

Form Of Proxy

NIC/Member No.

I/we the undersigned bearing
 NIC no..... of
 being a member /
 members of Mercantile Shipping Company PLC, hereby appoint

- Full name of proxy -
- NIC of Proxy -
- Address of Proxy -
- Contact Numbers - Land, Mobile
- Email address

or failing him, her

Hetti Arachchige Ranjith Kumara Wickramatileka
 Captain Klaus Kriwat
 Thomas Kriwat
 Mrs. Charmaine Divinia Anne Peiris
 Captain Rohan Edward Guy Codipilly
 Mallawaarachchige Sarathchandra Perera Gunawardena
 Panambara Arachchilage Nandasena
 Mrs. Widanalage Chithra Jayasinghe
 Bope Arachchige Don Prasanna Shakthidara Samaranayake

or failing him
 or failing him
 or failing him
 or failing her
 or failing him
 or failing him
 or failing him
 or failing her

as my/our proxy to represent me/us and *vote for me/us on my/our behalf as indicated below at the 39th Annual General Meeting of the Company to be held on 04th December 2020 at 2.30 p.m.at. Registered Office of the Company, Mercantile Shipping Company PLC No. 108, Aluthmawatha Road, Colombo 15 via Zoom platform (Audio / Video - Virtual AGM) and at any adjournment thereof, and at every poll which may be taken in consequence, thereof.

Ordinary Resolution

FOR

AGAINST

- To receive and consider the Annual Report of the Board of Directors and the Statement of Audited Accounts for the year ended 31st March 2020 and the Report of the Auditors thereon.
- Re-election of Mr. P.A. Nandasena who retires by rotation in terms of Article 86, of the Articles of Association of the Company.
- Election of following Directors, who have been appointed to the Board since the last Annual General Meeting in terms of Articles No.91 Association of the Company.
 - Mrs. W. C. Jayasinghe and
 - Mr. B.A.D.P. S. Samaranayake,
- Re-election of Capt K. Kriwat who retires by rotation in terms of Article 211, of the Articles of Association of the Company.
- To re-appoint the Auditors Messrs. Ernst & Young and to authorize the Board of Directors to determine their remuneration
- Special Resolution to Amend the Articles of Association

46 (a) "A meeting of Shareholders may be held by means of Audio, or Audio and Visual communication by which all shareholders participating and constituting quorum can simultaneously hear each other throughout the meeting, or by any means of Virtual meeting whereby Shareholders regardless of their location could connect or linkup online through Video/Audio/Text."

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

Signed this.....day of 2020.

Shareholder

Please see overleaf for Instructions for completion.

Notes: * Please indicate your NIC/Member No. in the space provided on the top right corner.

**Please indicate with an "x" in the space provided, how your Proxy is to vote on the Resolutions.

If no indication is given, the Proxy in his discretion will vote as he thinks fit.

Instructions for completion of Proxy

1. In order to appoint a proxy, this form shall in the case of an individual be signed by the shareholder or by his/her Attorney and in the case of a company/corporation, the form of proxy must be under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association.
2. The full name, NIC No. and address of the Proxy holder and of the Shareholder appointing the Proxy holder should be entered legibly in the form of proxy.
3. The duly completed form of proxy must be deposited at the Registered Office of the Company Secretaries, Managers & Secretaries (Private) Limited, No. 8, Tickell Road, Colombo 08, or e-mailed to ishani@msl.lk not later than 48 hours prior to the time appointed for holding the meeting.
4. In the case of a proxy signed by an Attorney, the relevant Power-of-Attorney or a certified copy thereof should also accompany the completed form of proxy and must be deposited at the Registered Office of the Company or email as above noted.