

NOTICE OF MEETING

HAYLEYS PLC

COMPANY NUMBER PQ 22

NOTICE IS HEREBY GIVEN THAT THE SEVENTY FIRST ANNUAL GENERAL MEETING OF HAYLEYS PLC WILL BE HELD ON THURSDAY, 30TH JUNE 2022 AT 12.15 P.M. VIA ONLINE MEETING PLATFORM FOR THE FOLLOWING PURPOSES:

1. To consider and adopt the Annual Report of the Board of Directors and the Statements of Accounts for the year ended 31st March 2022 with the Report of the Auditors thereon.
2. To re-elect as a Director Mr. R. J. Karunaratna, who retires by rotation at the Annual General Meeting in terms of Article 29(1) of the Articles of Association of the Company.
3. To re-elect as a Director Dr.H.Cabral, PC, who retires by rotation at the Annual General Meeting in terms of Article 29(1) of the Articles of Association of the Company.
4. To re-elect as a Director Mr.M.Y.A.Perera, who retires by rotation at the Annual General Meeting in terms of Article 29(1) of the Articles of Association of the Company.
5. To propose the following resolution as an ordinary resolution for the re-appointment of Mr. A. M. Pandithage, in terms of Section 211 of the Companies Act No. 07 of 2007, who retires having attained the age of seventy one years.

Ordinary Resolution

'That Mr. Abeyakumar Mohan Pandithage, who has attained the age of seventy one years be and is hereby re-appointed a Director for a further period of one year and it is hereby declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to the appointment of the said Director'.

6. To authorise the directors to determine donations and contributions to charities for the ensuing year.
7. To re-appoint Messrs. Ernst & Young, Chartered Accountants as the Auditors of the Company for the year 2022/23 and to authorise the Directors to determine their remuneration.
8. To consider any other business of which due notice has been given.

By Order of the Board

HAYLEYS PLC

HAYLEYS GROUP SERVICES (PRIVATE) LIMITED

Secretaries

Colombo

2nd June 2022

NOTE :

1. The Annual Report of the Company for 2021/22 is available on the corporate website <https://www.hayleys.com/investor-relations> and on the Colombo Stock Exchange website - <https://www.cse.lk>
2. In the interest of protecting public health the Annual General Meeting of the Company will be held as a virtual meeting via an online meeting platform. Details are given in the circular to shareholders.
3. A Shareholder is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a Shareholder of the Company. A Form of Proxy is enclosed for this purpose. The instrument appointing a proxy must be deposited at No. 400, Deans Road, Colombo 10, Sri Lanka or must be emailed to hayleysagm@secretarial.hayleys.com not less than forty eight (48) hours before the time fixed for the Meeting.