

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 Friday, 13th September 2024 at 10.30 a.m. centered at the Boardroom of the Company at No. 10, Gothami Road, Colombo 8, via Audio/Video (Virtual AGM) Sri Lanka, for the following business:

1. To receive and consider the Annual Report of the Board of Directors and the Financial Statements of the Company for the year ended 31 March 2024 and the Report of the Auditors thereon.

2. 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 1).

“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.”

3. To re-elect as a Director, Mr. Don Tiburtius Sujewana Handapangoda Mudalige who was appointed subsequent to the last Annual General Meeting as a Director of the company in terms of Article No. 27 (2) of the Articles of Association of the Company (Resolution 2).

4. To re-elect as a Director, Mr. Savanth Laleen Sebastian who was appointed subsequent to the last Annual General Meeting as a Director of the company in terms of Article No. 27 (2) of the Articles of Association of the Company (Resolution 3).

5. To re-elect as a Director, Mr. Samresh Kumar who was appointed subsequent to the last Annual General Meeting as a Director of the company in terms of Article No. 27 (2) of the Articles of Association of the Company (Resolution 4).

6. To re-elect as a Director, Mr. Ching Tak Tsoi who was appointed subsequent to the last Annual General Meeting as a Director of the company in terms of Article No. 27 (2) of the Articles of Association of the Company (Resolution 5).

7. To re-elect as a Director, Mr. Ruwan Prasanna Sugathadasa who was appointed subsequent to the last Annual General Meeting as a Director of the company in terms

of Article No. 27 (2) of the Articles of Association of the Company (Resolution 6).

8. To re-elect as a Director, Mr. Duminda Mahali Weerasekare who was appointed subsequent to the last Annual General Meeting as a Director of the company in terms of Article No. 27 (2) of the Articles of Association of the Company (Resolution 7).

9. To re-appoint the retiring Auditors Messrs. Ernst & Young, Chartered Accountants as the Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to authorize the Directors to determine their remuneration (Resolution 8).

10. To authorise the Directors to determine donations for charitable and other purposes for the year 2024/2025 as set out in the Companies' Donation Act [CAP147] (Resolution 9).

11. To consider any other business of which due notice has been given.

By Order of the Board Sgd.

BUSINESS INTELLIGENCE (PRIVATE) LIMITED

Sgd.

Secretaries

Colombo

16th August 2024

Notes:

1. A shareholder entitled to participate and vote at the above virtual meeting is entitled to appoint a proxy to participate and vote in his/her place by completing the Form of Proxy enclosed herewith.

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.