

PANASIAN POWER PLC

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT THE ANNUAL GENERAL MEETING OF PANASIAN POWER PLC WILL BE HELD AS A VIRTUAL MEETING ON TUESDAY 31ST AUGUST 2021 AT 9.30 A.M.

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### AGENDA

1. To receive and consider the Annual Report of the Board of Directors on the State of Affairs of the Company and the Consolidated Financial Statements for the year ended 31<sup>st</sup> March 2021 with the Report of the Auditors thereon.
2. To re - elect Ms. Laduwa Kovisge Anne Hiroshini Fernando who in terms of Article 24 (2) of the Articles of Association of the Company retires at the Annual General Meeting as a Director.
3. To re - elect Mr. Condagamage Vajira Kulatilaka who in terms of Article 24 (2) of the Articles of Association of the Company retires at the Annual General Meeting as a Director.
4. To re - elect Mr. Wickramasundara Wanigasooriya Muhandiramrallage Shakya Bandara Kosala Gunarathna Kamburudeniya who in terms of Article 24 (2) of the Articles of Association of the Company retires at the Annual General Meeting as a Director.
5. To re – appoint as a Director, Dr. Prathap Ramanujam, who has attained the age of 72 years, in compliance with Section 211 of the Companies Act No. 07 of 2007.

### Ordinary Resolution

“That Dr. Prathap Ramanujam who has attained the age of 72 years be and is hereby re – appointed as a Director of the Company and it is hereby declared as provided for in Section 211 of the Companies Act No. 07 of 2007 that the age limit of 70 years referred to in Section 210 of the said Companies Act shall not apply to Dr. Prathap Ramanujam.”

6. To re-appoint M/s. KPMG, Chartered Accountants as Auditors to the Company and authorize the Directors to determine their remuneration.
7. To authorize the Directors to determine donations for the year 2021/2022.

BY ORDER OF THE BOARD OF DIRECTORS OF  
PANASIAN POWER PLC  
S S P CORPORATE SERVICES (PRIVATE) LIMITED



SECRETARIES

Colombo

Date: 4<sup>th</sup> August 2021

Cont'd.....2

Notes:

1. A member is entitled to appoint a proxy to attend and vote instead of himself/herself and a Proxy need not be a member of the Company. A Form of Proxy is enclosed for this purpose. The instrument appointing a proxy must be deposited at the Registered Office of the Company, 4<sup>th</sup> Floor, BTL Building, 45/2, Braybrooke Street, Colombo 02.
2. Shareholders will be given the opportunity to raise any questions or comments on the matters listed on the agenda of the meeting.

**PANASIAN POWER PLC**

**FORM OF PROXY**

I/We.....of  
.....  
being a member /members of Panasian Power PLC hereby appoint (i).....  
.....  
of.....failing him/her  
(ii). Dr. Prathap Ramanujam, Chairman of Panasian Power PLC or failing him any one of the  
Directors of the Company as \*my/our proxy to vote as indicated hereunder for \*me/us and on  
\*my/our behalf at the Annual General Meeting of the Company to be held on Tuesday,  
31<sup>st</sup> August 2021 as a virtual meeting emanating from the Board Room of **Panasian Power PLC**  
at 9.30 a.m. and at every poll which may be taken in consequence of the aforesaid meeting and at  
any adjournment thereof.

**Please indicate your preference by placing a “X” against the resolution Number**

|                                                                                                                                                                                                                                                    | <u>FOR</u>               | <u>AGAINST</u>           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------|--------------------------|
| 1. To receive and consider the Annual Report of the Board of Directors on the State of Affairs of the Company and the Consolidated Financial Statements for the year ended 31 <sup>st</sup> March 2021 with the Report of the Auditors thereon.    | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To re - elect Ms. Laduwa Kovisge Anne Hiroshini Fernando who in terms of Article 24 (2) of the Articles of Association of the Company retires at the Annual General Meeting as a Director                                                       | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To re - elect Mr. Condagamage Vajira Kulatilaka who in terms of Article 24 (2) of the Articles of Association of the Company retires at the Annual General Meeting as a Director.                                                               | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To re-elect Mr. Wickramasundara Wanigasooriya Muhandiramrallage Shakya Bandara Kosala Gunarathna Kamburudeniya who in terms of Article 24(2) of the Articles of Association of the Company retires at the Annual General Meeting as a Director. | <input type="checkbox"/> | <input type="checkbox"/> |

*Cont'd.....2*

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**Ordinary Resolution**

“That Dr. Prathap Ramanujam who has attained the age of 72 years be and is hereby re – appointed as a Director of the Company and it is hereby declared as provided for in Section 211 of the Companies Act No. 07 of 2007 that the age limit of 70 years referred to in Section 210 of the said Companies Act shall not apply to Dr.Prathap Ramanujam.”

6. To re-appoint M/s. KPMG, Chartered Accountants as Auditors to the Company and authorize the Directors to determine their remuneration.

7. To authorize the Directors to determine donations for the year 2021/2022.

As witness my/our hand/hands this .....day of ..... Two Thousand and Twenty One.

Signature .....

**Note:**

- (a) \*Please delete the inappropriate words.
- (b) Instructions are noted on the reverse hereof.

.....  
NIC Number / Reg. No

.....  
(Signatures)

## **INSTRUCTIONS AS TO COMPLETION OF FORM OF PROXY**

1. Kindly perfect the Form of Proxy by filling in legibly your full name and address, your instructions as to voting, by signing in the space provided and filling in the date of signature.
2. Please indicate with an 'X' in the cages provided how your proxy is to vote on the Resolutions. If no indication is given the Proxy in his/her discretion may vote as he/she thinks fit.
3. The completed Form of Proxy should be deposited at the Registered Office of the Company, 4<sup>th</sup> Floor, BTL Building, 45/2, Braybrooke Street, Colombo 02 not less than 48 hours before the time appointed for holding the meeting.
4. If the form of proxy is signed by an attorney, the relative Power of Attorney should accompany the completed Form of Proxy for registration, if such Power of Attorney has not already been registered with the Company.

### **Note:**

If the shareholder is a Company or body corporate, Section 138 of the Companies Act No. 07 of 2007 applies to shareholders of Panasian Power PLC and Section 138 provides for representation of Companies at meeting of other Companies. A Corporation, whether a Company within the meaning of this Act or not, may where it is a member of another corporation, being a company within the meaning of this Act, by resolution of its Directors or other governing body authorize such person as it thinks fit to act as its representative at any meeting of the Company. A person authorized as aforesaid shall be entitled to exercise the same power on behalf of the Corporation which it represents as that Corporation could exercise if it were an Individual shareholder of that other Company.