

CIRCULAR TO SHAREHOLDERS

BROWNS INVESTMENTS PLC

Registration Number: PV 66136 PB/PQ

Registered Office: No. 481, T.B. Jayah Mawatha P.O. Box 200, Colombo 10

Business Address: 100/1 Sri Jayawardanepura Mawatha, Rajagiriya

Dear Shareholder,

EIGHTEENTH ANNUAL GENERAL MEETING OF BROWNS INVESTMENTS PLC

The 18th Annual General Meeting of Browns Investments PLC will be held as a virtual meeting on 24th September 2026 at 10:00 am in accordance with the guidelines issued by the Colombo Stock Exchange and in conformity with the provisions of the Articles of Association of the Company, in the manner set out below:

1. The Annual Report of Browns Investments PLC for 2025/26 is accessible via:

(1) Corporate Website - www.brownsinvestments.com

(2) The Colombo Stock Exchange - <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=BIL.N0000>

(3) The following QR Code (accessible via mobile devices):



Should members wish to obtain a hard copy of the report, they may send a request to the Company, by filling the Form of Request attached in **Annexure II**. A printed copy of the Annual Report will be forwarded by the Company within eight (08) market days, subject to the prevailing circumstances at the time, from the date of receipt of the request.

2. Shareholders and proxy holders who wish to participate online should notify the Company of such intention by submitting the duly completed Registration Form provided in **Annexure I** of this Circular to the Shareholders, on email to corporateservices@lalc.com (with the email subject titled "REGISTRATION FORM FOR BROWNS INVESTMENTS AGM 2026" not less than 48 hours before the date of the meeting).

Shareholders are required to mandatorily provide their email address (or the email address of the Proxyholder) in the space provided in order to forward the weblink, if they wish to participate in the AGM through the online platform.

- (1) The registered Shareholders/Proxyholders are requested to join the AGM only on the digital platform through the weblink sent by the Company.
- (2) Alongside the confirmation of registration at the virtual AGM, Shareholders and Proxyholders will be provided with the contact details of the Company's IT team for any technical assistance or queries related to joining and participating in the virtual meeting.

3. The shareholders may appoint a member of the Board of Directors as his/her proxy to represent them at the AGM or any other person or representative (in the case of corporates) to participate (on-line) on his/her/its behalf. A proxy holder need not be a shareholder of the Company.

A Form of Proxy is enclosed with the Notice of Meeting for this purpose, and the completed Form of Proxy must be delivered or posted to **LOLC Corporate Services (Private) Limited** at 100/1, Sri Jayawardenapura Mawatha, Rajagiriya; or scanned and emailed to corporateservices@lolc.com or sent by facsimile on + 94 112865602 [with the email subject titled "BIPLC AGM PROXY"] not later than **48 hours** before the time appointed for the holding of the AGM. Duly completed proxies which are submitted by shareholders **up to 10:00 am on 22nd September 2026** will be considered valid.

4. It is recommended that Shareholders/Proxyholders join the AGM at least fifteen (15) minutes before the start of the AGM. Voting on items listed on the agenda will be registered by using an online platform. Shareholders/Proxyholders will be briefed on the procedure for voting prior to the commencement of the AGM. All Shareholders/Proxyholders speaking at the AGM to vote, seek clarification or make a comment relevant to the AGM, are required to identify themselves when speaking at the AGM.
5. Shareholders may send in their questions/comments on the matters listed in the Notice of AGM by email to: **corporateservices@lolc.com** or by facsimile on + 94 112865602 or by post to the Secretaries, LOLC Corporate Services (Private) Limited, 100/1, Sri Jayawardenapura Mawatha, Rajagiriya, **not less than 03 days before the date of the meeting**. This is in order to enable the Company Secretaries to compile the queries and forward same for the attention of the Board of Directors so that they could be addressed at the meeting. At the AGM, the Chairman of the meeting will deal with those questions/comments which are relevant to the agenda items in the Notice of AGM.

For any further clarifications required, please contact the following at the Company Secretariat:

Names : Ms. Unimali Moderage
Telephone Nos. : +94 11 7248248, +94 11 7248512
Email Address : corporateservices@lolc.com

Yours faithfully,
BROWNS INVESTMENTS PLC



LOLC Corporate Services (Private) Limited
Secretaries

25th August 2026

NOTICE OF THE ANNUAL GENERAL MEETING

BROWNS INVESTMENTS PLC - REG. NO. PV 66136 PB/PQ

NOTICE IS HEREBY GIVEN THAT THE 18TH ANNUAL GENERAL MEETING of the Company will be held as a virtual meeting on 24th September 2026 at 10:00 a.m.

The business to be brought before the meeting will be to:

1. Receive and consider the Annual Report and Financial Statements for the year ended 31st March 2026 with the Report of the Auditors thereon.
2. Re-elect as a Director Mr. W. D. K. Jayawardena who retires by rotation in terms of Article 23[6] of the Articles of Association of the Company.
3. Re-elect as a Director Mr. D. S. K. Amarasekera who retires by rotation in terms of Article 23[6] of the Articles of Association of the Company.
4. Re-appoint M/s Deloitte Partners, Chartered Accountants as Auditors for the ensuing financial year at a remuneration to be fixed by the Directors.
5. Approve in terms of the Companies [Donations] Act No. 26 of 1951, the making of donations by the Directors as determined by them for the current Financial Year and until the next Annual General Meeting of the Company.

By order of the Board

BROWNS INVESTMENTS PLC



L O L C Corporate Services (Private) Limited
Secretaries

25th August 2026

Rajagiriya [in the greater Colombo]

FORM OF PROXY
BROWNS INVESTMENTS PLC
REG. NO. PV 66136 PB/PQ

I/We.....
..... holder of NIC/ Reg. No.
of.....
being a member/members of Browns Investments PLC hereby appoint
.....of.....whom failing

Mr. I. C. Nanayakkara	of Colombo or failing him
Mr. W. D. K. Jayawardena	of Colombo or failing him
Mrs. K. U. Amarasinghe	of Colombo or failing her
Mr. D. S. K. Amarasekera	of Colombo or failing him
Mr. K. Sivanesan	of Colombo or failing him
Mr. C. N. Wijesinha	

as my/our proxy to represent me/us and vote on my/our behalf at the Annual General Meeting of the Company to be held on 24th September 2026 at 10:00 a.m. and at any adjournment thereof and at every poll which may be taken in consequence thereof.

I/We, the undersigned, hereby direct my/our proxy to vote for me/us and on my/our behalf on the specified Resolution as indicated by the letter "X" in the appropriate cage:

	For	Against	Abstained
1. To re-elect as a Director Mr. W. D. K. Jayawardena who retires by rotation in terms of Article 23(6) of the Articles of Association of the Company.	☐	☐	☐
2. To re-elect as a Director Mr. D. S. K. Amarasekera who retires by rotation in terms of Article 23(6) of the Articles of Association of the Company	☐	☐	☐
3. To re-appoint M/s Deloitte Partners, Chartered Accountants as Auditors for the ensuing financial year at a remuneration fixed by the Directors.	☐	☐	☐
4. To approve in terms of Companies (Donations) Act No. 26 of 1951 the making of donations by the Directors as determined by them for the current Financial Year.	☐	☐	☐

Dated this day of Two Thousand Twenty Six.

.....
Signature/s of shareholder/s

[Please delete inappropriate words and refer overleaf for instructions]

INSTRUCTIONS AS TO COMPLETION

- 1 Please return the completed Form of Proxy after filling in legibly your full name and address, signing on the space provided and filling in the date of signature.
- 2 The Proxy shall:
 - a) In the case of an individual, be under the hand of the shareholder or his or her attorney, and if signed by an attorney, a notorially certified copy of the Power of Attorney should be attached to the completed Proxy if it has not already been registered with the Company.
 - b) If the shareholder is a company or a corporation, be either under its common seal or under the hand of an officer or attorney authorised by such organisation in that behalf in accordance with its Articles of Association or constitution.
- 3 Please indicate with an 'X' how the proxy should vote on each Resolution. If no indication is given, the proxy shall exercise his/her discretion and vote as he/she thinks fit.
- 4 The completed Form of Proxy should be deposited at LOLC Corporate Services [Pvt] Ltd Secretaries for Browns Investments PLC, at No. 100/1 Sri Jayawardanepura Mawatha, Rajagiriya or scanned and emailed to **corporateservices@lolc.com** with the email subject "BIPLC AGM PROXY" not less than 48 hours before the time appointed for the holding of the meeting.

Annexure I

To : LOLC Corporate Services (Private) Limited
Secretaries for **BROWNS INVESTMENTS PLC**
100/1, Sri Jayawardenapura Mawatha, Rajagiriya.

REGISTRATION FORM FOR BIPLC AGM 2026

Details of Shareholder

1. Full Name/s of Shareholder/s

2. Address

3. National Identity Card Number/
Company Registration number

4. CDS Account number

5. Contact number *[mandatory]*

Land line (residence/work):

Mobile:

6. Email address *[it is mandatory for the shareholder to provide an email address in order to forward the login information for the on-line meeting link]*

In the event a Proxy Holder is appointed by the Shareholder

7. Name of the Proxy holder

8. Proxy holder's NIC/PP No.

9. Proxy holder's contact No. *[mandatory]*

Land line (residence/work):

Mobile:

10. Proxy holder's email *[it is mandatory for the proxy holder to provide an email address in order to forward the login information for the on-line meeting link]*

Important – Only registered shareholders and registered proxy holders will be permitted to log in and participate at the AGM on-line. Duly filled Form should be scanned and emailed to corporateservices@lolc.com or sent by facsimile to + 94 112865602 not less than **48 hours** before the meeting.

I/My Proxy holder am/is willing to participate at the AGM online:

Yes

☐

No

☐

Signature/s & date:

Principal Shareholder

1st Joint Holder

2nd Joint Holder

Annexure II

To : LOLC Corporate Services (Private) Limited,
Secretaries for **BROWNS INVESTMENTS PLC**
100/1, Sri Jayawardenapura Mawatha, Rajagiriya.

REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT 2025/2026

I/We.....

being a shareholder/s of the Company wish to receive a printed copy of the Annual Report 2025/2026.

[Please mark [✓] as appropriate]

1. I will collect a copy from your office Yes ☐ No ☐

2. Please hand over an annual report to the bearer of this form - Full name of bearer
.....NIC.....

3. Please post it to my address given below .

My/Our details are as follows;

Full Name of the Shareholder
[as stated in the CDS Account]

Shareholders NIC/PP/Company
Registration No.

Folio No

Address

Contact Tel No

.....
Signature

.....
Date

Notes:

1. Please complete the Form of Request by filling in legibly the required information in **BLOCK LETTERS** and signing in the space provided and filling in the date of signature.
2. Please forward the completed Form by facsimile on + 94 112865602 or email to corporateservices@lolc.com or by post/delivery to LOLC Corporate Services (Pvt) Ltd, Secretaries for Browns Investments PLC, 100/1, Sri Jayawardenapura Mawatha, Rajagiriya.