GALLE FACE CAPITAL PARTNERS PLC
'RENUKA HOUSE' P.O. Box 25, # 69, Sri Jinaratana Road, Colombo 02, Sri Lanka.
Tel: 94 - 11 - 2314750 -5, 2422694 Fax: 94 - 11 - 2445549
E-mail: inquiries@renukagroup.com
Website : www.renukagroup.com
Company No. : PQ 49

10th September 2026

Ms. Nilupa Perera
Chief Regulatory Officer
Colombo Stock Exchange
No. 04-01, West Block
World Trade Centre
Colombo 1.

Dear Madam,

GALLE FACE CAPITAL PARTNERS PLC-PQ49
ERRATA TO THE NOTICE OF MEETING AND CIRCULAR TO THE SHAREHOLDER ON THE FIRST AND FINAL DIVIDEND FOR 2026

We refer to the Notice of Meeting dated 28th August 2026 together with proxy and the Circular to Shareholders on the First and Final Dividend dated 28th August 2026, which were published in the Annual Report of the Company for the financial year ended 31st March 2026 on 1st September 2026.

Subsequent to the publication of the aforesaid Notice of Meeting together with proxy and Circular to Shareholders, amendments have been made.

Accordingly, the amended Notice of Meeting together with proxy and Circular to Shareholders are attached herewith.

The amended Notice of Meeting together with proxy and Circular to Shareholders should be read together with the Annual Report of the Company for the financial year ended 31st March 2026.

Yours faithfully,
For and on behalf of **Galle Face Capital Partners PLC**

Ms. I. H. Edirisinghe
Renuka Enterprises (Pvt) Ltd
(Secretaries)

Renuka Enterprises (Pvt) Ltd
Company Registration No. PV 6014
Company Secretaries

Notice of Meeting - Annual General Meeting

Notice is hereby given that the One Hundred and Sixth (106th) Annual General Meeting (AGM) of Galle Face Capital Partners PLC (the 'Company') will be held on virtually Wednesday, 23rd September, 2026 at 3.00 pm.

1. To receive and consider the Annual Report of the Board of Directors on the affairs of the Company, the statement of Compliance and the Financial Statement for year ended 31st March 2026 with the Report of the Auditors thereon.

2. To declare a dividend as recommended by the Board of Directors and to consider to pass the following resolutions:

a. Declaration of a first and final dividend

THAT a first and final scrip dividend of Rs.0.70 per share be declared to be satisfied by the issue of 4,060,278 fully paid ordinary shares constituting a total sum of Rs. 82,829,681.20 on the issued ordinary shares as at 25th August 2026;

THAT the shareholders entitled to such dividend would be those shareholders, whose names have been duly registered in the Shareholders' Register maintained by the Registrars of the Company [i.e. SSP Corporate Services (Pvt) Ltd., No. 101, Inner Flower Road, Colombo 03] and also those shareholders whose names appear on the Central Depository Systems (Pvt) Ltd. ('CDS') as at end of trading on the Record Date of 25th September 2026 [i.e. the Second (2nd) market day from and excluding the date of the meeting] (the 'Entitled Shareholders');

THAT subject to the shareholders approving the proposed allotment and issue of new ordinary shares by passing the resolutions set out in below, the declared first and final scrip dividend of Rs. 0.70 per share be distributed and satisfied by the allotment and issue of new ordinary shares (the "distribution scheme") based on the share price of ordinary shares as at 25th August 2026, to the Entitled Shareholders whose names appear on the Central Depository Systems (Pvt) Ltd. ('CDS') as at end of trading on the Record Date of 25th September 2026 [i.e. the Second (2nd) market day from and excluding the date of the meeting]

• The allotment and issue of new ordinary shares of Rs.0.70 cents per share dividend entitlement (subject to applicable government taxes).

THAT accordingly and subject to the approval of the shareholders being obtained in the manner aforementioned the implementation of the said distribution scheme shall be as follows:

By way of the allotment and issue of new shares:

The sum of:

- Rs. 82,829,681.20 to which the ordinary shareholders are entitled (subject to applicable government taxes); and shall be satisfied by the allotment and issue of new ordinary shares to the entitled shareholders of the ordinary shares respectively, on the basis of the following ratios:

• 1 new fully paid ordinary share for every 29.14286066 existing issued and fully paid ordinary shares calculated on the basis of the market value of the ordinary shares as at end of trading on 25th August 2026;

Notice of Meeting - Annual General Meeting Contd..

THAT the ordinary residual share fractions, respectively arising in pursuance of the aforementioned allotment and issue of new ordinary shares after applying the formulas referred to in the sub heading “ Residual fractions of Shares” in the circular to the Shareholders on the first and final dividend for 2026” dated 10th September 2026 will be allotted to trustees to be nominated by the Board and such shares will be sold and the net sale proceeds arising therefrom be distributed to a chari-ty/charities approved by the Board of Directors.

THAT the new shares to be issued in pursuance of the said distribution scheme constituting a total issue of 4,060,278 new ordinary shares, based on the issued and fully paid ordinary shares as at 25th August 2026 shall, immediately consequent to due allotment thereof to the entitled shareholders rank equal and pari passu in all respects with the existing issued and fully paid ordinary shares and the existing issued and fully paid ordinary shares of the Company respectively including the entitle-ment to participate in any dividend that may be declared after the date of allotment thereof and shall be listed on the Colombo Stock Exchange;
and

a. Dividend Resolution No. 2 (i): (ordinary resolution)

THAT a new issue of shares provided for by Article 4 (1) (b) and 16 (1) of the Articles of Association of Galle Face Capital Partners PLC (the ‘Company’), be and is hereby issue of new shares to be effected by the Company for purposes of satisfying in first and final dividend for the year ended March 31, 2026

“The allotment and issue of 4,060,278 new ordinary shares, credited as fully paid to entitled shareholders 'as at end of trading on the Record Date of 25th September 2026 [i.e. the Second (2nd) market day from and excluding the date of the meeting]' and which new shares shall rank equal and pari passu with the existing issued and fully paid ordinary shares of the Company including the right to participate in any dividend which may be declared after the date of allotment of such shares”.

b. Approval of an issue of ordinary shares (Dividend Resolution No. 2 (ii))(Ordinary Resolution):

THAT the proposed allotment and issue of 4,060,278 new ordinary shares credited as fully paid to entitled share-holders as at end of trading on the Record Date of 25th September 2026 [i.e. the Second (2nd) market day from and excluding the date of the meeting]' and which new shares shall rank equal and pari passu with the existing issued and fully paid ordinary shares of the Company including the right to participate in any dividend which may be declared after the date of allotment of such shares be and is hereby approved in pursuance of Article 4 (1) (b) and 16 (1) of the Articles of Association of the Company; and

THAT accordingly the Company’s management be and is hereby authorized to take all necessary steps to give effect to the aforesaid proposed issue of new ordinary shares of the Company.

Notice of Meeting - Annual General Meeting Contd..

3. To re-elect Mr. K. Liyanagamage as a Director who retires by rotation in terms of Article 73 (1).
4. To re-appoint Messrs Ernst and Young, Chartered Accountants, as recommended by the Board of Directors as the Company's Auditors for the financial year ending March 31, 2026; and
5. To authorize the Board of Directors to determine the remuneration of the Auditors for the financial year ending March 31, 2026.
6. To authorize the Board of Directors to determine donations for the year 2026.

By Order of the Board of
Galle Face Capital Partners PLC,

Renuka Enterprises (Pvt) Ltd
Company Secretaries
10th September 2026

Notes

(i) A duly registered and entitled holder of the Company's ordinary (shares is entitled to participate at the meeting, speak and vote at the AGM and is entitled to appoint a proxy holder to participate speak, and vote in his/her stead.

(ii) A proxy holder need not be a shareholder of the Company.

A Form of Proxy is sent along with this Report. The Form of Proxy should be completed legibly and forwarded to the Company, Company Secretary,

Company not later than 3.00 pm. on 21st September 2026,

- by hand or post to the registered office of the company, **Renuka House, No. 69, Sri Jinarathana Road, Colombo 02.** not later than forty-eight (48) hours before the time appointed for the holding of the AGM.

Circular to the Shareholders on the First and Final Dividend for 2026

Dear Shareholder/s,

First and Final Dividend for the year ended March 31, 2026 to be Satisfied by the Allotment and Issue of New Shares.

The Board of Directors of the Company by circular resolution dated 28th August 2026 is pleased to inform its Shareholders that a first and final scrip dividend of Rs. 0.70 per share for the financial year ended March 31, 2026, has been recommended for declaration at the virtual Annual General Meeting ('AGM') to be held on 23rd September 2026 at 3.00 pm.

This dividend consists of: a scrip dividend of Rs. 0.70 per share, to be satisfied by the allotment of new ordinary shares out of the dividend received by the Company.

The Board of Directors is confident that, the Company will be able to satisfy the solvency test set out in Section 57 of the Companies Act No. 07 of 2007 (as amended) ['CA 2007'] immediately post allotment of such dividend. A Certificate of Solvency has been received by the Company's Auditors, Messrs. Ernst & Young, Chartered Accountants.

Subject to obtaining the approval of the Shareholders, the said dividend will be satisfied in accordance with a distribution scheme where by:

(i) New ordinary shares will be allotted and issued, in satisfaction of the dividend entitlement, constituting a total sum of Rs.82,829,681.20 based on the issued and fully paid shares of the Company as at 31st March 2026

Accordingly, and in pursuance of the aforesaid distribution scheme, the Company proposes to issue:

4,060,278 number of new ordinary shares, calculated based on the issued and fully paid ordinary shares as at 31st March 2026 and on the basis of their market value (closing price) as at end of trading on 25th August 2026;

Circular to the Shareholders on the First and Final Dividend for 2026 Contd..

The said shares shall be issued in the following ratios to the entitled Shareholders of the Company:

a. 1 new fully paid ordinary share for every 29.14286066 existing issued and fully paid ordinary shares calculated on the basis of market value (closing price) of the ordinary shares as at end of trading on 25th August 2026; and

The above share ratio is based on a value of Rs. 0.70 Cents per ordinary share (subject to applicable government taxes) as at the end of trading on 25th August 2026. The Board of Directors is satisfied that the aforementioned values which constitute the consideration for which the new shares are to be allotted and issued is fair and reasonable to the Company and to all its existing Shareholders.

Entitled Shareholders

Shareholders entitled to participate in the said dividend are those who are duly registered in the Company's Share Register and also those shareholders whose names appear on the Central Depository Systems (Pvt) Ltd ('CDS') as at end of trading on the Record Date -25th September 2026 [i.e. the Second (2nd) market day from and excluding the date of the meeting] (the 'Entitled Shareholders').

In calculating the number of shares held by the shareholders at the relevant date for the proposed allotment and issue of new shares ,the shareholding of the shareholder as appearing in the CDS and the Shareholders' Register maintained by the Registrars of the Company [SSP Corporate Services (Pvt) Ltd, No. 101, Inner Flower Road, Colombo 03] will not be aggregated. However, if a shareholder holds shares with multiple Trading Participants, the shares held with multiple Trading Participants will be aggregated for calculation purposes, and the shares arising as a result of the proposed issue and allotment of new shares will be uploaded proportionately to the respective CDS accounts held with each Trading Participant. The Company has obtained approval in principle of the Colombo Stock-Exchange ('CSE') for the proposed allotment and issue of new shares.

Residual Fractions of Shares

The residual fractions arising from the aforementioned allotment and issue of new ordinary shares respectively, will be aggregated and the shares arising consequent thereto will be allotted to trustees to be nominated by the Board and subject to receiving the approval of the Shareholders therefor, such shares will be sold and the net sale proceeds arising therefrom be distributed to a charity/ charities approved by the Board of Directors. The donation will be effected by the Company within a reasonable period of time.

Residual fractions of ordinary shares above mentioned shall mean the above mentioned fractions arising after applying the following formula:

$$\frac{\text{Number of Ordinary shares held by a shareholder at end of trading on the Record Date X 1}}{29.14286066}$$

Status of the New Shares

The new ordinary shares to be so issued, immediately consequent to due allotment thereof to the entitled Shareholders, shall rank equal and pari passu in all respects with the existing issued and fully paid ordinary shares of the Company.

Circular to the Shareholders on the First and Final Dividend for 2026 Contd..

Listing approval
An application has been made to the CSE for listing of new Ordinary Voting Shares on the CSE. The application has been approved "in-principle' by the CSE.

Shareholder Approvals
The proposed method of satisfying the above mentioned first and final dividend is subject to Shareholders granting approval therefor by passing the resolutions set out in the attached Notice of Meeting pertaining to the following matters:

> Authorization to satisfy the first and final dividend by an allotment and issue of new shares:

Article 4 (1)(b) and 16 (1) of the Company's Articles of Association and Companies Act No. 7 of 2007, the Board is empowered to pay a dividend by way of shares. The Board seeks the authorization of Shareholders for the satisfaction of the first and final dividend by the issue of new ordinary shares in the manner set out above.

The relevant resolution to be passed by the Shareholders in this regard is set out in the attached Notice of Meeting.

As mentioned previously, the first and final dividend is proposed to be satisfied, by the allotment and issue of new ordinary shares in the manner set out above and on the above-mentioned application of the above mentioned share proportion.

The Company is required, in compliance with the above provisions, to seek Shareholder approval by an ordinary resolution for the proposed method of satisfaction of the first and final dividend by an allotment and issue of new ordinary shares in the manner set out above.

The relevant ordinary resolution to be passed by the Shareholders in this regard of the attached Notice of Meeting.

Confirmation of Compliance
The Board of Directors hereby confirms that the allotment and issue of new shares is incompliance with the Articles of Association of the Company, the Listing Rules of the CSE and the provisions of the CA 2007.

Allotment of the New Shares
The Board of Directors emphasizes that the afore mentioned allotment and issue of new shares is in satisfaction of the first and final dividend for the year ended March 31st, 2026 and shall be dependent on and subject to the Shareholders passing the requisite resolutions.

Uploading of Shares in to CDS Accounts
In the event that the requisite resolution declaring the dividend (including its manner of satisfaction there of) by way of the issue and allotment of new shares is passed by the Shareholders, the accounts of the Shareholders whose shares are deposited in the CDS would be directly uploaded with the new ordinary shares to the extent that such Shareholder has become entitled there to.

Circular to the Shareholders on the First and Final Dividend for 2026 Contd..

The shares would be uploaded within five (05) market days from and excluding the Record Date. If a Shareholder holds multiple CDS accounts the total entitlement will be directly deposited to the respective CDS accounts proportionately. Pursuant to a Direction issued by the Securities and Exchange Commission of Sri Lanka (‘SEC’) under circular n No. 08/2010 dated November 22,2010 and circular No. 13/2010 dated November 30, 2010 issued by CDS.. Pertaining to the dematerialization of listed securities, the Shareholders who hold shares in scrip form (i.e. Share Certificates) as per the Share Register maintained by the Registrars of the Company, will not be issued Share Certificates for the new shares allotted and issued in their favour. Such Shareholders are accordingly requested to open an account with the CDS an deposit their Share Certificates in the CDS prior to the date of the AGM of the Company. This will enable the Company to deposit the new shares directly into the Shareholder’s CDS Account.

If a Shareholder fails to deposit his/her existing ordinary shares in the CDS prior to the date of the AGM, such Shareholder’s entitlement of new ordinary shares will be deposited by the Company after such Shareholder has opened a CDS Account and has informed the Company’s Registrars in writing of his/her CDS account number. Until such CDS account is opened by a Shareholder as afore- mentioned, the new ordinary shares that are allotted in his/ her favour will be registered in such share-holder’s account in the Share Register maintained by the Registrars of the Company.

Consequent to the opening of the CDS account by such Shareholder, the new shares will be credited to such CDS account. Direct uploads pertaining to written requests received from Shareholders to deposit such shares will be done on a weekly basis.

Annual General Meeting (AGM)

The Annual Report comprises the Notice convening the AGM for 23rd September 2026 and the relevant resolutions to be passed by the Shareholders in the above regard.

Form of Proxy

Shareholders who are unable to participate at the meeting are entitled to appoint a proxy to participate at the said meeting by and speak and also vote on their behalf, depending on their voting rights. If you wish to appoint such a proxy, kindly complete and return the enclosed Form of Proxy (in accordance with instructions not later than forty-eight (48) hours before the time appointed for the holding of the AGM.

Yours faithfully,

By Order of the Board of Galle Face Capital Partners PLC

Renuka Enterprises (Pvt) Ltd Company
Secretaries
10th September 2026

Form of Proxy

I / We ....
of...being a member/members of Galle Face Capital Partners PLC, hereby appoint; ....
.... (NIC No. ....) of ....
....
....
Or failing her/him

Mr. S.V. Rajiyah, or failing him
Mr. M.S. Dominic, or failing him
Mr. M.R. Ratnasabapathy, or failing him
Mr. K. Liyanagamage or failing him
Mr. K.G.Vairavanathan

as my/ our proxy to represent me / us and to speak and to vote on my / our behalf at the Annual General Meeting of the Company to be held on the 23rd day of September 2026 and at any adjournment thereof and at every poll which may be taken in consequence thereof.

		For	Against
1.	To receive and consider the Report of the Directors and the Statement of the Audited Financial Statements for the year ended 31st March 2026 with the Report of the Auditors thereon.	☐	☐
2.	To declare a total scrip dividend of Rs. 0.70 per share	☐	☐
3.	To re-elect Mr. K. Liyanagamage as a director who retires by Rotation in terms of Article 73(1).	☐	☐
4.	To re-appoint Messrs Ernst & Young Chartered Accountants as Auditors to the Company and authorize the Directors to determine their remuneration.	☐	☐
5.	To authorize the Board of Directors to determine the remuneration of the Auditors For the financial year ending 31st March 2026.	☐	☐
6.	To authorize the Board of Directors to determine contributions to charity	☐	☐

....
Signature of Shareholder

Note:
(a) A proxy need not be a member of the Company.
(b) Instructions regarding completion appear overleaf.

Instructions as to 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, at **4th Floor, Baseline Road Building, No. 193, Dr. Danister De Silva Mawatha, Colombo 08** on or before 10.00 a.m. on 21st September 2025 in the manner specified in the Guidelines and Registration process for the Annual General Meeting (AGM) via online meeting platform' attached hereto.

2. In perfecting the Form of Proxy, please ensure that all the details are legible.

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

4. In the case of a Company / Corporation, the proxy must be under its Common Seal which should be affixed and attested in the manner prescribed by its Articles of Association.

5. In the case of proxy signed by the Attorney, the Power of Attorney must be deposited at the Office at "**4th Floor, Baseline Road Building, No. 193, Dr. Danister De Silva Mawatha, Colombo 08** for registration.