

SRILANKAN AIRLINES LIMITED  
Airline Centre, Bandaranaike International Airport, Katunayake  
(PB67)

**NOTICE OF MEETING**

**NOTICE IS HEREBY GIVEN** that an **Extraordinary General Meeting** of **SRILANKAN AIRLINES LIMITED** will be held as a virtual meeting on Tuesday, 25<sup>th</sup> June 2024 at 3.00 pm, emanating from the Board Room of SriLankan Airlines Limited for the purpose: -

**AGENDA**

1. To consider and if thought fit, to pass the following resolution as an **ORDINARY RESOLUTION**

**IT IS HEREBY RESOLVED THAT** the Stated Capital of the Company be and is hereby increased from LKR 198,860,665,500 to LKR 203,860,665,500 by the creation of 50 million new Ordinary shares at LKR 100/- per share and, the new ordinary shares be allotted to the Government of Sri Lanka in recognition of the receipt of the equity capital infusion of LKR 5 BN.

2. To consider and if thought fit to pass the following resolution as a **SPECIAL RESOLUTION**

**IT IS HEREBY RESOLVED THAT** the Company amend its Articles of Association of the Company, by the inclusion to the interpretation of the words 'In Writing or Written', 'Shareholder' and the substitute the interpretation of the word 'Member' and the deletion of the existing Articles 52, 54 and 155-161 and the substitution of the Articles 52, 54 and 155-161 as hereunder

'In Writing' or 'Written'	Includes printing and other such modes of representing or reproducing words in a visible form;
'Member'	Means any Shareholder of the Company for the time being;
'Shareholder'	Shall have the same meaning as set out in the Act;

**NOTICE OF GENERAL MEETING**

- Notice
52. Any General Meeting at which it is proposed to pass a Special Resolution or (save as provided by the Act) a resolution of which special notice is required by These Presents to be given to the Members by the Company shall be called by ten Working Days' notice In Writing and any other General Meeting (excluding an Annual General Meeting) by ten Working Days' notice In Writing, (exclusive in each case of the day on which it is given or deemed to be given and of the day for which it is given) and in the case of Annual General Meeting, fifteen Working Days' notice In Writing, given in manner mentioned in These Presents to such Members as are under the provisions of These Presents entitled to receive such notices from the Company and to the auditors; provided that a General Meeting notwithstanding that it has been called by a shorter notice than that specified above shall be deemed to have been duly called if it is so agreed -
- Short notice

- (i) in the case of an Annual General Meeting, by all the Members entitled to attend and vote thereat; and

- (ii) in the case of any other General Meeting by all that number or majority in number of the Members having a right to attend and vote thereat, as is required by the Act.

54. Every notice calling a General Meeting shall specify the place and the day and hour of the meeting, the place includes a virtual/online space through audio or audio and visual communication, and there shall appear with reasonable prominence in every such notice a statement that a Member entitled to attend and vote is entitled to appoint a proxy or proxies to attend and vote instead of him and that a proxy need not be a Member of the Company.

Contents of  
notice

## NOTICES

155. Where the Company is required to send any document or to give notice of any matter to Members, it shall be sufficient for the Company to send the document or notice to the last known email address or registered address of such Member by ordinary post. Notice also deemed as served where the document or notice is posted on the Company's website or any other virtual portal as may be informed by the Company through public notice via newspapers. Any document or notice sent by ordinary post is deemed to have been received by the Member within three (3) Working Days of the posting of a properly addressed and prepaid letter containing the document or notice, and anything dispatched via email or other online communication is deemed as received by the Member upon the sending of the same to the last known email address or at the time of posting of same on the Company website or any other virtual portal, as the case may be.

Members resident  
abroad may notify  
an address within  
Sri Lanka

156. A Member whose registered address is outside Sri Lanka may notify in writing to the Company an address in Sri Lanka or an email address which shall for the purposes of notice be deemed to be his registered address, as the case may be.

Service of notices  
in respect of Joint  
- holdings

157. In respect of joint-holdings all notices shall be given to that one of the joint-holders whose name stands first in the Register of Members, and notice so given shall be sufficient notice to all the joint-holders, as the case may be.

Service of notices  
after death or  
bankruptcy of a  
Member

158. A person entitled to a share in consequence of the death or bankruptcy of a Member, upon supplying to the Company such evidence as the Board may reasonably require to show his title to the share and upon supplying also an address within Sri Lanka for the service of notices, shall be entitled to have sent to him at such address or via any electronic means any notice or document to which the Member but for his death or bankruptcy would have been entitled, and such service shall for all purposes be deemed sufficient service of such notice or document on all persons interested (whether jointly with or as claiming through or under him) in the shares. Save as aforesaid any notice or document delivered or sent by post or via any electronic means or left at the registered address of any Member in pursuance of These Presents, shall, notwithstanding that such Member be then dead or bankrupt and whether or not the Company have notice of his death or bankruptcy, be deemed to have been duly sent in respect of any share registered in the name of such Member as sole or joint-holder.

Notices on  
Members having  
no registered  
address

159. If a Member has not supplied to the Company a registered address, or an email address for the giving of notices to him, a notice posted on the Company website or any other virtual portal as the case may be, shall be deemed to be duly given to him.

Notice by  
advertisement

160. Any notice required to be given by the Company to the Members shall be sufficiently given if given by advertisement.

Mode of giving  
notice by  
advertisement

161. Any notice required to be or which may be given by an advertisement shall unless otherwise required by the Act be advertised once in any leading national daily newspaper in Sinhala, Tamil and English.

For the avoidance of doubt, the remaining Articles and sub-articles of the Articles of Association, as the case may be, shall remain unchanged.

By Order of the Board of,  
**SRILANKAN AIRLINES LIMITED**



Mrs. Dalrene Thirukumar  
**Group Head of Corporate Secretarial Services/Company Secretary**

17<sup>th</sup> May 2024

1. A member entitled to participate and vote at the virtual **Extraordinary General Meeting** is entitled to appoint a proxy to participate and vote instead of the member, such proxy need not be a member.
2. To be valid, the completed Form of Proxy should reach 48 hours before the time fixed for the virtual **Extraordinary General Meeting** either by:-
  - 2.1 Post or hand delivered to the Company Secretary's Office, SriLankan Airlines Limited, Airline Centre, Bandaranaike International Airport. Katunayake **Or**
  - 2.2 Scanned and emailed to the email address comsec@srilankan.com