

## **NOTICE OF ANNUAL GENERAL MEETING**

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of ODEL PLC will be held on Monday, 12th January 2026 at 10:00 am at the Auditorium of Central Hospital Limited (4th Floor), No. 114, Norris Canal Road, Colombo 10 for the following purposes:

### **1. Ordinary Business**

- 1.1 To receive and consider the Annual Report of the Board of Directors and Financial Statements of the Company for the year ended 31st March 2025 together with the Report of the Auditors thereon.
- 1.2 To re-elect Mr. M.I. Furkan in terms of Article 23 (2) of the Articles of Association, as a Director of the Company.
- 1.3 To re-elect Mr. D.Y. Christostom in terms of Article 23 (2) of the Articles of Association, as a Director of the Company.
- 1.4 To pass the ordinary resolution set out below to re-appoint Dr. I.C.R. De Silva who is 70 years of age, as a Director of the Company.

“IT IS HEREBY RESOLVED THAT the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Dr. I.C.R. De Silva who is 70 years of age and that she be and is hereby re-appointed as a Director of the Company in terms of Section 211 of the Companies Act No. 07 of 2007”.
- 1.5 To re-appoint Messrs. Ernst & Young as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.
- 1.6 To authorise the Directors to determine and make donations for the year ending 31st March 2026 and up to the date of the next Annual General Meeting.
- 1.7 To discuss matters giving rise to an emphasis of matter on going concern contained in the Audited Financial Statements for year 2023/2024 and 2024/2025 and the remedial action intended to be adopted by the Company to ensure compliance with Rule 7.5 (d) (ii) of the Listing Rules of the CSE, the impact of such emphasis of matter on going concern not resolved for a period of 15 months from the date of transferring its securities to the Watch List.

By order of the Board,

**O DEL PLC**

Sgd.

**Softlogic Corporate Services (Pvt) Ltd**

Company Secretaries

5th December 2025

Colombo

## **NOTICE OF ANNUAL GENERAL MEETING (Contd.)**

### **Notes**

1. A Shareholder who is entitled to participate, speak and vote at the meeting is entitled to appoint a proxy to attend and vote on behalf of him/her.
2. A proxy need not be a Shareholder of the Company.
3. The Form of Proxy is enclosed for this purpose.
4. Shareholders are advised to follow the Guidelines and Attendance Registration Process for the Annual General Meeting available on the Corporate Website of the Company and the Website of the Colombo Stock Exchange.