

NOTICE OF MEETING

Notice is hereby given that the Thirty Seventh Annual General Meeting of the Shareholders of the Company will be held on 21st May 2024 at 10.30 a.m. as a virtual meeting emanating from the Auditorium - Level 7, ICBT Building, No. 36, De Krester Place, Bambalapitiya, Colombo 04 and the business to be brought before the meeting will be :

ORDINARY BUSINESS

1. To receive, consider and adopt the Report of the Directors and the Financial Statements for the year ended 31st. December, 2023 and the Report of the Auditors thereon.
2. To declare a Dividend for the year ended 31st. December, 2023
3. To re-elect Mr. Ajith Rohan Gunawardena, who retires by rotation at the Annual General Meeting in terms of Article 95, as a Director.
4. To re-elect Dr. Watuthantrige Chakrine Jagath Alwis who retires by rotation at the Annual General Meeting in terms of Article 95, as a Director.
5. To re-elect Mr. Palitha Abeysekera Jayawardena who retires by rotation at the Annual General Meeting, in terms of Article 95, as a Director.
6. To re-elect Mr. Elmo Thushara Lalindra Ranasinghe who retires by rotation at the Annual General Meeting, in terms of Article 95, as a Director.
7. To re-elect Mr. Kapila Prasanna Ariyaratne who was appointed to the Board in terms of Article 87, as a Director.
8. To re-elect Mr. Don Herschel Jayaprithi Gunawardena, who retires at the Annual General Meeting as a Director, in terms of Section 210 of the Companies Act No. 07 of 2007. Special Notice has been given pursuant to Sections 210 and 211 of the Companies Act No. 07 of 2007 of the intention to propose the following resolution as an ordinary resolution :

"Resolved that Mr. Don Herschel Jayaprithi Gunawardena who will be 75 years in December, 2024 be re-elected as a Director of the Company and it is specifically declared that the age limit specified in Section 210 of the Companies Act No. 07 of 2007

shall not apply to Mr. Don Herschel Jayaprithi Gunawardena"

9. To re-elect Mr. Nugent Duncan Nugawela, who retires at the Annual General Meeting as a Director, in terms of Section 210 of the Companies Act No. 07 of 2007. Special Notice has been given pursuant to Sections 210 and 211 of the Companies Act No. 07 of 2007 of the intention to propose the following resolution as an ordinary resolution :

"Resolved that Mr. Nugent Duncan Nugawela who will be 72 years in December, 2024 be re-elected as a Director of the Company and it is specifically declared that the age limit specified in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. Nugent Duncan Nugawela.
10. To re-elect Mr. Rajkumar Renganathan, who retires at the Annual General Meeting as a Director, in terms of Section 210 of the Companies Act No. 07 of 2007. Special Notice has been given pursuant to Sections 210 and 211 of the Companies Act No. 07 of 2007 of the intention to propose the following resolution as an ordinary resolution :

"Resolved that Mr. Rajkumar Renganathan who will be 71 years in December, 2024 be re-elected as a Director of the Company and it is specifically declared that the age limit specified in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. Rajkumar Renganathan.
11. To re-elect Mr. Saroja Hemakumar Weerasuriya, who retires at the Annual General Meeting as a Director, in terms of Section 210 of the Companies Act No. 07 of 2007. Special Notice has been given pursuant to Sections 210 and 211 of the Companies Act No. 07 of 2007 of the intention to propose the following resolution as an ordinary resolution :

"Resolved that Mr. Saroja Hemakumar Weerasuriya who will be 70 years in December, 2024 be re-elected as a Director of the Company and it is specifically declared that the age limit specified in Section 210 of the Companies Act No. 07 of 2007 shall

not apply to Mr. Saroja Hemakumar Weerasuriya.

12. To authorise the Directors to determine payments for charitable purposes for the year 2024.
13. To re-appoint Auditors and authorise the Board of Directors to determine their remuneration.

SPECIAL BUSINESS - PROPOSED NAME CHANGE

14. To consider and if thought fit, to pass the following resolution as a Special Resolution

"IT IS HEREBY RESOLVED THAT the Company name be changed from "CEYLINCO INSURANCE PLC" TO "CEYLINCO HOLDINGS PLC" in accordance with the provisions of the Companies Act No. 7 of 2007 and as required by the Insurance Regulatory Commission of Sri Lanka"

By Order of the Board of Ceylinco Insurance PLC



Mrs. Nilika Abhayawardhana
Company Secretary

21st March 2024
Colombo

Note :

Any shareholder unable to attend the Meeting may appoint another to attend and vote for him and such proxy need not be a shareholder of the Company.

The completed Form of Proxy should be deposited at the Head Office of the Company, "Ceylinco House", 69, Janadhipathi Mawatha, Colombo 1, before 10.30 a.m. on 19th May 2024. A Proxy drop box is also available at Ground floor of the Ceylinco House.