NOTICE OF MEETING

TAL LANKA HOTELS PLC

NOTICE IS HEREBY GIVEN that an Extraordinary General Meeting of the Shareholders of TAL Lanka Hotels PLC (the "Company") will be held on 29th of October 2026 at Taj Samudra, via the Zoom Platform, for the purpose of considering and, if thought fit, passing the following resolution, as ordinary resolution:

IT IS HEREBY RESOLVED THAT:

(1) the Company do issue up to Sixty Six Million Eight Hundred and Thirty Six Thousand Seven Hundred and Eighty Five (66,836,785) ordinary voting shares ranking *pari passu* in all respects with the existing ordinary voting shares of the Company, by way of a rights issue of shares to the holders of the ordinary voting shares of the Company (the "Rights Issue") based on a ratio of forty two (42) new ordinary voting share for every one hundred and eight (108) existing ordinary voting shares held by such shareholders as at end of trading on 02nd of November 2026 (i.e. the Record Date/ Date of Entitlement, which is the 2nd market day from and excluding the date of the EGM), at a consideration of Sri Lankan Rupees Twenty Eight (LKR 28.00) per share, to raise an amount of up to One Billion Eight Hundred and Seventy One Million Four Hundred and Twenty Nine Thousand Nine Hundred and Eighty (LKR 1,871,429,980) the proceeds from the Rights issue, net of costs associated with the issue, to be utilized for the purpose (a) repayment/ pre-payment of certain loans obtained by the Company, (ii) financing the part refurbishment and part renovation of the Company's Hotel in Colombo, (iii) payment to vendors/ suppliers and overdue fees payable to the operator, TAL Hotels and Resorts Limited and (iv) general corporate purposes including operational expenses, professional fees, and to meet any shortfall in the proceeds allocated for the objective stipulated in (i) to (iii) above;

(2) any fractions of ordinary voting shares arising from the computation of ordinary voting shares that each shareholder will be entitled to under the Rights Issue, based on the above ratio of forty two (42) new ordinary voting share for every one hundred and eight (108) existing ordinary voting shares held (as per the following formula), shall be deemed to be declined by the shareholders and for the purpose of the Rights Issue, such fractions will be aggregated into whole ordinary voting shares (with any fractions arising from such aggregation being disregarded) and the whole Ordinary Voting Shares arising from such aggregation will be allotted at the same price to shareholders who have applied for additional rights shares based on the basis of allocation referred to below

$$= \boldsymbol{Number\ of\ ordinary\ voting\ shares\ held\ by\ a\ shareholder\ as\ at\ end\ of\ trading\ on\ the\ Record\ Date} \times \frac{\mathbf{42}}{\mathbf{108}}$$

(3) the additional rights shares that are not subscribed as at the last date for acceptance, the new ordinary voting shares for which payment has not been duly and validly received by the Company as at the date of final allotment and the whole ordinary voting shares arising

from the aggregation of fractions of shares as aforesaid shall be deemed to be rights not accepted by the shareholders under the Rights Issue and shall be pooled together for allocation to shareholders who have applied for additional rights shares;

(4) all ordinary voting shares not accepted by the shareholders as set out in paragraph (3) above shall be allotted and issued to shareholders on a fair and reasonable basis determined by the Board of Directors.

By order of the Board



Corporate Services (Private) Limited
Secretary
TAL Lanka Hotels PLC

NOTES –

Any shareholder entitled to attend and vote at this meeting is entitled to appoint a proxy to attend and vote / speak in his / her stead and a form of proxy is sent herewith for this purpose.

TAL LANKA HOTELS PLC

FORM OF PROXY

*I / We
……
…….Of……
……..
being a shareholder / shareholders of TAL LANKA HOTELS PLC do hereby appoint
……..of……
……
……..…. or failing him /her, Mr. P. Verma (Chairman of the Company), or failing him, one of the Directors of the Company, as *my/our proxy to vote as indicated hereunder for *me/us and on *my/our behalf for/against the resolution and/or to speak at the Extraordinary General Meeting ("EGM")of the Company to be held on 29th of October 2026 and at every poll which may be taken in consequence of the aforesaid meeting and any adjournment thereof:

		FOR	AGAINST
1.	To pass an Ordinary resolution pertaining to Rights Issue as set out in the notice convening the meeting dated 29th of October 2026	☐	☐

Signed this.....…day of.....…Two Thousand and Twenty-Six

.....
*Signature of shareholder

Note:
*1. *Please delete the inappropriate words*
2. Instructions as to completion are noted as below.

INSTRUCTIONS ON COMPLETION OF THE FORM OF PROXY:

1. To be valid, the completed form of proxy should be deposited at the Registered Office of the Company, No. 25, Galle Face Centre Road, Colombo 03 or emailed to corporateservices@corporateservices.lk no later than 24 hours before the time of the meeting.

2. In perfecting the form of proxy, please ensure that all details are legible.

3. Please indicate with an 'X' in the space provided, how your proxy is to vote on each resolution. If no indication is given, the proxy, at his discretion, may vote as he thinks fit.

4. In the case of a company/corporation, the letter of authorization must be signed by placing the common seal of the company/corporation and attested in the manner prescribed by its articles of association.

5. In the case of a proxy signed by the attorney, the Power of Attorney document must be deposited at the Registered Office, No 25, Galle Face Centre Road, Colombo 03, for registration or emailed to corporateservices@corporateservices.lk.

TAL LANKA HOTELS PLC
Shareholder Registration Form

1. Full Name of the Shareholder: …….
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2. Membership No. / CDS Account No : ……

3. Address of Shareholder : ……..
……
……

4. NIC No./ P.P. No. / Co. Reg. No. of Shareholder : …….

5. Contact details of Shareholders

Telephone: Residence: ……Office…… Mobile : ...……

e-mail: …….. (Please print clearly)

6. Names / NIC No. of Joint holder/s (If any):

i. Name : ……. NIC No. : ……..
ii. Name : ……. NIC No. : ……..

……. …….. ……
Shareholder's Signature /Date 1st Joint holder's Signature/Date 1st Joint holder's Signature/Date

INSTRUCTIONS AS TO COMPLETION

i. Shareholders are advised to complete the form legibly in order to facilitate their participation through the online platform.
ii. The "Web Link" for participation at the EGM through the online platform will be forwarded to the Shareholder's above noted email address.
iii. In the case of a Company/Corporation, the Registration must be under its common seal which should be affixed and attested in the manner prescribed by its Articles of Association.
iv. In the case of the Registration form signed by an Attorney, the Power of Attorney must be deposited at the Registered Office of the Company for registration.
v. The duly completed Registration Form must be deposited at the Registered Office of the Company at No. 25, Galle Face Centre Road, Colombo 03, or e-mailed to corporateservices@corporateservices.lk, 5 days prior to the date of the EGM.