

NOTICE OF ANNUAL GENERAL MEETING

TALAWAKELLE TEA ESTATES PLC
Company Registration No. PQ 36

NOTICE IS HEREBY GIVEN THAT THE THIRTY THIRD ANNUAL GENERAL MEETING OF TALAWAKELLE TEA ESTATES PLC will be held on **Monday, 23rd June 2025 at 1.00 p.m.** at the Chas P. Hayley Lounge of Hayleys PLC, No. 400, Deans Road, Colombo 10 for the following purposes;

1. To consider and adopt the Annual Report of the Board of Directors and the Statements of Accounts for the year ended 31st March 2025, with the Report of the Auditors thereon.
2. To re-elect as a Director Ms. H.D.K. Randiligama, who has been appointed to the Board since the last Annual General Meeting, in terms of Article 28 (2) of the Articles of Association of the Company.
3. To re-elect as a Director Mr. J.D.N. Gunasekera, who has been appointed to the Board since the last Annual General Meeting, in terms of Article 28 (2) of the Articles of Association of the Company.
4. To re-elect as a Director Mr. T.M. Hewagama, who has been appointed to the Board since the last Annual General Meeting, in terms of Article 28 (2) of the Articles of Association of the Company.
5. To re-elect as a Director Lt. Col. J. M. Kariapperuma, who retires by rotation at the Annual General Meeting, in terms of Article 30 (1) of the Articles of Association of the Company
6. To re-elect as a Director Mr. Malik. J. Fernando, who retires by rotation at the Annual General Meeting, in terms of Article 30 (1) of the Articles of Association of the Company.
7. To propose the following resolution for the re-appointment of Mr. A.M. Pandithage, in terms of Section 211 of the Companies Act No. 07 of 2007.

Ordinary Resolution

'That, Mr. Abeyakumar Mohan Pandithage, who is over seventy years be and is hereby re-appointed as a Director for a further period of one year and it is hereby declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to him.'

8. To propose the following resolution for the re-appointment of Mr. S.L. Athukorala, in terms of Section 211 of the Companies Act No. 07 of 2007.

Ordinary Resolution

'That, Mr. Sarath Lakshman Athukorala, who is over seventy years be and is hereby re-appointed as a Director for a further period of one year and it is hereby declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to him.'

9. To authorize the directors to determine donations and contributions to charities for the ensuing year.

10. To re-appoint Messrs. Ernst & Young, Chartered Accountants as the Auditors of the Company for the year 2025/26 and to authorize the Directors to determine their remuneration.
11. To consider and if thought fit, to pass the following Special Resolution to amend the existing articles in the Articles of Association of the Company;

Special Resolution

IT IS HEREBY RESOLVED THAT Article 28 (1) of the Articles of Association of the Company be deleted in its entirety and be replaced by the following Article;

"28 (1) Unless otherwise determined by ordinary resolution of the shareholders of the Company, the number of Directors shall not be less than five (5) and not more than twelve (12)."

By Order of the Board

TALAWAKELLE TEA ESTATES PLC



HAYLEYS GROUP SERVICES (PRIVATE) LIMITED
Secretaries

Colombo
5th May 2025

Notes to shareholders:

1. A Shareholder is entitled to appoint a proxy to attend and vote instead of him/her and a proxy need not be a Shareholder of the Company. A Form of Proxy is enclosed for this purpose. The instrument appointing a proxy must be deposited at the office of the Company Secretaries at No. 400, Deans Road, Colombo 10, Sri Lanka not less than forty-eight (48) hours before the time fixed for the Meeting.
2. The Annual Report of the Company for 2024/25 is available on the corporate website www.talawakelleteas.com and on the Colombo Stock Exchange website - www.cse.lk. If you wish to have a printed copy of the Annual Report, please forward the duly completed 'Request Form - Annexure A' to the office of the Secretaries.

Contact Person : Ms. Chameera Gunawardena

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Mailing Address : Hayleys Group Services (Private) Limited
Secretaries for Talawakelle Tea Estates PLC
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Colombo 10.