

NOTICE OF MEETING

Notice is hereby given that the 32nd Annual General Meeting of NAWALOKA HOSPITALS PLC will be held on **Thursday the 30th day of September 2021** as a virtual meeting (on a virtual platform as a **Zoom video conference**) which will be coordinated from the Auditorium, of the Nawaloka Hospitals PLC at No. 23, Deshamanya, H K Dharmadasa Mawatha, Colombo 2 commencing **at 10.00 a.m.** for the following purposes:-

AGENDA

1. To receive and consider the Report of the Board of Directors on the Affairs of the Company and the Financial Statements for the year ended 31st March 2021 together with the Report of Auditors thereon;
2. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint **Dr. Hewa Komanage Jayantha Dharmadasa** (who has attained the age of 72 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him.
3. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint **Vidya Jyothi Professor Lal Chandrasena** (who has attained the age of 75 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation;
4. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint **Deshabandu Tilak De Zoysa** (who has attained the age of 75 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation;
5. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint **Mr. Tissa K. Bandaranayake** (who has attained the age of 78 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation;
6. To resolve in terms of Section 211 of the Companies Act No. 7 of 2007 to appoint/re-appoint **Mr. D. Sunil AbeyRatna** (who has attained the age of 73 years) and who retires at the end of the Annual General Meeting, as a Director, notwithstanding him having exceeded the age of 70 years and to declare that the age limit referred to in section 210 of the said Act, shall not apply to him and subject to his rotation;

7. To re-elect Directors as follows: -
 - (a) Re-elect, as a Director, in terms of Article 74, **Mr. D. Sunil AbeyRatna** who retires by rotation and offers himself for re-election;
 - (b) Re-elect, as a Director, in terms of Article 74, **Mr. Palitha M Kumarasinghe, PC** who retires by rotation and offers himself for re-election;
 - (c) Re-elect, as a Director, in terms of Article 74, **Mr. V. R Ramanan** who retires by rotation and offers himself for re-election;
8. To authorise the Board of Directors to determine and make donations to charities;
9. To re-appoint **Messrs KPMG (Chartered Accountants)** as Auditors of the Company and authorise the Board of Directors to determine their remuneration; and
10. To transact any other business of which due notice has been given.

NOTE

- Shareholders will NOT be permitted to attend the meeting in person. Shareholder/Proxyholder/Attorney seeking to attend the meeting in person will be refused entry.
- Shareholders who desire to participate at the Virtual Annual General Meeting of the Company are kindly requested to register themselves. Please refer the “Guidelines and the Registration process” which is attached hereto for more information.

BY ORDER OF THE BOARD

M & A COMPANY SECRETARIES (PRIVATE) LIMITED



Secretaries to the Company

C/o Nithi Murugesu & Associates,

Attorneys-at-Law,

No. 28 (Level 2), W.A.D Ramanayake Mawatha, Colombo 02. Date:

30th August 2021



Please scan to view the PDF version of the Annual Report.

NOTICE OF MEETING (NOTES)

- (1) This Notice and the submission of the Form of Proxy should be read in conjunction with the "Circular to Shareholder" and "Guidelines and the Registration process for the Virtual Annual General Meeting of the Company scheduled for 30th September 2021".
- (2) Shareholders who wish to participate at the Virtual AGM through zoom are kindly requested to complete and forward the "Application Form for registration for the virtual Annual General Meeting" as morefully explained in the said 'Guidelines and the Registration process for the Virtual Annual General Meeting"
- (3) A Member is entitled to appoint a Proxy to attend and vote instead of himself/herself. A proxy need not be a Member of the Company. A Form of Proxy accompanies this notice.
- (4) The completed Form of Proxy together with the "Application Form" for registration to participate at the virtual AGM via "Zoom" Videoconferencing App must be emailed to <malaw@ nithimurugesu.com>, or have it delivered by hand or by post to the Finance Department (10th Floor), No. 23, Deshamanya H. K. Dharmadasa Mawatha, Colombo 02, Sri Lanka not later than
10.00 a.m on 28th September 2021 (Forty Eight hours prior to the meeting).
- (5) A person representing a Corporation is required to carry a certified copy of the Resolution authorizing him/her to act as the Representative of the Corporation. A Representative need not be a Member.
- (6) A person representing a Shareholder as the Attorney (Power of Attorney) is required to carry the original or a certified copy of the said Power of Attorney.
- (7) The Transfer books of the Company will be kept open.