PEGASUS HOTELS OF CEYLON PLC - PQ 40

PROCEDURE TO BE FOLLOWED AT THE ANNUAL GENERAL MEETING OF THE COMPANY SCHEDULED FOR 4TH SEPTEMBER 2020

Dear Shareholder/s,

We refer to the Notice convening the Annual General Meeting of Pegasus Hotels of Ceylon PLC scheduled for **Friday, 4th September 2020 at 9.30 a.m.** Taking into account the current situation in the country due to the COVID-19 pandemic and the health and safety guidelines issued by the authorities with a view of protecting public health against the spread of the virus, the Board of Directors have proposed to hold the said Annual General Meeting (AGM) on 4th September 2020 via audio or audio and visual technology means in the manner set forth below;

1. The AGM shall be held in compliance with the Companies Act, No.07 of 2007, the Articles of Association of the Company, the Colombo Stock Exchange (CSE) Guidance Notes on hosting of Annual General Meetings and guidelines published by the Ministry of Health.

2. Only the Board of Directors, Company Secretary, key management officials, representatives of the Auditors and Legal Counsel (and Scrutinizers *as applicable*) who are essential for the administration of the formalities of the meeting will be physically present at the 8th Floor of No.65C, Dharmapala Mawatha, Colombo 7, Sri Lanka. All others, including Shareholders, will participate via an online meeting platform (i.e. Zoom platform). These measures are being adopted to observe, "social distancing" requirements to mitigate the dangers of spreading the virus.

3. **Shareholders who are to participate in the meeting through audio or audio and visual means, are requested to forward to us their details as per the attached Registration Form (Annexure 1) not later than 4.45 p.m. on 2nd September 2020** to the email address **PEGAGM2020@carcumb.com** or by fax to +94 112 337 671 or + 94 112 039 300 or handover to or post to the registered office of the Company.

We regret our inability to process any requests received after 4.45 p.m. on 2nd September 2020.

4. **INFORMATION ON PARTICIPATING THROUGH AUDIO VISUAL CONFERENCING**

4.1 If a Shareholder/Proxyholder is to participate at the AGM through audio visual conferencing via a smart phone, it is necessary for him/her to download the **"Zoom Mobile App"** to his /her smart phone. Similarly if a Shareholder/Proxyholder wishes to join via a desktop computer, the link can be opened by downloading the **"Zoom Desktop App"** to the respective desktop computer (Compatible web browser**: Google Chrome**).

4.2 The Shareholders/Proxyholders are requested to use the web link which would be forwarded by the Secretaries before the AGM and should click on **"Virtual AGM Registration"** in order to login to the meeting (Shareholder/ Proxyholders are strictly advised to refrain from sharing the link with any third party or unauthorized person in any manner).

4.3 Upon clicking on the link forwarded by the Secretaries, Shareholders/Proxyholders will be redirected to an interface where they will be requested to enter their **first name, last name, email address, re-enter the email address and National Identity Card Number** (participants are required to enter the correct details as mentioned in the **Registration Form (Annexure 1)** forwarded to the Secretaries as any mismatch will be considered as an unsuccessful login).

4.4 At this point, all participants are requested to click on **"REGISTER"** which will be prompted on the screen enabling the participant to receive the login link. Participants are required to click on "**Virtual AGM Registration".**

5. Shareholders could also appoint a member of the Board to act as their proxy if they so choose. The Shareholders who wish to appoint a Director as his/her/its proxy must forward the duly completed Form of Proxy clearly indicating their vote under each matter set out in the Form of Proxy and forward same together with the **Registration Form (Annexure 1),** attached herewith to the Company not later than 4.45 p.m. on 2nd September 2020.

6. **We encourage the Shareholders to use the email address PEGAGM2020@carcumb.com to forward the said documents for timely submission of documents**. Shareholders/Proxyholders will receive an email confirmation from the Secretaries upon receipt of the required documents.

7. Voting on the items on the agenda will be registered by using an online eBallot platform. All of such procedures will be explained to the Shareholders prior to the commencement of the Meeting.

8. Shareholders/Proxyholders participating at the meeting through audio visual conferencing are required to identify themselves at the time of speaking at the AGM, during the time allotted for the participants to make any comments as directed by the Chairman. At that point, the individual will be required to give his/her name, address and NIC number for the purpose of identification as Shareholder/Proxy. All of such procedures will be explained to the Shareholders/Proxyholders prior to the commencement of the Meeting.

9. The Annual Report 2019/20 and the notice convening the AGM together with this procedure to be followed at the AGM will be posted to the Shareholders provided that the postal department is in operation at the time of posting. The documents will be made available on the Group's website ***www.carsoncumberbatch.com*** and you may access same directly through the URL link **http://www.carsoncumberbatch.com/investor_information/investor_information_pegasus_hotels_of_ceylon_plc.php** and on the CSE website ***www.cse.lk***.

In the event the postal services are limited in operation due to the prevailing situation of the country, the notice convening the AGM will be published in one issue of a daily newspaper/e-newspaper in Sinhala, English and Tamil languages.

10. Shareholders who are unable to participate at the virtual meeting via the designated online meeting platform (i.e. Zoom platform) are invited to forward their suggestions, questions and concerns (if any) relating to the items on the AGM agenda appearing in the Annual Report 2019/20 to the email address **PEGAGM2020@carcumb.com** not later than 4.45 p.m. on 2nd September 2020. The Board will ensure that they are discussed and addressed at the AGM, if relevant.

11. The Company intends to proceed to hold the Annual General Meeting as planned on **Friday, 4th September 2020 at 9.30 a.m.** irrespective of whether it is declared a public holiday or curfew is imposed since the afore-said measures will enable participation at the meeting.

GENERAL DETAILS

- We request the Shareholders/Proxyholders who wish to participate at the AGM to forward the completed **Registration Form (Annexure 1)** not later than 4.45 p.m. on 2nd September 2020, in order to enable the Secretaries to forward the login information to their Email Address given in the **Registration Form (Annexure 1).**

- **PLEASE NOTE THAT SINCE THE AGM IS TO BE HELD ON A VIRTUAL BASIS, YOU ARE REQUIRED TO PROVIDE AN EMAIL ID IN THE REGISTRATION FORM (ANNEXURE 1) FOR THE MEETING LINK(S) TO BE FORWARDED TO YOU. IN THE EVENT AN EMAIL ID IS NOT PROVIDED, YOU WILL NOT BE ABLE TO PARTICIPATE AT THE VIRTUAL AGM AS THE COMPANY WILL NOT BE ABLE TO FORWARD THE LINK(S) TO YOU.**

- Login and password information is strictly confidential and is intended only for the specific Shareholder and such access information should strictly not be divulged to any other person.

- **WE ADVISE YOU TO LOGIN 30 MINUTES PRIOR TO THE MEETING TO ENSURE CONNECTIVITY**.

- If you encounter any difficulty or are unable to use/access the online meeting platform for the AGM, you may contact us on **+94 712 791 246 or +94 764 765 463.**

- The Company has taken adequate measures to ensure that a contingency plan exists to ensure that the AGM is conducted successfully in the event of a technical malfunction.

- We have designated the following persons to attend to your queries relating to this procedure. You may contact them any time between 9.00 a.m. to 4.30 p.m. on any working day [Monday to Friday] or via email to **PEGAGM2020@carcumb.com**:

Mayanthi Dias	+94 11-2 039 273 / +94 712 791 246 / +94 764 765 463
Chathuri Chandrasiri	+94 11-2 039 272

By Order of the Board of
PEGASUS HOTELS OF CEYLON PLC
Carsons Management Services (Private) Limited
Secretaries

61, Janadhipathi Mawatha,
Colombo 1
Sri Lanka

20th July 2020

ANNEXURE I

PEGASUS HOTELS OF CEYLON PLC - PQ 40
ANNUAL GENERAL MEETING - 04TH SEPTEMBER 2020
REGISTRATION FORM

BY EMAIL/ BY FAX/ BY POST

To : Carsons Management Services (Private) Limited
Secretaries to
Pegasus Hotels of Ceylon PLC
No. 61, Janadhipathi Mawatha, Colombo 1, Sri Lanka

PART 1 - Shareholder's details

Full name of Shareholder/s	
Address	
Shareholders' NIC No./Passport No./Co. Reg. No.	
CDS Account No.	
Contact details	Residence -
	Mobile -
Email Address	

PART 2 - Proxyholder's details

[**Applicable for Shareholders who wish to appoint Proxyholders**]

Name of the Proxyholder	
Proxyholder's NIC No./Passport No.	
Proxyholder's Contact No.	Residence -
	Mobile -
Proxyholder's Email Address	

…….…… ……..……

Signature of the Shareholder/Proxyholder **Date**

Notes:

- Please complete the form by filling in legibly the required information, signing in the space provided and filling in the date of signature.

- **PLEASE NOTE THAT SINCE THE AGM IS TO BE HELD ON A VIRTUAL BASIS, YOU ARE REQUIRED TO PROVIDE AN EMAIL ID IN THE REGISTRATION FORM (ANNEXURE 1) FOR THE MEETING LINK(S) TO BE FORWARDED TO YOU. IN THE EVENT AN EMAIL ID IS NOT PROVIDED, YOU WILL NOT BE ABLE TO PARTICIPATE AT THE VIRTUAL AGM AS THE COMPANY WILL NOT BE ABLE TO FORWARD THE LINK(S) TO YOU.**

- Please forward the completed form via email to **PEGAGM2020@carcumb.com** or by fax to +94 112 337 671 or + 94 112 039 300 or by hand or post to the registered office of the Company, not later than 4.45 p.m. on 2nd September 2020.

  We regret our inability to process any requests received after 4.45 p.m. on 2nd September 2020.

- Shareholders/Proxyholders are requested to provide their email address and the telephone numbers in the space provided in order to enable the Company to forward the login details.

- In the case of a Company/Corporation, the Shareholder details **Registration Form (Annexure 1)** must be under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association.

- In the case of a Shareholder details **Registration Form (Annexure 1)** signed by an Attorney, the Power of Attorney must be deposited at the Registered Office of the Company for registration.

- We have designated the following persons to attend to your queries relating to this procedure. You may contact them any time between 9.00 a.m. to 4.30 p.m. on any working day [Monday to Friday] or via email to **PEGAGM2020@carcumb.com**:

Mayanthi Dias	+94 11-2 039 273 / +94 712 791 246 / +94 764 765 463
Chathuri Chandrasiri	+94 11-2 039 272