

BALANGODA PLANTATIONS PLC

110, Norris Canal Road,
Colombo 10,
Sri Lanka.

Notice of Meeting

NOTICE IS HEREBY GIVEN that the Thirty-first (31st) Annual General Meeting of **BALANGODA PLANTATIONS PLC** will be held as a virtual meeting via an online meeting platform conducted from the “Mini Auditorium” MelstaCorp PLC #110, Norris Canal Road, Colombo 10, Sri Lanka **on Tuesday, 25th June 2024 at 1200 noon** for the following purposes :

1) To receive and consider the Report of the Directors and the Financial Statements of the Company for the year ended 31st December 2023 together with the Auditors' Report thereon.

2) To appoint Mr D H S Jayawardena who is above the age of 70 years as a Director by passing the following resolution.

“That the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr D H S Jayawardena who has reached the age of 81 years prior to the Annual General Meeting and that he shall accordingly be re-appointed”.

3) To appoint Mr C R Jansz who is above the age of 70 years as a Director by passing the following resolution.

“That the age limit stipulated in Section 210 of the Companies Act No.07 of 2007 shall not apply to Mr C R Jansz who has reached the age of 71 years prior to the Annual General Meeting and that he shall accordingly be re-appointed”.

4) To appoint Dr A Shakthevale who is above the age of 70 years as a Director by passing the following resolution.

“That the age limit stipulated in Section 210 of the Companies Act No, 07 of 2007 shall not apply to Dr A Shakthevale who has reached the age of 81 years prior to the Annual General Meeting and that he shall accordingly be re-appointed”.

5) To re-elect Mr D Hasitha S Jayawardena at the Annual General Meeting in terms of Article 92 of the Articles of Association as a Director of the Company.

6) To authorize the Directors to determine the remuneration of the Auditors, Messrs KPMG who are deemed to have been reappointed as Auditors in terms of Section 158 of the Companies Act No. 07 of 2007.

sgd

By order of the Board
Pradeep A Jayatunga
Company Secretary

30th May 2024
Colombo

CIRCULAR TO THE SHAREHOLDERS

Dear Shareholders,

THE VIRTUAL ANNUAL GENERAL MEETING OF BALANGODA PLANTATIONS PLC FOR THE YEAR 2023 WILL BE HELD AS VIRTUAL MEETING VIA AN ONLINE MEETING PLATFORM CONDUCTED FROM THE MINI AUDITORIUM MELSTACORP PLC #110, NORRIS CANAL ROAD, COLOMBO 10, SRI LANKA ON TUESDAY, 25TH JUNE 2024 AT 1200 NOON.

General

The thirty-first (31st) Annual General Meeting of Balangoda Plantations PLC will be held by participants joining in person or proxy and through audio or audio-visual means in the manner specified below:

i) Attendance of the Chairman and the Board of Directors

The Chairman, the Board of Directors, certain Key Management Personnel, the Company Secretary, and the External Auditors, will be available on the **Virtual Platform** on **Tuesday, 25th June 2024 at 1200 noon.**

ii) Shareholder Participation

- a) The Shareholders are encouraged to appoint a Director of the Company as their proxy to represent them at the meeting.
- b) The Shareholders may also appoint any other persons other than a Director of the Company as their proxy and the proxy so appointed shall participate at the meeting through audio or audio-visual means only.
- c) The shareholders who wish to participate in the meeting will be able to join the meeting through audio or audio-visual means. To facilitate this process, the shareholders are required to furnish the details of the shareholder and proxy holder, if any, by perfecting **Annexure II** to the circular to shareholders and forwarding same to Company Secretary via **bplmplcompanysecretary@gmail.com** or by facsimile on +94 11 254033, to reach the Secretary **not less than two (02) days before the date of the meeting** so that the meeting login information could be forwarded to the email address as provided.
- d) To facilitate the appointment of proxies, as per the attached hereto should be duly filled and sent to the Company Secretary via e-mail **bplmplcompanysecretary@gmail.com** or facsimile at +94 11 254033 or by post to the Registered Office of the Company, Balangoda Plantations PLC, # 110, Norris Canal Road, Colombo 10, Sri Lanka, **not less than two (02) working days before the date of the meeting.**

iii) Shareholder's queries

The shareholders are hereby advised that if they wish to raise any queries, such queries should be sent to the Company Secretary, via e-mail to **bplmplcompanysecretary@gmail.com** or facsimile at + 94 11 254033 or by post to the Registered Office of the Company, Balangoda Plantations PLC, # 110, Norris Canal Road, Colombo 10, Sri Lanka **not less than Two (02) working days before the date of the meeting.** This is to enable the Company Secretary to compile the queries and forward same to the attention of the Board of Directors so that the same could be addressed at the meeting.

- iv) The Annual Report of the Company for the year 2023 will be available for perusal on the Company website **<http://melsta.com/our-core-sectors/plantations-services>** and the Colombo Stock Exchange website on **www.cse.lk**

If you wish to receive a printed copy of the Annual Report for the year ended 2023, please complete and forward us the Form of Request attached hereto (**Annexure I**) by post to the registered address of the Company, Balangoda Plantations PLC, # 110, Norris Canal Road, Colombo 10, Sri Lanka or email **bplmplcompanysecretary@gmail.com** or facsimile + 94 11 2540333.

FORM OF PROXY

I/We.....of
 Being a member /members of Balangoda Plantations PLC hereby appoint
of whom failing.

- | | |
|---|----------------|
| Don Harold Stassen Jayawardena | or failing him |
| Cedric Royle Jansz | or failing him |
| Don Hasitha S Jayawardena | or failing him |
| Mellawathantrige Anton Niroschan Sampath Perera | or failing him |
| Kumarasamy Dayaparan | or failing him |
| Arinesarajah Shalkthevale | or failing him |
| Don Soshan Kamantha Amarasekera | or failing him |

As my/our proxy to represent me/us and*.....to vote on my / our behalf at the Thirty - First (31st) Annual General Meeting of the Company will be held as a “Virtual Meeting” at the **Auditorium Melstacorp PLC at 12.00 noon on Tuesday, 25th June 2024**, and at any adjournment thereof and at every poll which may be taken in consequence of the above said meeting. I/We the undersigned hereby authorize my/our Proxy to vote on my/our behalf in accordance with the preference indicated below:

- | <i>Please delete the inappropriate words</i> | <i>For</i> | <i>Against</i> |
|--|--------------------------|--------------------------|
| 1) To receive and consider the Report of the Directors and the Financial Statements of the Company for the year ended 31 st December 2023 together with the Auditor's Report thereon. | <input type="checkbox"/> | <input type="checkbox"/> |
| 2) To appoint Mr D H S Jayawardena who is above the age of 70 years as a Director by passing the following resolution.

“That the age limit stipulated in Section 210 of the Companies Act No.70 of 2007 shall not apply to Mr D H S Jayawardena who has reached the age of 81 years prior to the Annual General Meeting and that he shall accordingly be re-appointed”. | <input type="checkbox"/> | <input type="checkbox"/> |
| 3) To appoint Mr C R Jansz who is above the age of 70 years as a Director by passing the following resolution.

“That the age limit stipulated in Section 210 of the Companies Act NO. 07 of 2007 shall not apply to Mr C R Jansz who has reached the age of 71 years prior to the Annual General Meeting and that he shall accordingly be re-appointed”. | <input type="checkbox"/> | <input type="checkbox"/> |
| 4) To appoint Dr A Shakthevale who is above the age of 70 years as a Director by passing the following resolution.

“That the age limit stipulated in Section 210 of the Companies Act No.70 of 2007 shall not apply to Dr A Shakthevale who has reached the age of 81 years prior the Annual General Meeting and that he shall accordingly be re-appointed”. | <input type="checkbox"/> | <input type="checkbox"/> |
| 5) To re-elect Mr D Hasitha S Jayawardena at the Annual General Meeting in terms of Article 92 of the Articles of Association as a Director of the Company. | <input type="checkbox"/> | <input type="checkbox"/> |
| 6) To authorize the Directors to determine the remuneration of the Auditors, Messrs KPMG who are deemed to have been reappointed as Auditors in terms of Section 158 of the Companies Act No 07 of 2007. | <input type="checkbox"/> | <input type="checkbox"/> |

Sgd
By order of the Board
Pradeep A Jayatunga
Company Secretary
 30th May 2024

Instructions for Completion of Form of Proxy

1. Kindly perfect the Form of Proxy by filling in the mandatory details required above, signing in the space provided, and filling in the date of signature.
2. If the Form of Proxy is signed by an Attorney, the relative power of attorney should also accompany the proxy form for registration, if such power of attorney has not already been registered with the Company.
3. In the case of a Company/Corporation, the Form of Proxy shall be executed in the manner specified in the Articles of Association.
4. In the absence of any specific instructions as to voting, the proxy may use his/her discretion in exercising the vote on behalf of his appointor.
5. Duly filled Forms of Proxy should be sent to reach the Company Secretary via e-mail to bpimplcompanysecretary@gmail.com, or facsimile on +94 11 2540333 or by post to the registered address of the Company, Balangoda Plantations PLC. # 110, Norris Canal Road, Colombo 10, Sri Lanka **not less than two (02) working days before the date of the meeting.**

Please provide the following details (mandatory):

NIC/PP/Company Registration No. of the Shareholder/s :.....

Folio No :

Email address of the Shareholder/(s) or proxy holder

(other than a Director appointed as proxy) :

Mobile No :Fixed Line.....

Date :.....

To Company Secretary
Balangoda Plantations Plc
110, Norris Canal Road
Colombo 10.

I would like to receive the printed version of the Annual Report of Balangoda Plantations PLC

Full Name of the Shareholder (as on the CDS account / Share Certificate)	
Folio Number	
Company Registration No.	
Address	
Contact No.	

.....
Signature

.....
Date

Note:

- (1) Please complete the Form of Request by filing in legibly the required information in **BLOCK LETTERS** signing in the space provided and filing in the date of signature.
- (2) Please post the completed Form of Request to the Company Secretaries at the address given above or email to bplmplcompanysecretary@gmail.com or facsimile on +94 11 2540333

BALANGODA PLANTATIONS PLC
31ST ANNUAL GENERAL MEETING
REGISTRATION OF SHAREHOLDER DETAILS FOR ONLINE PARTICIPATION

Date :.....

To : Company Secretary
Balangoda Plantations PLC
110, Norris Canal Road
Colombo 10 , Sri Lanka.

1. Full Name of the Shareholder/s

Primary 1.-----

*Joint 2.-----

*Joint 3.-----

2. Shareholder/s Address :-----

3. Shareholder/s NIC NO./Passport No./ Co. Reg. No

Primary 1.-----

*Joint 2.-----

*Joint 3.-----

4. *Shareholder/s Contact No : Fixed Line:..... Mobile :.....

E.mail:.....

5. Name of the Proxy holder:-----

6. Proxy holder's NIC No / Passport No :-----

7. *Proxy holder's Contact No : Fixed Line:-----Mobile :-----

E.mail:-----

I/We hereby certify that the details given above are true and accurate and are furnished to enable my/our online participation at the Annual General Meeting. I/We acknowledge that the Company shall have the right to disable my/our participation in the event the above information furnished is found to be incorrect or inconsistent with shareholding records.

Shareholder's Signature/(s)

Shareholder's Signature /Date *1st Joint Holder's Signature /Date *2nd Joint Holder's Signature /Date

*Strike out if not applicable

Note:

- 1. It is mandatory for the shareholder/s to provide the e.mail address and the contact number in the space provided above to forward the login information to facilitate online participation at the meeting.
2. Duly filed Registration of Shareholder Details Form should be forwarded to bplmplcompanysecretary@gmail.com or by facsimile at +94 11 2540333, to reach the Secretary not less than two (02) days before the date of the meeting.
3. Further instructions on connecting to the meeting will be provided to registered shareholders separately.

If undelivered Please return to:
Company Secretary
Balangoda Plantations Plc
110, Norris Canal Road
Colombo 10.

Printed Matter