

AMBEON HOLDINGS PLC

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of the Company will be held by way of electronic means on Wednesday, 20th September 2023 at 12.00 noon centered at the Boardroom of the Company at No. 10, Gothami Road, Colombo 8, Sri Lanka, for the following business:

1. To receive and consider the Report of the Directors and the Statement of Accounts for the year ended 31 March 2023 together with the Report of the Auditors thereon (Resolution 1).
2. To re-appoint Mr. A L Devasurendra, Director who retires by rotation in terms of Article 27 (8) of the Articles of Association (Resolution 2).
3. To propose the following resolution as an ordinary resolution for the re-appointment of Mr. A G Weerasinghe who has reached the age of 81 years (Resolution 3).

"IT IS HEREBY RESOLVED that the age limit referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Mr. A G Weerasinghe, who has reached the age of 81 years prior to the Annual General Meeting and that he shall accordingly be re-appointed."

4. To propose the following resolution as an ordinary resolution for the re-appointment of Mr. E M M Boyagoda who has reached the age of 72 years (Resolution 4).

"IT IS HEREBY RESOLVED that the age limit referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Mr. E M M Boyagoda, who has reached the age of 72 years prior to the Annual General Meeting and that he shall accordingly be re-appointed."

5. To re-appoint M/s. Ernst & Young, Chartered Accountants, the retiring auditors and to authorize the Directors to determine their remuneration (Resolution 5).
6. To authorise the Directors to determine donations for charitable and other purposes for the year 2023/2024 as set out in the Companies' Donation Act [CAP147] (Resolution 6).

By Order of the Board

Sgd.

P W Corporate Secretarial (Pvt) Ltd

Secretaries

Colombo

28 August 2023

Notes:

1. A shareholder entitled to attend and vote at the above virtual meeting is entitled to appoint a proxy to attend and vote on behalf of him/her by electronic means.
2. A proxy need not be a shareholder of the Company.
3. Shareholders who are unable to participate in the above virtual meeting are also encouraged to submit a duly completed Form of Proxy appointing the Chairman or any other Member of the Board to participate and vote on their behalf.
4. The Form of Proxy is enclosed for this purpose.
5. Shareholders are advised to follow the Guidelines for Registration and the Registration Form for the Annual General Meeting which are made available on the Company's official website and the CSE website.