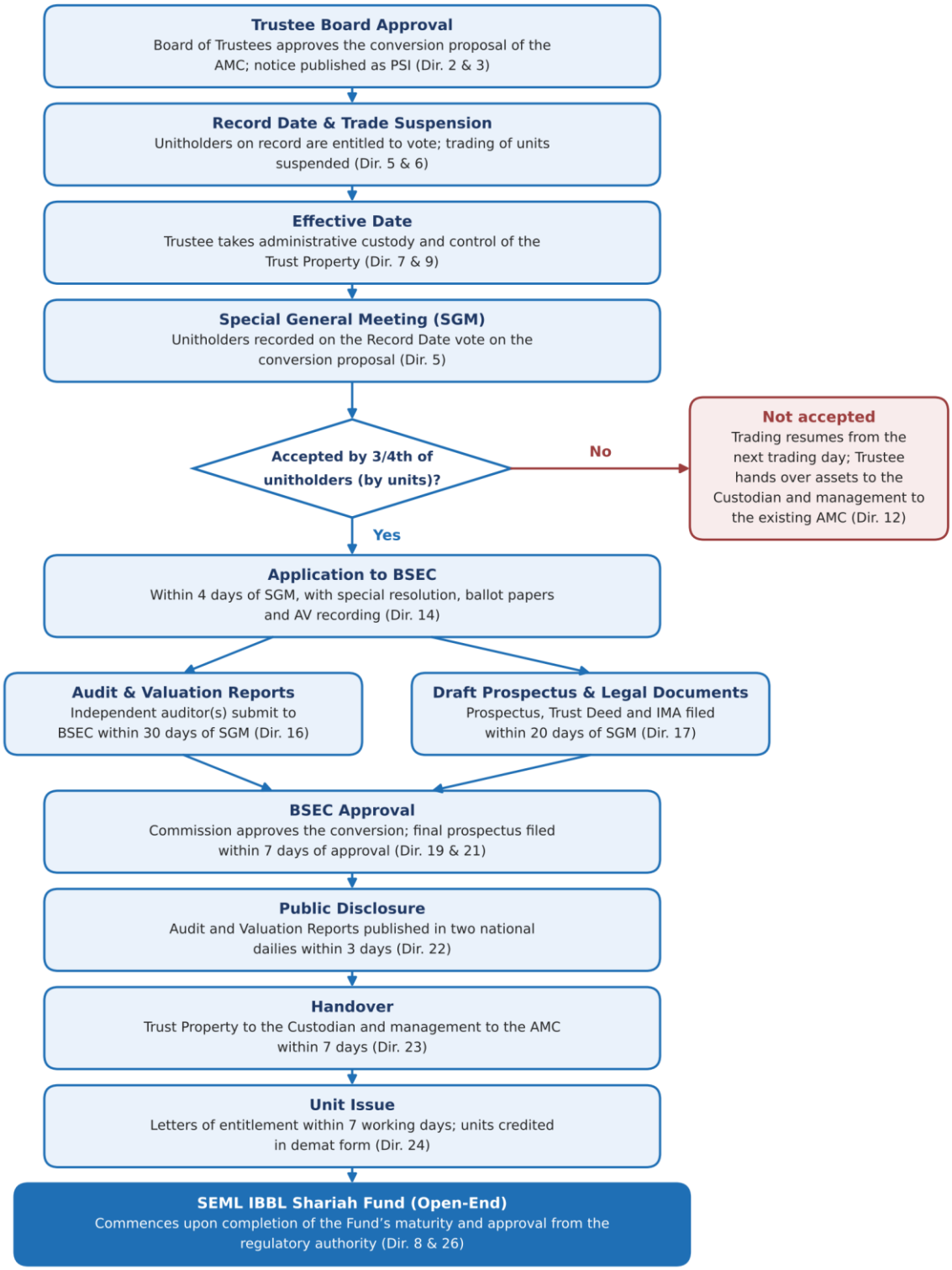
* FY 2016-17 covers the period from 12 February 2017 to 30 June 2017. Source: audited financial statements of the Fund and price sensitive information on the audited financial statements. NAV per unit and EPU are as at/for the year ended 30 June of each year.

Details of the conversion process *Directive 13(v)*

The conversion of the Fund will be conducted in accordance with the Bangladesh Securities and Exchange Commission (Mutual Fund) Rules, 2025 and the BSEC Order No. 53.02.0000.000.201.22.0157.06.100.272.162 dated 07 May 2026. Subject to acceptance of the conversion proposal by three-fourths (3/4th) of the unitholders (by number of units) at the Special General Meeting on 16 November 2026, the conversion will proceed as follows:

Steps	Action Item
Step 01	The Board of Trustees approved the conversion proposal made by the Asset Manager, and the notice was published as Price Sensitive Information (PSI) in national dailies, an online news portal and the websites of the stock exchanges, the Trustee and the Asset Manager (Directive 2 and 3).
Step 02	Record Date and trade suspension: **06 October 2026**. Trading of units remains suspended from the Record Date (Directive 6). Effective Date: **08 October 2026**, on which the Trustee took administrative custody and control of the Trust Property (Directive 7 and 9).
Step 03	Special General Meeting of unitholders to be held on 16 November 2026 at 11:00 AM at RAOWA Convention Hall (Anchor Hall-02), VIP Road, Mohakhali, Dhaka-1206. Unitholders recorded on the Record Date vote on the conversion proposal (Directive 5).
Step 04	Within 4 (four) days of the SGM, the Trustee shall apply to the Commission for conversion with a copy of the special resolution, attested voting cards (ballot papers), an un-edited and un-interrupted audio-visual recording (DVD format) of the meeting proceedings and all other necessary documents. Upon approval, the Trustee shall publish the information in two daily newspapers (Bangla and English) and intimate it to the stock exchange(s) as PSI (Directive 14).
Step 05	The independent auditor(s), other than the existing statutory auditors of the Fund, Trustee, Custodian and Asset Manager, shall prepare the Audit Report and the Valuation Report (including NAV per unit and valuation of each type of security) and submit both to the Commission within 30 (thirty) days of the SGM (Directive 16).
Step 06	The draft prospectus and other legal documents, including the draft Trust Deed and Investment Management Agreement, shall be filed with the Commission within 20 (twenty) days of the SGM. The registration fee of the converted fund is exempted (Directive 17 and 18).
Step 07	The Commission shall communicate its observations on the offer document. The final copies incorporating the observations shall be filed with the Commission within 7 (seven) days of approval of the prospectus (Directive 19).
Step 08	The Commission shall approve the conversion after submission of the Valuation Report, the Audit Report and other documents. The Audit Report and Valuation Report shall be disclosed in at least two national dailies (Bangla and English) with a copy to the Commission and the stock exchange(s) within 3 (three) days of the approval (Directive 21 and 22).
Step 09	The Trustee shall hand over the Trust Property to the Custodian and transfer management responsibility to the Asset Manager of the converted fund within 7 (seven) days of receiving the Commission's consent (Directive 23).
Step 10	The Asset Manager shall issue letters of entitlement within 7 (seven) working days of the Commission's consent and issue units to the unitholders in dematerialized form (Directive 24).
Step 11	The conversion process shall be executed within 90 (ninety) days of the SGM decision (Directive 8) and shall not exceed the maturity date of the closed-end fund, i.e. 24 January 2027 (Directive 26).

Conversion Process Flow



If the conversion proposal is not accepted: As per Directive 12 of the Order, trading of the units of the Fund on the stock exchange(s) shall resume from the next trading day after the SGM, and the Trustee shall hand over all assets to the Custodian and management to the existing Asset Manager of the Fund as before.

Option of selection of new or existing trustee, asset manager and custodian of the open-end fund *Directive 13(vi)*

No other parties, except the existing Asset Manager (Strategic Equity Management Limited), the existing Trustee (Investment Corporation of Bangladesh) and the existing Custodian (Investment Corporation of Bangladesh), have expressed their willingness to serve the proposed open-end fund. The existing Asset Manager, Trustee and Custodian have each expressed their willingness to continue in their respective roles for the converted open-end fund.

Nature of the unit fund, unit sale and repurchase process *Directive 13(vii)*

Nature of the Unit Fund

Subject to the prior approval of the Bangladesh Securities and Exchange Commission (BSEC) and acceptance by three-fourths (3/4th) of the unitholders (by number of units) at the Special General Meeting, SEML IBBL Shariah Fund shall be converted into an open-end Shariah-based mutual fund with perpetual duration and no limit on fund size. The Fund will continue to invest only in Shariah-compliant instruments under the guidance of its Shariah Advisory Board.

Unit Sale and Repurchase Process

The Asset Manager will maintain two BO accounts with the Custodian of the Fund for creation and redemption of units, namely “SEML IBBL SHARIAH FUND – Sale of Units” and “SEML IBBL SHARIAH FUND – Repurchase of Units”.

For sale of units, the Asset Manager will issue a certificate for the units sold and send it to the Custodian for setting up the demat request. After acceptance of the demat set-up by the Asset Manager from its terminal, the units will be credited to the BO account “SEML IBBL SHARIAH FUND – Sale of Units”. The Custodian will then transfer the units from this account to the unitholders’ BO accounts as per the instruction of the Asset Manager.

For repurchase (surrender), the unitholder will transfer his/her/the institution’s units to the BO account “SEML IBBL SHARIAH FUND – Repurchase of Units”. The Custodian will debit the units from the investor’s BO account and transfer them to the repurchase account. Simultaneously, payment will be made through A/C payee cheque or transferred to the investor’s bank account through BEFTN, as requested by the unitholder.

Units of the Fund may be bought and surrendered through the Asset Manager and the authorized selling agents appointed by the Asset Manager from time to time. As provided in Directive 24 of the Order, the units of the open-end fund shall be in dematerialized form with the depository and shall be available for creation or redemption through the platform of the stock exchange(s) or any other platform recognized by the Commission, as per the Rules.

Unit issue process under conversion *Directive 13(viii)*

Existing unitholders of SEML IBBL Shariah Fund (Closed-End) recorded as holding units on the Record Date and trade suspension date of **06 October 2026** will be entitled to units of the converted open-end fund in proportion to their holdings, and will be treated as Initial Subscribers to the converted scheme (Directive 20).

Exchange Ratio

Units of the converted open-end fund will be issued at the face value of BDT 10.00 per unit. The exchange ratio will be set on the basis of the NAV per unit of the Fund as determined in the Valuation Report of the independent auditor(s) under Directive 16 of the Order, and the face value of BDT 10.00 per unit of the open-end fund:

Exchange Ratio = Valuation NAV per unit (as per auditor's report) ÷ Face value per unit (BDT 10.00)

Open-end units entitled = Closed-end units held × Exchange Ratio

Because the new units are issued at face value, the total value of each unitholder's holding remains the same before and after conversion: where the valuation NAV per unit is below BDT 10.00 the unitholder receives proportionately fewer units, and where it is above BDT 10.00 the unitholder receives proportionately more units.

Illustrative example (based on the NAV per unit at fair value of Tk. 9.82 as on 08 October 2026):

Particulars	Basis	Amount
NAV per unit at fair value as on 08 October 2026	A	Tk. 9.82
Face value per unit of the open-end fund	B	Tk. 10.00
Exchange ratio	C = A ÷ B	0.982
Units held in the closed-end fund (example unitholder)	D	1,000 units
Value of holding at NAV	E = D × A	Tk. 9,820.00
Units of the open-end fund entitled	**F = D × C**	**982 units**
Value of open-end units at face value	G = F × B	Tk. 9,820.00

The example is for illustration only. The actual exchange ratio will be based on the NAV per unit stated in the Valuation Report of the independent auditor(s), as approved by the Commission. Fractional units, if any, arising from the conversion will be dealt with as per the Rules and as approved by the Commission.

Issue of Units

Within 7 (seven) working days of receiving the Commission's consent, the Asset Manager will issue letters of entitlement and unit allotment letters to the unitholders, and the units will be credited in dematerialized form to the respective BO accounts through the depository (CDBL), in line with the Rules (Directive 24). The requirement of minimum subscription by the sponsor is exempted for a converted scheme; any initial subscription through public offering, if required, will be completed within the stipulated period of conversion (Directive 20). Any subsequent issuance of new units will follow the standard unit sale process described in this document.

As the Asset Manager of SEML IBBL Shariah Fund, we believe that converting to an open-end structure will allow unitholders to transact at NAV-based prices, remove the persistent gap between market price and NAV, improve liquidity, and give the Fund greater flexibility to deploy and recycle capital in Shariah-compliant opportunities through a disciplined, risk-managed process. If unitholders support the proposed conversion (subject to regulatory approvals), we will pursue consistent, Shariah-compliant, risk-adjusted returns for our valued unitholders over the long term.

Disclaimer

This material has been prepared by Strategic Equity Management Limited ("SEML") for information purposes only and reflects SEML's views on the Fund named herein as of the date of publication. Investment in mutual funds involves risk, including the possible loss of principal. Mutual funds do not guarantee any predetermined or minimum return. Past performance is not necessarily indicative of future results. Prospective and existing investors should evaluate any investment in light of their objectives, financial situation and risk tolerance, and carefully review the relevant offer documents. If any contradiction or confusion arises at any time regarding any explanation or interpretation of the contents of this document, the provisions of the Bangladesh Securities and Exchange Commission (Mutual Fund) Rules, 2025 and the BSEC Order No. 53.02.0000.000.201.22.0157.06.100.272.162 dated 07 May 2026 shall be conclusive; in case of any inconsistency between the two, the Rules shall prevail (Directive 28 of the said Order).