

NOTICE OF MEETING

NOTICE is hereby given that the Fortieth (40th) Annual General Meeting of SERENDIB LAND PLC will be held as a virtual meeting [in terms of the Procedural Guidelines (Annexure 1) enclosed herewith] at HQ Colombo (Level 4), No. 464A, T.B. Jayah Mawatha, Colombo 10 on 29th October 2021 at 3.00 p.m. for the following purposes:

- 1) To receive and consider the Audited Financial Statements for the Year Ended 31st March 2021, together with the Reports of the Directors' and Auditors' thereon.

2) Directors

- (i) To re-elect Mr. Ramesh Schaffter, as a Director, who retires by rotation at the Annual General Meeting in terms of Article 98 of the Company's Articles of Association.
- (ii) To re-appoint as a Director, Mr. Segarajasingham Nagendra who is 82 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act). Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Mr. Segarajasingham Nagendra who is 82 years of age be and is hereby re-appointed a Director of the Company and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act No.07 of 2007 shall not apply to the said Mr. Segarajasingham Nagendra".

- (iii) To re-appoint as a Director, Dr. Jayanta Mootatamby Swaminathan who is 80 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act)

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Dr. Jayanta Mootatamby Swaminathan who is 80 years of age be and is hereby re-appointed a Director of the Company and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act No.07 of 2007 shall not apply to the said Dr. Jayanta Mootatamby Swaminathan"

- (iv) To re-appoint as a Director, Mr. Thirunavukarasu Someswaran who is 78 years old and who vacates his office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act).

Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Mr. Thirunavukarasu Someswaran who is 78 years of age be and is hereby re-appointed a Director of the Company and it is hereby declared that the age

limit of 70 years referred to in Section 210 of the Companies Act No.07 of 2007 shall not apply to the said Mr. Thirunavukarasu Someswaran”.

- (v) To re-appoint as a Director, Dr. (Mrs.) Y. Ponnambalam who is 74 years old and who vacates her office in terms of Section 210 of the Companies Act No.07 of 2007 (the Act). Notice is hereby given to propose the undernoted Ordinary Resolution in compliance with Section 211 of the Act, in relation to her re-appointment

“RESOLVED THAT Dr. (Mrs.) Y. Ponnambalam who is 74 years of age be and is hereby re-appointed a Director of the Company and it is hereby declared that the age limit of 70 years referred to in Section 210 of the Companies Act No.07 of 2007 shall not apply to the said Dr. (Mrs.) Y. Ponnambalam”.

- 3) To declare a Final Dividend of Rs. 25/= for the Year Ended 31st March, 2021, as recommended by the Directors.
- 4) To re-appoint the retiring Auditors M/s Ernst & Young, Chartered Accountants, to hold office until the conclusion of the next Annual General Meeting and to authorize the Directors to determine their remuneration.

BY ORDER OF THE BOARD

S N Law Corporate Secretaries (Pvt) Ltd

Company Secretaries

COLOMBO

7th October 2021.

Notes:

The Procedural Guidelines (Annexure 1) to be followed for registration and participation by the Shareholder at the virtual Annual General Meeting (AGM) along with the Registration Form (Annexure 2) are enclosed. The Registration Form (Annexure 2) for this purpose must be duly completed by the Shareholder and deposited at the Registered Office of the Company, HQ Colombo (Level 4). No. 464A, T.B. Jayah Mawatha, Colombo 10, or forwarded by fax to 0112692592 or e-mailed to corporate@snlaw.lk not less than 4.45 p.m. on 27nd October 2021, in order to enable the Company to forward the login information to the Shareholder's email address given in the Registration Form (Annexure 2).

A shareholder is entitled to appoint a Proxy to attend and vote instead of himself/herself 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 Registered Office of the Company, HQ Colombo (Level 4). No. 464A, T.B. Jayah Mawatha, Colombo 10, or forwarded by fax to 0112692592 or e-mailed to corporate@snlaw.lk not less than forty-eight (48) hours before the time fixed for the meeting.