28th October 2024

Mr. Renuke Wijayawardhana
Chief Operating Officer
Colombo Stock Exchange
04-01 West Block
Echelon Square
World Trade Center
Colombo 1

Dear Sir,

Errata to the Annual Report 2023/2024 of Nawaloka Hospitals PLC

With reference to the Annual Report submitted to the Colombo Stock Exchange on 9th October 2024 and the subsequent appointment of an Independent Non Executive Director, we would like to inform that the following correction is made to the Annual Report by this Errata and the relevant content should be read as shown herein instead of as printed in the aforementioned Annual Report.

Correction

Under Supplementary Information of the Annual Report, under the heading "Notice of Meeting" on page 242, an additional Agenda item has been added as follows:

"9A. To elect Mr. Virann Thusita de Zoysa as a Director in terms of Article 81, who was appointed by the Board to fill a casual vacancy."

All other information appearing on the same page remains unchanged as is printed in the aforementioned Annual Report.

The amended Notice of Meeting is attached.

Thanking you,

Yours faithfully,

Gunawardana

Charuni Gunawardana
Director
C G Corporate Consultants (Private) Limited
Secretaries for NAWALOKA HOSPITALS PLC

C G CORPORATE CONSULTANTS (PVT.) LTD
PV 60879

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info@c-g-associates.com

Director
CHARUNI GUNAWARDANA
ATTORNEY – AT – LAW
LLB (Hons.), LLM, FCIS, MBA

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of NAWALOKA HOSPITALS PLC will be held on Wednesday, 30th of October 2024 as a virtual meeting (on a virtual platform as a Zoom video conference) which will be coordinated from the Auditorium of Nawaloka Hospitals PLC at No. 23, Deshamanya, H. K. Dharmadasa Mawatha, Colombo 2 commencing at 10.00 a.m. for the following purposes:-

AGENDA

1. To receive and consider the Report of the Board of Directors on the Affairs of the Company and the Financial Statements for the year ended 31st March 2024 together with the Report of Auditors thereon.
2. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint Dr. Hewa Komanage Jayantha Dharmadasa (who has attained the age of 76 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him.
3. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint Vidya Jyothi Professor Lal Chandrasena (who has attained the age of 78 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation.
4. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint Deshabandu Tilak De Zoysa (who has attained the age of 78 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation.
5. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint Mr. Tissa K. Bandaranayake (who has attained the age of 81 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation.
6. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint Mr. D. Sunil AbeyRatna (who has attained the age of 76 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation
7. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint Dr. Maithri (Maiya) Gunasekera (who has attained the age of 73 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation.
8. To elect Dr. Mohan Rajakaruna as a Director in terms of Article 81, who was appointed by the Board to fill a casual vacancy.
9. To elect Dr. Munaweera Thantreege Dilum Lakshan as a Director in terms of Article 81, who was appointed by the Board to fill a casual vacancy.

9A. To elect Mr. Virann Thusita de Zoysa as a Director in terms of Article 81, who was appointed by the Board to fill a casual vacancy.

10. To re-elect Directors as follows:
    a. Re-elect, as a Director, in terms of Article 74, Ms. Ashani Givanthi Dharmadasa who retires by rotation and offers herself for re-election.

11. To re-appoint Messrs. KPMG (Chartered Accountants) as Auditors of the Company and authorise the Board of Directors to determine their remuneration.

12. To consider and if thought fit, pass the following resolution as a Special Resolution:

SPECIAL RESOLUTION – TO AMEND ARTICLE 64 OF THE COMPANY'S ARTICLES OF ASSOCIATION:

IT IS HEREBY RESOLVED the existing Article 64 of the Articles of Association of the Company be amended to increase the maximum number of directors from twelve to fifteen, to read as follows:
64. The directors shall not be less than three nor more than fifteen in number.

13. To consider and if thought fit, pass the following resolution as a Special Resolution:

SPECIAL RESOLUTION – TO AMEND ARTICLE 94 OF THE COMPANY'S ARTICLES OF ASSOCIATION IN LINE WITH THE REVISED LISTING RULES OF THE COLOMBO STOCK EXCHANGE:

IT IS HEREBY RESOLVED the existing Article 94 (Alternate Directors) of the Articles of Association of the Company be deleted in its entirety and be substituted with the new Article 94 reflecting the requirements mandated under Section 9.9 of the Listing Rules on Alternate Directors, as set out below:

ALTERNATE DIRECTORS

94. An Alternate Director shall only be appointed under exceptional circumstances by any Director ('appointer'), giving notice in writing left at the office of the Company and approved by the Board to be an Alternate Director of the Company to act in their place during their absence, subject to applicable laws, rules and regulations. Any such appointment shall not exceed a period of one (1) year from the date of appointment.

The following provisions apply to any such appointment:

(1) A person appointed to be an Alternate Director shall not in respect of such appointment be entitled to receive any remuneration from the Company nor be required to hold any share qualification but the Board may repay the Alternate Director such reasonable expenses as they may incur in attending and returning from meetings of the Board which they are entitled to attend or as they may otherwise properly incur in or about the business of the Company or may pay such allowances as they may think proper in respect of these expenses.

(2) An Alternate Director shall (on them giving an address for such notices to be served upon them) be entitled to receive notices of all meetings of the Board and to attend and vote as a Director at any such meeting at which the Director appointing them is not personally present and generally to perform all the functions of their appointor as a Director, in the absence of such appointor.

(3) An Alternate Director may be appointed for a specified period or until the occurrence of a specified event, but they shall ipso facto cease to be an Alternate Director in any of the following events, that is to say:

(a) upon the return of their appointor including a return to Sri Lanka;

(b) if their appointor ceases for any reason to be a Director; provided that if any Director retires by rotation but is re-elected at the meeting at which such retirement took effect, any appointment made by them pursuant to this Article which was in force immediately prior to their retirement shall continue to operate after their re-election as if they had not so retired;

(c) if the Alternate Director shall have a receiving order made against them or compounds with their creditors or is adjudicated an insolvent;

(d) if the Alternate Director be lunatic or become of unsound mind;

(e) the appointment of the Alternate Director is revoked by their appointor by a notice in writing left at the office;

(f) if the Board resolves that the appointment of the Alternate Director be terminated;

(4) A Director shall not vote on the question of the approval of an Alternate Director to act for them or on the question of the termination of the appointment of such an Alternate Director under the foregoing sub-clause of this Article, and if they do so, their vote shall not be counted; nor for the purpose of any resolution for either of these purposes shall they be counted in the quorum present at the meeting.

(5) If an Alternate Director is appointed for a non-executive Director such alternate should not be an executive of the Company. Similarly, if an Alternate Director is appointed for an independent Director, the person so appointed shall meet the criteria for independence under applicable laws, rules and regulations.

(6) The attendance of any Alternate Director at any meeting subject to (5) above, including Board committee meetings shall be counted for the purpose of the quorum.

The Annual Report and Financial Statements of the Company for the year ended 31st March 2024 are available on the:

• Corporate Website: https://www.nawaloka.com/

• The Colombo Stock Exchange: https://www.cse.lk/home/company-info/NHL.N0000/financial

The said Annual Report and Financial Statements of Nawaloka Hospitals PLC for 2023/24 can also be accessed by scanning the following QR code.

Should Members wish to obtain a hard copy of the Annual Report 2023/24, they may send a request to the Company by filling the Form of Request attached to the Form of Proxy. A printed copy of the Annual Report will be forwarded by the Company within eight (8) market days, subject to the prevailing circumstances at the time, from the date of receipt of the request.

For clarification on how to download and/or access the Annual Report and Financial Statements, please contact:

Ms. Damsara Rukshalanthi on 0758981930 during normal office hours (8.30 a.m. to 5.00 p.m.)

BY ORDER OF THE BOARD

Gunawardana

Charuni Gunawardana
Director - CG CORPORATE CONSULTANTS(PRIVATE) LIMITED
Company Secretaries for Nawaloka Hospitals PLC