

SOFTLOGIC HOLDINGS PLC
[Company Reg. No. PV 1536 PB/PQ]
No. 14, De Fonseka Place, Colombo 05

CIRCULAR TO SHAREHOLDERS OF ORDINARY VOTING SHARES AND HOLDERS OF WARRANTS

Dear Holders of Shares/ Holders of Warrants

SOFTLOGIC HOLDINGS PLC – CONVERSION OF WARRANTS INTO SHARES

We refer to the Extraordinary General Meetings of the holders of Ordinary Voting Shares and the holders of Warrants, held on January 9, 2025, at which meeting the date for the conversion of the 121,628,862 Warrants was varied to take effect on August 29, 2025.

However, pursuant to a request made by the Company to the Colombo Stock Exchange (CSE) [based on a request made to the Company by the major shareholders] to extend the “date of exercise of conversion of Warrants” to the maximum time permitted by the CSE, in terms of Listing Rule 5.10.1(iv), the CSE, by its letter dated 4th August 2025, approved the extension of the date of exercise of Warrants from the said 29th August 2025 to 18th September 2026, subject to obtaining the approval of the shareholders/Warrant holders at separate General Meetings. The Company made an Announcement in this regard on 4th August 2025.

To proceed with the conversion, as per the timelines set out below, and due to the variation in the terms of the issue of Warrants with reference to the date of conversion from its previously announced date, we now call separate meetings of the holders of Ordinary Voting Shares and the holders of Warrants, to seek their approval for the variation of dates of conversion of the Warrants to Shares, further to the Announcement dated 4th August 2025.

Accordingly, the proposed timelines are as follows:

1	Last date for Trading of Warrants was	5th December 2024
2	Record Date for conversion of Warrants to shares (Entitlement Date) Entitling the holders of Warrants to convert Warrants into Shares was	9th December 2024
3	Expiry Date of Warrants (Although the Trading of Warrants ceased on 5 th of December 2024, the Warrants will be kept alive until the end of day on the 7 th October 2026, which is the last date for payments for conversion to shares)	7th October 2026
4	Dispatch of relevant documents for conversion of Warrants to Shares	23rd September 2026
5	Last date of conversion and payment	7th October 2026
6	Direct Deposit of Shares Post Conversion of Warrants to Shares	<u>on or before</u> 22nd October 2026
7	Filing of Declaration to the CSE	On or before 23rd October 2026
8	Trading of Shares arising from the conversion of Warrants	On or before 26th October 2026

The Exercise Price of a Warrant (issued at zero value) to convert into a share will remain at Rs. 10.50.

Attached is a Notice of Meeting convening an Extraordinary General Meeting to be held on 21st September 2026, seeking the approval of the holders of Shares/Warrants (respectively) for the variation of the terms of the issue of Warrants, by way of Special Resolutions

Two separate meetings of the holders of Ordinary Voting Shares/holder of Warrants have been convened: firstly, the meeting of the Ordinary Voting Shareholders, to be immediately followed by the meeting of the holders of Warrants.

Yours faithfully,
for and on behalf of

SOFTLOGIC HOLDINGS PLC

Sgd:

SOFTLOGIC CORPORATE SERVICES (PVT) LTD.
COMPANY SECRETARIES

This 25th day of August 2026