



03rd February 2026

Ms. Nilupa Perera,
Chief Regulatory Officer,
Colombo Stock Exchange,
World Trade Centre,
Echelon Square,
Colombo 01.

Dear Madam,

ODEL PLC ("THE COMPANY")

1. APPOINTMENT OF A DIRECTOR – DR. TREVOR MENDIS

Pursuant to Section 9.10.3 of the Listing Rules, we write to inform you that the Board of Directors of ODEL PLC has resolved on 03rd February 2026 to appoint Dr. Trevor Mendis as an Independent Non-Executive Director of the Company with effect from 03rd February 2026.

Dr. Trevor Mendis has no relevant interest in shares issued by the Company as of the effective date of appointment.

A brief profile of Dr. Trevor Mendis is attached hereto.

Subsequent to the appointment of Dr. Trevor Mendis the Board of Directors of ODEL PLC is as follows;

- Mr. A.K. Pathirage – Chairman/Managing Director
- Mr. H.K. Kaimal – Non-Executive Non-Independent Director
- Dr. I.C.R. De Silva – Non-Executive Non-Independent Director
- Mr. M.I. Furkan – Independent Non-Executive Director
- Mr. D.Y. Christostom – Non-Independent Non-Executive Director
- Dr. T. Mendis – Independent Non-Executive Director

2. APPOINTMENT OF SENIOR INDEPENDENT DIRECTOR

In terms of Rules 9.6.2 and 9.6.3 of the Listing Rules, we wish to make the Announcement that Dr. Trevor Mendis, Independent Non-Executive Director of ODEL PLC ("the Company") has been appointed as the Senior Independent Director of the Company with effect from 03rd February 2026.

The appointment of a Senior Independent Director is required as per the said Rule, due to the Chairperson of the Company being an Executive.

Mr. Ashok Kariyawasam Pathirage, Chairman and Managing Director is the founding member and Chairman/Managing Director of Softlogic Group, one of Sri Lanka's leading conglomerates. Mr. A.K. Pathirage has a wealth of experience in the business field for more than 30 years.

ODEL PLC

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Company Reg. No. PV 7206 PQ

He manages and provide the strategic direction to the Softlogic Group which has a leading market presence in three core vertical, namely Retail, Healthcare services and Financial Services and in three non-core vertical namely IT, Leisure &Automobiles. Mr. A.K. Pathirage entrepreneurial vision, experience and knowledge is imperative for the continued growth of the Company and as such he continues to be the Chairman and Executive Director of the Company.

3. RE-CONSTITUTION OF BOARD SUB COMMITTEES

Pursuant to Section 9 of the Listing Rules, we write to inform you that the Board of Directors of ODEL PLC has resolved on 03rd February 2026 to reconstitute the Board Subcommittees of the Company with effect from 03rd February 2026.

Board Audit Committee (BAC)

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|------------------------|--|
| 1. Mr. M.I. Furkan | - Chairman - Independent Non-Executive Director |
| 2. Dr. I.C.R. De Silva | - Member - Non-Executive Non-Independent Director |
| 3. Mr. H.K. Kaimal | - Member - Non-Executive Non-Independent Director |
| 4. Dr. T. Mendis | - Member - Senior Independent Non-Executive Director |

Related Party Transactions Review Committee (RPTRC)

- | | |
|------------------------|--|
| 1. Mr. M.I. Furkan | - Chairman - Independent Non-Executive Director |
| 2. Dr. I.C.R. De Silva | - Member - Non-Executive Non-Independent Director |
| 3. Mr. H.K. Kaimal | - Member - Non-Executive Non-Independent Director |
| 4. Dr. T. Mendis | - Member - Senior Independent Non-Executive Director |

Remuneration Committee

- | | |
|------------------------|--|
| 1. Dr. T. Mendis | - Chairman - Senior Independent Non-Executive Director |
| 2. Dr. I.C.R. De Silva | - Member - Non-Executive Non-Independent Director |
| 3. Mr. H.K. Kaimal | - Member - Non-Executive Non-Independent Director |
| 4. Mr. M.I. Furkan | - Member - Independent Non-Executive Director |

Nominations and Governance Committee

- | | |
|------------------------|--|
| 1. Dr. T. Mendis | - Chairman - Senior Independent Non-Executive Director |
| 2. Dr. I.C.R. De Silva | - Member - Non-Executive Non-Independent Director |
| 3. Mr. H.K. Kaimal | - Member - Non-Executive Non-Independent Director |
| 4. Mr. M.I. Furkan | - Member - Independent Non-Executive Director |

4. INDEPENDENCE OF A DIRECTOR

In terms of Rule 9.8.5 (c) of the Listing Rules, we wish to make the Announcement that, Dr. I.C.R. De Silva has served on the Board for more than 9 years, hence in terms of Rule 9.8.3. (v) of the CSE Listing Rules is deemed "not independent".

Yours Faithfully,
For and on behalf of
ODEL PLC



SOFTLOGIC CORPORATE SERVICES (PVT) LTD
SECRETARIES