

## NOTICE OF MEETING

NOTICE IS HEREBY GIVEN THAT AN EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF NATION LANKA FINANCE PLC WILL BE HELD ON THURSDAY THE 25<sup>TH</sup> AUGUST 2022, AT 10 A.M. VIA ZOOM LINK, CONDUCTED FROM THE BOARD ROOM OF NAWALOKA COLLEGE OF HIGHER STUDIES (PVT) LTD SITUATED AT NO.546/3, GALLE ROAD, COLOMBO 03, TO CONSIDER AND IF THOUGHT FIT TO PASS THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:

### ORDINARY RESOLUTION

IT IS HEREBY RESOLVED THAT Two Billion Eight Hundred & Seventy Million Forty Thousand Three Hundred & Twenty Five (2,870,040,325) Ordinary Voting Shares be offered to the existing Shareholders of the Company in the proportion of Two Hundred & Twelve (212) new Ordinary Shares for every One Hundred (100) Ordinary Shares held by the Shareholders as at end of trading on 30<sup>th</sup> August 2022 (record date), at a consideration of Rs.0.70 per share, to raise a sum of Rupees Two Billion Nine Million Twenty Eight Thousand Two Hundred & Twenty Seven and Cents Fifty (Rs.2,009,028,227.50), which consideration is in the opinion of the Board of Directors is fair and reasonable to the Entity and to all existing Shareholders and such offer be made by way of a Provisional Letter of Allotment with Provisions for Renunciation to CDS and the Shares not subscribed for as at the last date of acceptance and payments specified in the Provisional Letter of Allotment and shares for which payments have not been honoured be deemed to have been declined and such declined Shares be allotted at the same price to the existing Shareholders who may apply for additional Shares and any fractional shares (calculated as per the formula set out in the Circular item 17 to the Shareholders) arising from the Provisional Allotment be allotted at the same price to the Shareholders including Lanka Credit and Business Limited and Sinha Capital Investment Limited, applying for additional shares.

### BY ORDER OF THE BOARD

*Sgd/-*

**CORPORATE ARCADE LTD**

**COMPANY SECRETARIES**

8<sup>th</sup> August 2022

Note:

- a) A Shareholder is entitled to appoint a proxy to participate and vote (on-line) on his/her behalf.
- b) A Proxy Holder need not be a Shareholder of the Company. A Form of Proxy is uploaded to the website of the Company and CSE
- c) The completed Form of Proxy should reach 48 hours before the time fixed for the Extraordinary General Meeting, either by:
  - (i) Post or hand delivered to the Company Secretaries, Corporate Arcade Ltd at No.9/4, 1 – B, Edmonton Road, Colombo 06
  - or
  - (ii) Scanned and emailed to the email address: nationlankaegm@gmail.com

**The Board of Directors, having taken into consideration the health and safety guidelines issued by the Health Authorities in view of the COVID - 19 pandemic and the guidelines issued by the Colombo Stock Exchange to Listed Entities to hold Shareholder Meetings virtually and also considering the current fuel crisis prevailing in the Country, has decided to hold the Extraordinary General Meeting (EGM) through Audio or Audio/ Visual means in conformity with the regulatory provisions of the Company.**

**Only registered Shareholders and registered Proxy Holders will be permitted to log in to participate at the EGM via on-line.**

**Please refer instructions to participate at the Extraordinary General Meeting via online**

The Board of Directors of the Company decided not to print and post the Notice of Extraordinary General Meeting and other relevant documents such as Circular to Shareholders, Form of Proxy etc. for the purpose of convening an Extraordinary General Meeting to obtain shareholder approval for the proposed rights issue due to the following reasons:

- i) Shortage of papers in the country for printing purposes.
- ii) Shortage of mailing labels for posting.

Due to the above reasons, the aforementioned documents will be hosted or uploaded on the website of the Colombo Stock Exchange (<https://www.cse.lk>) and the website of the Company ([www.nationlanka.com](http://www.nationlanka.com)), as permitted by Laws of the Land and Articles of Association of the Company.