

NOTICE OF MEETING

Notice is hereby given that the Seventy First (71st) Annual General Meeting of Aitken Spence PLC will be held at No. 315, Vauxhall Street, Colombo 02 on Friday, 30th June 2023 at 10.00 a.m., as a virtual meeting using a digital platform for the following purposes:-

1. To receive and consider the Annual Report of the Board of Directors together with the Financial Statements for the year ended 31st March 2023 and the Report of the Auditors' thereon.
2. To declare a first and final dividend as recommended by the Directors.
3. To re-appoint Deshamanya D.H.S. Jayawardena who is over the age of 70 years, as a Director by passing the following Resolution as an Ordinary Resolution:

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Deshamanya D.H.S. Jayawardena who is 80 years of age and that he be re-appointed a Director of the Company."

4. To re-appoint Mr. R.N. Asirwatham who is over the age of 70 years, as a Director by passing the following Resolution as an Ordinary Resolution:

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Mr. R.N. Asirwatham who is 80 years of age and that he be re-appointed a Director of the Company."

5. To re-appoint Mr. J.M.S. Brito who is over the age of 70 years, as a Director by passing the following Resolution as an Ordinary Resolution:

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Mr. J.M.S. Brito who is 76 years of age and that he be re-appointed a Director of the Company."

6. To re-appoint Mr. N.J. de S. Deva Aditya who is over the age of 70 years, as a Director by passing the following Resolution as an Ordinary Resolution:

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Mr. N.J. de S. Deva Aditya who is 75 years of age and that he be re-appointed a Director of the Company."

7. To re-appoint Mr. C.R. Jansz who is over the age of 70 years, as a Director by passing the following Resolution as an Ordinary Resolution:

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Mr. C.R. Jansz who is 70 years of age and that he be re-appointed a Director of the Company."

8. To re-appoint Dr. R.M. Fernando who is over the age of 70 years, as a Director by passing the following Resolution as an Ordinary Resolution:

"IT IS HEREBY RESOLVED that the age limit stipulated in Section 210 of the Companies Act No. 7 of 2007 shall not apply to Dr. R.M. Fernando who is 70 years of age and that he be re-appointed a Director of the Company."

9. To re-elect Mr. C.H. Gomez who retires in terms of Article 83 and 84 of the Articles of Association, as a Director.

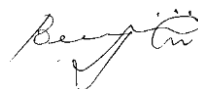
10. To elect Mr. M.A.N.S. Perera who retires in terms of Article 90 of the Articles of Association of the Company, as a Director.

11. To authorise the Directors to determine contributions to charities.

12. To re-appoint the retiring External Auditors, Messrs. KPMG, Chartered Accountants and authorise the Directors to determine their remuneration.

13. To consider any other business of which due notice has been given.

By Order of the Board
Aitken Spence PLC



Aitken Spence Corporate Finance (Private) Limited
Secretaries

06th June 2023
Colombo

Note : Further instructions on the virtual AGM are noted on the reverse hereof.

Note:

1. The Annual General Meeting of Aitken Spence PLC will be held as a virtual meeting by participants joining in person or by proxy, through audio or audio visual means in the manner specified below:

i. Shareholder Participation

- (a) The shareholders are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting.
- (b) The shareholders may also appoint any other person other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through **audio or audio visual means only**.
- (c) The shareholders who wish to participate at the meeting will be able to join the meeting through **audio or audio visual means**. To facilitate this process, the shareholders are required to furnish their details by perfecting Annexure II to the circular to shareholders and forward same to reach the Company Secretaries via e-mail to nurani@aitkenspence.lk or facsimile on +94 11 2445406 or by post to the registered address of the Company No. 315, Vauxhall Street, Colombo 02 **not less than five (05) days before the date of the meeting** so that the **meeting login information** could be forwarded to the e-mail addresses so provided. The circular to the shareholders will be posted to all the shareholders along with the Notice of Meeting and the Form of Proxy.
- (d) To facilitate the appointment of proxies, the Form of Proxy is attached hereto and the duly filled Forms of Proxy should be sent to reach the Company Secretaries via e-mail to nurani@aitkenspence.lk or facsimile on +94 112445406 or by post to the registered address of the Company No. 315, Vauxhall Street, Colombo 2, **not less than forty eight (48) hours before the time fixed for the meeting**.

ii Shareholders' Queries

The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to reach the Company Secretaries via e-mail to nurani@aitkenspence.lk or facsimile on +94 112445406 or by post to the registered address of the Company No. 315, Vauxhall Street, Colombo 2, **not less than five (5) days before the date of the meeting**. This is in order to enable the Company Secretaries to compile the queries and forward same to the attention of the Board of Directors so that same could be addressed at the meeting.

2. Should the first and final dividend recommended be approved by the Shareholders at the Annual General Meeting:

- (a) it is proposed to dispatch the dividends by 24th July 2023;
- (b) for the shareholders who have provided accurate dividend disposal instructions with bank account details to the Central Depository Systems (Private) Limited, dividends of such shareholders will be credited directly to the specified bank accounts by 11th July 2023.

In accordance with the Listing Rules of the Colombo Stock Exchange, the shares of the Company will trade ex-dividend with effect from 04th July 2023.

3. The Annual Report of the Company for the Financial Year 2022/2023 will be available for perusal on the Company website www.aitkenspence.com, the Colombo Stock Exchange website www.cse.lk and the social media sites of the Company.