CIRCULAR TO SHAREHOLDERS

SERENDIB HOTELS PLC

Registration Number: PQ 223

Registered Office: No: 100/1, Sri Jayawardenapura Mawatha, Rajagiriya.

Dear Shareholder,

FIFTY EIGHTH ANNUAL GENERAL MEETING OF SERENDIB HOTELS PLC

The 58th Annual General Meeting (AGM) of SERENDIB HOTELS PLC will be held as a virtual meeting on **Wednesday, 23rd September 2026 at 11.00 a.m.** in line with guidelines issued by the Colombo Stock Exchange.

A. METHOD OF HOLDING THE MEETING:

1. The Board of Directors and key officials who are essential for the administration of the formalities of the meeting will be present in person at the venue of the meeting. All shareholders will participate online.
2. Shareholders and proxy holders who wish to participate online should notify the Company of such intention by submitting the duly completed Registration Form provided in **Annexure I.**
3. The Annual Report of SERENDIB HOTELS PLC for 2025/2026 is accessible via:

   (1) The Corporate Website – https://www.brownshotels.com/investor-relations/
   and

   The Colombo Stock Exchange - https://www.cse.lk/company-profile?symbol=SHOT.N0000

   (2) The following QR Code (accessible via mobile devices):

Should members wish to obtain a hard copy of the report, they may send a request to the Company, by filling the Form of Request attached in Annexure II. A printed copy of the Annual Report will be forwarded by the Company within eight (08) market days, subject to the prevailing circumstances at the time, from the date of receipt of the request.

B. SHAREHOLDER PARTICIPATION / REGISTRATION FOR THE AGM:

1. To facilitate this process the shareholders must perfect the Registration Form in Annexure I of this Circular to the Shareholders and forward same to corporateservices@lolc.com (with the email subject titled "REGISTRATION FORM FOR SERENDIB AGM 2026 ") not less than 48 hours before the date of the meeting so that the meeting login information could be forwarded to the email addresses so provided.

2. The shareholders may appoint a member of the Board of Directors as his/her proxy to represent them at the AGM or any other person or representative (in the case of corporates) to participate (on-line) on his/her/its behalf. A proxy holder need not be a shareholder of the Company.

   A Form of Proxy is enclosed with the Notice of Meeting for this purpose, and the completed Form of Proxy must be delivered or posted to LOLC Corporate Services (Pvt) Ltd at 100/1, Sri Jayawardenapura Mawatha, Rajagiriya; or scanned and emailed to corporateservices@lolc.com (with the email subject titled **"SERENDIB AGM PROXY"**) or sent by facsimile on + 94 112865602 not later than 48 hours before the time appointed for the holding of the AGM. Duly completed proxies which are submitted by shareholders up to **11.00 a.m. on 21st September 2026** will be considered valid.

3. Shareholders may send in their questions/comments on the matters listed in the Notice of AGM by email to: corporateservices@lolc.com or by facsimile on + 94 112865602 or by post to the Secretaries, LOLC Corporate Services (Pvt) Ltd, 100/1, Sri Jayawardenapura Mawatha, Rajagiriya, not less than 02 days before the date of the meeting. This is in order to enable the Company Secretaries to compile the queries and forward same for the attention of the Board of Directors so that they could be addressed at the meeting. At the AGM, the Chairman of the meeting will deal with those questions/comments which are relevant to the agenda items in the Notice of AGM.

4. Shareholders could vote their preference on the agenda items/resolutions and relevant procedures will be explained at the meeting.

5. The following documents are attached to this Circular to Shareholders: Notice of Annual General Meeting, Form of Proxy, Form of Registration for online participation, Request Form for the printed copy of the Annual Report.

   For any further queries in this regard, please contact Mrs. Dunisha Perera attached to the Company Secretariat on:

   Telephone: +94 11 7248554

   Email: DunishaP@lolc.com

The Board wishes to thank the shareholders of the Company for their unwavering cooperation.

Yours faithfully
SERENDIB HOTELS PLC

LOLC Corporate Services (Private) Limited
Secretaries

24 August 2026

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE FIFTY EIGHTH ANNUAL GENERAL MEETING of the Company will be held on Wednesday, 23rd September 2026 at 11.00 a.m. as an on-line audio-visual meeting with arrangements for the on-line meeting platform made at the registered office of the Company at No.100/1, Sri Jayawardenapura Mawatha, Rajagiriya, for the following purposes :

1) To receive and consider the Report of the Directors and Statement of Accounts for the year ended 31 March, 2026 with the Report of the Auditors thereon.

2) To re-elect as a Director Mrs. K U Amarasinghe who retires by rotation in terms of Article 85 of the Articles of Association of the Company.

3) To re-elect as a Director Mr W D K Jayawardena who retires by rotation in terms of Article 85 of the Articles of Association of the Company.

4) To re-elect as a Director Mr. W R Williams who retires by rotation in terms of Article 73 of the Articles of Association of the Company.

5) To re-elect as an Independent Director Mr. J Selvaratnam who retires by rotation in terms of Article 73 of the Articles of Association of the Company.

6) *To re-elect as an Independent Director Dr. J M Swaminathan who retires in terms of Section 210 of the Companies Act No. 7 of 2007.

7) *To re-elect as an Independent Director Mr. T Dharmarajah who retires in terms of Section 210 of the Companies Act No. 7 of 2007.

8) To re-appoint as auditors M/s Deloitte Partners for the ensuing year at a remuneration to be agreed by the Directors.

9) To approve in terms of the Companies Act No.26 of 1951 (Donations), the making of donations by the Directors as determined by them for the current financial year and until the next Annual General meeting of the Company

By order of the Board
SERENDIB HOTELS PLC

LOLC CORPORATE SERVICES (PVT) LTD
Secretaries

24 August 2026
Rajagiriya (in the greater Colombo)

FORM OF PROXY

*I/We...
holder of NIC No................. ....of...being a *Shareholder/Shareholders of Serendib Hotels PLC, do hereby appoint ....holder of NIC No.........................of ....or failing him/her*

Waduthantri Dharshan Kapila Jayawardena	of Colombo or failing him
Mrs. Kalsha Upekha Amarasinghe	of Colombo or failing her
Dr. Jayanta Mootatamby Swaminathan	of Colombo or failing him
Don Soshan Kamantha Amarasekera	of Colombo or failing him
Emmanuel Jude Dillipraj Rajakarier	of Colombo or failing him
Wijesinghe Arachchige Thilan Manjith Wijesinghe	of Colombo or failing him
Thiyagarajah Dharmarajah	of Colombo or failing him
Wayne Ronald Williams	of Colombo or failing him
Janakan Selvaratnam	of Colombo

as my/our proxy to represent me/us and vote on my/our behalf at the Fifty Eighth Annual General Meeting of the Company to be held on **Wednesday, 23 September 2026 at 11.00 a.m.** and at any adjournment thereof and at every poll which may be taken in consequence of the aforesaid Meeting.

		FOR	AGAINST
	ORDINARY BUSINESS		
1)	To re-elect as a Director Mrs. K U Amarasinghe who retires by rotation in terms of Article 85 of the Articles of Association of the Company.		
2)	To re-elect as a Director Mr. W D K Jayawardena who retires in terms of Article 85 of Articles of Association of the Company.		
3)	To re-elect as a Director Mr. W R Williams who retires in terms of Article 85 of Articles of Association of the Company.		
4)	To re-elect as an Independent Director Mr. J Selvaratnam who retires in terms of Article 85 of Articles of Association of the Company		
5)	To re-elect as an Independent Director Dr J M Swaminathan who retires in terms of Section 210 of the Companies Act No. 7 2007 as set out in item 6 of the Notice of Meeting.		
6)	To re-elect as an Independent Director Mr. T Dharmarajah who retires in terms of Section 210 of the Companies Act No. 7 2007 as set out in item 7 of the Notice of Meeting.		
7)	To re-appoint M/s Deloitte Partners as the External Auditors of the Company for the ensuing year at a remuneration to be agreed by the Directors.		
8)	To authorize the Directors to make donations, as set out in item7 of the Notice of Meeting		

dated this .... day of ...., 2026

Signature of Shareholder

(Please delete inappropriate words and refer overleaf for instructions)

NOTE:

1) A proxy need not be a member of the company

INSTRUCTIONS AS TO COMPLETION

1. Please return the completed Form of Proxy after filling in legibly your full name and address, signing on the space provided and filling in the date of signature.

2. The completed Form of Proxy should either be:

   (i) addressed to the 'Company Secretaries' and posted or hand delivered to the registered office of the Company at 100/1, Sri Jayawardenapura Mawatha, Rajagiriya;

   or

   (ii) Scanned and emailed to the email address: corporateservices@lolc.com with the email subject titled "SERENDIB AGM PROXY" not less than 48 hours before the time appointed for the holding of the Meeting.

Annexure I

To: LOLC Corporate Services (Private) Limited
Secretaries for SERENDIB HOTELS PLC
No: 100/1, Sri Jayawardenapura Mawatha,
Rajagiriya

REGISTRATION FORM FOR SERENDIB AGM 2026 - REGISTRATION OF SHAREHOLDER DETAILS FOR ONLINE PARTICIPATION

Details of Shareholder		
1. Full Name/s of Shareholder/s		
2. Address		
3. National Identity Card Number/ Company Registration number		
4. CDS Account number		
5. Contact number (mandatory)	Land line (residence/work):	Mobile:
6. Email address (it is mandatory for the shareholder to provide an email address in order to forward the login information for the on-line meeting link)		
In the event a Proxy Holder is appointed by the Shareholder		
7. Name of the Proxy holder		
9.Proxy holder's contact No. (mandatory)	Land line (residence/work):	Mobile:
10.Proxy holder's email(it is mandatory for the proxy holder to provide an email address in order to forward the login information for the on-line meeting link)		

Important – Only registered shareholders and registered proxy holders will be permitted to log in and participate at the AGM on-line. Duly filled Form should be scanned and emailed to : corporateservices@lolc.com or Sent by facsimile to + 94 112865602 not less than 48 hours before the meeting.

I/My Proxy holder am/is willing to participate at the AGM online: Yes ☐ No ☐

Signature/s & date:

....	....	....
Principal Shareholder	1st Joint Holder	2nd Joint Holder

Annexure II

FORM OF REQUEST

To: LOLC Corporate Services (Private) Limited
Secretaries for SERENDIB HOTELS PLC
No: 100/1, Sri Jayawardenapura Mawatha,
Rajagiriya.

Tel : +94 11 7248554
Email : corporateservices@lolc.com

REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT 2025/2026

I/We.. being a shareholder/s of the Company wish to receive a printed copy of the Annual Report 2025/2026

Full Name of the Shareholder (as stated in the CDS Account) : ....

....

Shareholder's NIC/PP/Company Registration No. : ....

Folio No (As per sticker label) : ....

Address : ....

: ....

Contact Tel No : ....

....
Signature

....
Date

Notes:

1. Please complete the Form of Request by filling in legibly the required information in BLOCK LETTERS and signing in the space provided and filling in the date of signature.
2. Please forward the completed Form by facsimile on + 94 112865602 or email to corporateservices@ lolc.com or by post/delivery to LOLC Corporate Services (Pvt) Ltd, 100/1, Sri Jayawardenapura Mawatha, Rajagiriya.