

# Annual General Meeting

## NOTICE OF MEETING

Notice is hereby given that the 41st Annual General Meeting of Mercantile Shipping Company PLC will be held on 28th September 2022 at 2.30 p.m. via zoom Audio/Video at the Registered Office of the Company, Mercantile Shipping Company PLC No.108, Aluthmawatha Road, Colombo 15 for the following purposes:

### Agenda

1. To receive and consider the Annual Report of the Board of Directors on the affairs of the Company for the year ended 31st March 2022 and the Report of the Auditors thereon.
2. To re-elect Mr. C C Wickramatileka who retires by rotation in terms of Article No. 86 of the Articles of Association of the Company.
3. To re-appoint following Directors, to the Board in terms of Section 211 of the Companies Act No.07 of 2007;
  - a) Captain K Kriwat retires and being eligible offers himself for re-appointment. Accordingly, the following resolution to be passed for this purpose, if thought fit.

### IT IS HEREBY RESOLVED:

that Captain K Kriwat, who has reached the age of 82 being eligible offers himself for re-appointment as a Director in terms of Section 211 of the Companies Act No. 7 of 2007 and it is specially declared that the age limit referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Captain K Kriwat.

- b) Mrs. C D A Peiris who will be retiring during the year and being eligible offers herself for re-appointment. Accordingly, the following resolution to be passed for this purpose, if thought fit.

### IT IS HEREBY RESOLVED:

that Mrs. C D A Peiris, who would reach the age of 70 during the year, being eligible offers herself for re-appointment as a Director in terms of Section 211 of the Companies Act No. 7 of 2007 and it is specially declared that the age limit referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Mrs. C.D.A. Peiris.

- c) Mr. M S P Gunawardena retires and being eligible offers himself for re-appointment. Accordingly, the following resolution to be passed for this purpose, if thought fit.

### IT IS HEREBY RESOLVED:

that Mr. M S P Gunawardena, who has reached the age of 71 being eligible offers himself for re-appointment as a Director in terms of Section 211 of the Companies Act No. 7 of 2007 and it is specially declared that the age limit referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Mr. M S P Gunawardena.

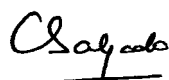
- d) Mr. P A Nandasena retires and being eligible offers himself for re-appointment. Accordingly, the following resolution to be passed for this purpose, if thought fit.

### IT IS HEREBY RESOLVED:

that Mr. P A Nandasena, who has reached the age of 71 as a Director in terms of Section 211 of the Companies Act No. 7 of 2007 be and hereby is re-appointed and it is specially declared that the age limit referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Mr. P A Nandasena.

4. To re-appoint the Auditors Messrs Ernst & Young and to authorize the Board of Directors to determine their remuneration.
5. To authorise Directors to determine contribution to Charities.
6. To consider any other business of which due notice has been given.

By Order of the Board



(Ms.) C.S.Salgado  
Managers & Secretaries (Private) Limited  
Corporate Secretaries

Colombo

26th August 2022

Note:

1. A member entitled to attend and vote at the above meeting is required to complete and submit a pre- registration form in order to ensure participation at the AGM of the Company. A Pre- registration form is enclosed for this purpose to be completed by Mercantile Shipping Company PLC Shareholders only.
2. A member entitled to attend and vote at the above meeting is entitled to appoint a proxy to attend and vote in his/her behalf. A proxy need not be a member of the Company. A form of proxy is enclosed for this purpose.
3. Only members of Mercantile Shipping Company PLC are entitled to take part at the AGM of Mercantile Shipping Company PLC.
4. The instruments for Pre-registration and appointing a proxy must be completed and deposited at the Registered Office of the Company Secretaries, Managers & Secretaries (Private) Limited, No.8, Tickell Road, Colombo 08 or e-mailed to ishani@msl.lk not less than forty-eight hours prior to the time appointed for holding the meeting.



## **Instructions for completion of Proxy**

1. In order to appoint a proxy, this form shall in the case of an individual be signed by the shareholder or by his/her Attorney and in the case of a company/corporation, the form of proxy must be under its Common Seal, which should be affixed and attested in the manner prescribed by its Articles of Association.
2. The full name, NIC No. and address of the Proxy holder and of the Shareholder appointing the Proxy holder should be entered legibly in the form of proxy.
3. The duly completed form of proxy must be deposited at the Registered Office of the Company Secretaries, Managers & Secretaries (Private) Limited, No.8, Tickell Road, Colombo 08, or e-mailed to "ishani@msl.lk" not later than 48 hours prior to the time appointed for holding of the meeting.
4. In the case of a proxy signed by an Attorney, the relevant Power-of-Attorney or a certified copy thereof should also accompany the completed form of proxy and must be deposited at the Registered Office of the Company or email as above noted.