United Motors Lanka PLC

Notice of Meeting - Annual General Meeting

Notice is hereby given that the Thirty Fourth Annual General Meeting (AGM) of United Motors Lanka PLC (Company) will be held as a virtual meeting on 28 June 2023 at 10.00 am, for the purpose of conducting the routine business of the Company to be undertaken at an AGM, as set out in the detailed Notice of Meeting.

Please note that the following documents:

- **Notice of Meeting** (detailed)

- **Form of Proxy -** if a Member is unable to attend the AGM and wishes to appoint a Proxy to attend and vote on his/her behalf, the 'Form of Proxy' must be completed and sent to the Registered Office of the Company not less than 48 hours before the Meeting.

- **Form of Request for a Hard Copy of the Annual Report -** Members who wish to obtain a hard copy of the Annual Report, should send a written request to the registered office of the Company with the completed 'Form of Request'. Note that a printed copy of the Annual Report will be forwarded by the Company within eight (8) market days from the date of receipt of such request.

- **Instructions as to attending the virtual AGM**, among others, are available via:

1. The Corporate Website of the Company:
   https://www.unitedmotors.lk/images/financial-highlights/circular-to-shareholders-jun-2023.pdf

2. The website of the Colombo Stock Exchange (CSE):
   https://cse.lk/pages/company-profile/company-profile.component.html?symbol=UML.N0000

3. The following QR Code (accessible through mobile devices):

The Annual Report of the Company, is available via:

1. The Corporate Website of the Company: https://www.unitedmotors.lk/company/financial-highlights

2. Website of the CSE: https://cse.lk/pages/company-profile/company-profile.component.html?symbol=UML.N0000

3. The following QR Code (accessible through mobile devices):

For any inquiries or clarifications, please contact the Company Secretarial division on any working day during the period from 06 June 2023 to 27 June 2023, between 8.30 am and 4.30 pm on +94 11 469 6020/18/15, or email at agm2023@unitedmotors.lk

By Order of the Board
United Motors Lanka PLC

Rinoza Hisham
Company Secretary
30 May 2023

Notice of Meeting

Notice is hereby given that the Thirty-Fourth (34th) Annual General Meeting of United Motors Lanka PLC will be held as a virtual meeting at 10.00 a.m. on Wednesday, 28 June 2023, via audiovisual means for the following purposes;

AGENDA

01. To receive and consider the Annual Report of the Board of Directors, the Audited Financial Statement for the year ended 31 March 2023 and the Report of the Auditors thereon.

02. (i) To re-elect, Prof. Malik Ranasinghe who retires by rotation in terms of Article 83 of the Articles of Association of the Company..

    (ii) To re-elect, Ms. Coralie Pietersz who retires in terms of Article 83 of the Articles of Association of the Company.

    (iii) To re-appoint, Mr. Ananda Atukorala who is over the age of 70 years, as a Director by passing the following resolution as an ordinary resolution:

    "It is hereby resolved that the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. Ananda Atukorala who is 74 years of age and that he be re-appointed as a Director of the Company."

03. To declare a final dividend of LKR 1.25 per share for the year ended 31 March 2023 as recommended by the Directors.

04. To re-appoint PricewaterhouseCoopers (PwC), Chartered Accountants, as the Auditors for the ensuing year and to authorize the Directors to fix their remuneration.

05. To authorize the Board of Directors to determine donations for 2023/24.

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

By Order of the Board

Ms. Rinoza Hisham
Company Secretary

Colombo
30 May 2023

Note:

1. The Thirty-Fourth (34th) Annual General Meeting of United Motors Lanka PLC will be a virtual meeting held by participants joining in person or proxy and through audio or audiovisual means in the manner specified below:

   i Shareholder participation

      a The shareholders are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting.

      b The shareholders may also appoint any other persons other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through audio or audio-visual means only.

      c The shareholders who wish to participate in the meeting will be able to join the meeting through audio or audiovisual means. To facilitate this process, the shareholders are required to furnish their details requested in the "registration of shareholder details for online participation" and forward same to agm2023@unitedmotors.lk or by facsimile on +94 11 2448113, to reach the Company not less than five (05) days before the date of the meeting so that the meeting login information could be forwarded to the e-mail addresses so provided.

      d To facilitate the appointment of proxies, the Form of Proxy is attached hereto and the duly filled Form of Proxy should be sent to reach the Company via e-mail to agm2023@unitedmotors.lk or facsimile to +94 11 2448113 or by post to registered address of the Company No. 100, Hyde Park Corner, Colombo 02, not less than forty-eight (48) hours before the time fixed for the meeting.

   ii Shareholders' queries

      The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to reach the Company, via e-mail to agm2023@unitedmotors.lk or facsimile to +94 11 2448113 or by post to the registered address of the Company No. 100, Hyde Park Corner, Colombo 02, not less than five (5) days before to the date of the meeting. This is to enable the Company Secretary to compile the queries and forward same to the attention of the Board of Directors so that the same could be addressed at the meeting.

2. The Annual Report of the Company for the year ended 2022/23 will be available for perusal on the Company website, the Colombo Stock Exchange website and the social media sites of the Company.

Form of Proxy

I/We.....
of.....being a shareholder/shareholders of
United Motors Lanka PLC, hereby appoint .....
of.....whom failing

1) Mututantrige Parakrama Devaka Cooray	of Colombo or failing him
2) Chanaka Yatawara	of Colombo or failing him
3) Ananda Wijetilaka Atukorala	of Colombo or failing him
4) Ramesh Hiran Yaseen	of Colombo or failing him
5) Ladduwa Kovisge Anne Hiroshini Fernando	of Colombo or failing her
6) Kulatilleke Arthanayake Malik Kumar Ranasinghe	of Colombo or failing him
7) Stuart Anthony Chapman	of Colombo or failing him
8) Miriam Coralie Pietersz	of Colombo or failing her
9) Thushara Banda Abeykoon Jayasekara	of Colombo

as my/our proxy to represent me/us and*…… to vote on my/our behalf at the Thirty-Fourth Annual General Meeting of the Company to be held as a virtual meeting at 10.00 a.m. on Wednesday, 28 June 2023, via audiovisual means and at any adjournment thereof and at every poll which may be taken in consequence of the above said meeting. I/We the undersigned hereby authorize my/our Proxy to vote on my/our behalf in accordance with the preference indicated below:

		For	Against
1.	To receive and consider the Annual Report of the Board of Directors, the Audited Financial Statements for the year ended 31 March 2023 and the Report of the Auditors thereon.		
2.	To re-elect Prof. Malik Ranasinghe as a Director of the Company.		
3.	To re-elect Ms. Coralie Pietersz as a Director of the Company.		
4.	To re-appoint Mr. Ananda Atukorala as a Director of the Company.		
5.	To declare a final dividend of LKR 1.25 per share for the year ended 31 March 2023, as recommended by the Directors.		
6.	To re-appoint PricewaterhouseCoopers (PwC), Chartered Accountants, as the Auditors for the ensuing year and to authorize the Directors to fix their remuneration.		
7.	To authorize the Board of Directors to determine donations for 2023/24.		

Signed on this .....day of.....Two Thousand and Twenty Three.

.....
Signature/s

** If you wish your Proxy to speak at the meeting you should insert the words "to speak and" in the place indicated and initial such insertion.*

Notes:
Please indicate with an "x" in the space provided how your Proxy is to vote. If there is in the view of the Proxy holder doubt (by reason of the way in which the instructions contained in the proxy have been completed) as to the way in which the Proxy holder should vote, the Proxy holder shall vote as he thinks fit.

INSTRUCTIONS AS TO COMPLETION

1. Kindly perfect the form of proxy, after filling in legibly your full name and address, and sign in the space provided. Please fill in the date of your signature.
2. If you wish to appoint any person other than the Directors as your proxy, please insert the relevant details.
3. In terms of Article 66 of the Articles of Association of the Company.

   (i) In the case of an individual shall be signed by the Appointer of his Attorney: and

   (ii) In the case of a company or a corporate body shall be either under its common seal or signed by its Attorneys or by an Officer authorized to do so on behalf of such entity.
4. In terms of Article 61 of the Articles of the Company in the case of joint-holders of a share the senior who tenders the vote, whether in person or by proxy shall be accepted to the exclusion of the votes of the other joint-holders and for this purpose seniority shall be determined by the order in which the names stand in the Register of Members in respect of the joint holding.
5. Duly filled forms of proxy should be sent to reach the Company via email to agm2023@unitedmotors.lk or facsimile to +94 112448113 or by post to the registered address of the Company No. 100, Hyde Park Corner, Colombo 02, not less than 48 hours before the appointed hour of the meeting.

Please provide the following details (mandatory):	
NIC/PP/Company Registration No. of the Shareholder/s :	
Folio No:	
E-mail address of the Shareholder/s or Proxy holder (other than a Director appointed as proxy)	
Mobile No:	
Residence No:	

Form of Request for a printed version of the Annual Report

To: Company Secretary
United Motors Lanka PLC
No. 100, Hyde Park Corner
Colombo 02.

I would like to receive the printed version of the Annual Report of United Motors Lanka PLC. ☐

Full Name of the Shareholder (as on the CDS account/Share Certificate) :	
Shareholder's NIC/ Passport/ Company Registration No.:	
Folio Number as appears in the address label:	
Address:	
Contact Number:	
Jointly with:	

Signature

Date

Notes:

1. Please complete the Form of Request by filling in legibly the required information in **BLOCK LETTERS**, signing in the space provided and filling in the date of signature.

2. Please post the completed Form of Request to the Company at the addresses given above or email to agm2023@unitedmotors.lk or facsimile on +94 11 2448113.

UNITED MOTORS LANKA PLC

34th ANNUAL GENERAL MEETING

REGISTRATION OF SHAREHOLDER DETAILS FOR ONLINE PARTICIPATION

To: United Motors Lanka PLC
No. 100, Hyde Park Corner, Colombo 02.

1. Full Name of the Shareholder/s:

Primary

*Joint

*Joint

2. Shareholder/s Address:_____

3. Shareholder's NIC No. / Passport No. / Co. Reg. No.:

Primary

*Joint

*Joint

4. Shareholder's Contact No.:

Fixed line:_____ Mobile:_____

5. Shareholder's e-mail:_____

6. Name of the Proxy holder:_____

7. Proxy holder's NIC No. / Passport No.:

8. Proxy holder's Contact No.:

Fixed line:_____ Mobile:_____

9. Proxy holder's e-mail.:_____

I/We hereby certify that the details given above are true and accurate and are furnished for the purpose of enabling my/our online participation at the Annual General Meeting. I/We acknowledge that the Company shall have the right to disable my/our participation in the event the above information furnished are found to be incorrect or inconsistent with shareholding records. Shareholder's Signature/(s):

…….
Shareholder's Signature / Date

…….. ……..
*1st Joint holder's Signature / Date *2nd Joint holder's Signature / Date

**Strike off if not applicable*

Note:

1. It is mandatory for the shareholder/s to provide the e-mail address in the space provided above in order to forward the login information to facilitate the online participation at the meeting.

2. Duly filled Registration of Shareholder Details Form should be forwarded to agm2023@unitedmotors.lk or by facsimile on +94 11 2448113, to reach the Company not less than five (05) days before the date of the meeting.