

Notice of Meeting

NOTICE IS HEREBY GIVEN THAT an Extraordinary General Meeting of B P P L Holdings PLC will be held on 20th September 2023 immediately following the Annual General Meeting of the Company at Excel World, Marcopolo Lounge, No. 338, T.B.Jayah Mawatha, Colombo 10 to consider and if thought fit, to pass the following Special Resolution:

SPECIAL RESOLUTION TO AMEND THE ARTICLES OF ASSOCIATION

THAT the Articles of Association be amended by the addition of the following words at the end of Article No. 50 of the Articles of Association of the Company:

"Provided that a Meeting of Shareholders may also be held by means of audio, or audio and visual communication by which all shareholders participating and constituting a quorum can simultaneously hear each other throughout the meeting."

THAT amended Article No. 50 be read as follows subsequent to the above amendment:

50. No business shall be transacted at any General Meeting unless a quorum is present when the meeting proceeds to business. Two Members present in person or by proxy or attorney or (in the case of a corporation) by an authorized representative, shall be a quorum for all purposes. Provided that a Meeting of Shareholders may also be held by means of audio, or audio and visual communication by which all shareholders participating and constituting a quorum can simultaneously hear each other throughout the meeting.

By Order of the Board
B P P L HOLDINGS PLC



Secretarius (Private) Limited
Secretaries
Colombo
18th August 2023

Notes:

- ⦿ A member unable to attend is entitled to appoint a Proxy to attend and vote at the Meeting in his/her place.
- ⦿ A form of proxy is enclosed for this purpose.
- ⦿ A proxy need not be a member of the Company.
- ⦿ Members are encouraged to vote by Proxy through the appointment of a member of the Board of Directors to vote on their behalf and to include their voting preferences on the resolutions to be taken up at the Meeting in the Form of Proxy.
- ⦿ In order to be valid, the completed Proxy Form must be lodged at the Registered Office of the Company not less than forty eight hours before the time fixed for the Meeting.

B P P L HOLDINGS PLC
PB 859 PV

Form of Proxy

I/We

of

being a member/members of B P P L HOLDINGS PLC hereby appoint:

Mr./Mrs./Miss

of

or failing him/her,

Mr. S D Amarasinghe

of Colombo, or failing him

Dr. K A Amarasinghe

of Colombo, or failing him

Mr. V Selvaraj

of Colombo, or failing him

Mr. B D P D Perera

of Negombo, or failing him

Mr. R P Pathirana

of Rajagiriya, or failing him

Mr. M H De Silva

of Nugegoda, or failing him

Mrs. S T Ratwatte

of Dehiwela, or failing her

Mr. S R Sproule De Saram

of Colombo

as my/our proxy to represent me/us and vote on my/our behalf at the Extraordinary General Meeting of the Company to be held on 20th September 2023 immediately after the Annual General Meeting of the Company and at any adjournment thereof and at every poll which may be taken in consequence thereof.

I/We, the undersigned, hereby direct my/our proxy to vote for me/us and on my/our behalf on the specified Resolution as indicated by the letter "X" in the appropriate cage:

For **Against**

Special Resolution to Amend the Articles of Association

As witness my/our hands on this day of Two Thousand & Twenty Three.

.....
Signature/s

Instructions as to Completion of the Form of Proxy are set out on the Reverse.

Form of Proxy

Instructions as to Completion of the Form of Proxy

1. Kindly perfect the Form of Proxy by filling in legibly your full name and address and signing in the space provided. Please fill in the date of signature.
2. If the Form of Proxy is signed by an Attorney, the relevant Power of Attorney should also accompany the completed Form of Proxy for registration, if such Power of Attorney has not already been registered with the Company.
3. If the appointer is a Company/Corporation, the Form of Proxy should be executed under its Common Seal or by a duly authorised officer of the company or Corporation in accordance with its Articles of Association.
4. The completed Form of Proxy should be deposited at the Registered office of the Company at Level 17, Access Towers, No. 278/4, Union Place, Colombo 2 not later than forty eight hours before the time appointed for the holding of the meeting.

Please fill in the following details:

| | | |
|-----------------|---|-------------------------|
| Name | : | |
| Address | : | |
| Jointly with | : | |
| Share Folio No. | : | |

B P P L HOLDINGS PLC
PB 859 PV

Circular to Shareholders

Dear Shareholders,

PROPOSED AMENDMENT TO THE ARTICLES OF ASSOCIATION OF THE COMPANY

The Board of Directors of B P P L Holdings PLC had proposed on 15th August 2023 to amend the Articles of Association of the Company by amending Article 50 of the Articles of Association of the Company. Accordingly, the Articles of Association will be amended by the addition of extra wording to the existing Article 50.

Accordingly, an Extraordinary General Meeting ('EGM') of the Shareholders of the Company will be held on 20th September 2023 at 11.45 a.m at Excel World, Marcopolo Lounge, No. 338, T.B.Jayah Mawatha, Colombo 10 and attached is the Notice of Extraordinary General Meeting, which sets out the Resolution that will be placed before the Shareholders for the purpose of amending the Articles of Association of the Company.

By Order of the Board
B P P L HOLDINGS PLC



Secretarius (Private) Limited
Secretaries
Colombo

18th August 2023