

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the Twenty Eighth Annual General Meeting ("Meeting") of Asian Hotels and Properties PLC will be held as a virtual meeting on 21st June 2022 at 3.30pm for the following purposes:

1. To read the Notice Convening the Meeting.
2. To receive and consider the Annual Report and Financial Statements of the Company for the Financial Year ended 31st March 2022 with the Report of the Auditors' thereon.
3. To re-elect as a Director, Mr. J G A Cooray, who retires in terms of Article 84 of the Articles of Association of the Company. A brief profile of Mr. J G A Cooray is contained in the Board of Directors section of the Annual Report.
4. To re-elect as a Director, Mr. J Durairatnam, who retires in terms of Article 84 of the Articles of Association of the Company. A brief profile of Mr. J Durairatnam is contained in the Board of Directors section of the Annual Report.
5. To re-elect as a Director, Ms. Aroshi Nanayakkara who retires in terms of Article 91 of the Articles of Association of the Company. A brief profile of Ms. Aroshi Nanayakkara is contained in the Board of Directors section of the Annual Report.
6. To re-appoint Auditors, Messrs. KPMG, Chartered Accountants, and to authorise the Directors to determine their remuneration.
7. To consider any other business of which due notice has been given in terms of the relevant laws and regulations.

This year the Annual Report and Financial Statements of the Company are available on the below links, once the financial statements ending 31st March 2022 are released to the stock exchange.

- (1) Corporate website of the Company - <https://www.keells.com/resource/other-group-company-financial-reports-2021-22/Asian-Hotels-and-Properties-PLC.pdf>
- (2) The Colombo Stock Exchange website - <https://www.cse.lk/pages/company-profile/company-profile-component.html?symbol=AHPL.N0000> Members may also access the Annual Report and Financial Statements on their electronic devices by scanning the following QR code.



For clarifications on how to download and/or access the Annual Report and Financial Statements, please contact Mr. Fazal Cader on (0094) 11 2497208 during normal office hours (8.30 a.m. to 4.30 p.m.) or email fazal@cinnamonhotels.com

Should Members wish to obtain a hard copy of the Annual Report, they may send a written request to the registered office of the Company or fax to +94 11 5547570 by filling the request form attached to the Form of Proxy. A printed copy of the Annual Report will be forwarded by the Company within eight (8) market days from the date of receipt of the request.

By Order of the Board,
ASIAN HOTELS AND PROPERTIES PLC



KEELLS CONSULTANTS (PRIVATE) LIMITED

Secretaries

Colombo

23rd May 2022

Note:

- » A Member unable to attend is entitled to appoint a Proxy to attend and vote in his/her place.
- » A Proxy need not be a Member of the Company.
- » A Member wishing to vote by Proxy at the Meeting may use the Form of Proxy enclosed herein.
- » 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 Form of Proxy must be lodged at No 117, Sir Chittampalam A Gardiner Mawatha, Colombo 02 or forwarded to the email address: keellsconsultants@keells.com or Fax No.011 2439037 not less than 48 hours before the Meeting.
- » A vote can be taken on a show of hands or by poll. If a poll is demanded, each share is entitled to one vote. Votes can be cast in person, by Proxy or corporate representatives. In the event an individual Member and his/her Proxy holder are both present at the Meeting, only the Member's vote is counted. If Proxy holder's appointor has indicated the manner of voting, only the appointor's indication of the manner of vote will be used.
- » Instructions as to attending the virtual Meeting are attached.

**INSTRUCTIONS FOR REGISTRATION AND PARTICIPATION OF SHAREHOLDERS
AT THE VIRTUAL ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD
THROUGH AUDIO/VISUAL MEANS ON 21ST OF JUNE 2022 AT 03.30PM**

Dear Shareholder,

The Board of Directors of the Company, having taken into consideration the guidelines issued by Colombo Stock Exchange ("CSE") on holding virtual shareholder meetings through audio/visual means and in conformity with the regulatory provisions of the Articles of Associations of the Company, have decided to hold the Annual General Meeting ("AGM") of the Company as a virtual meeting through audio/visual means using an online platform in the manner set forth below.

1. Shareholders who wish to participate at the AGM through the online platform are required to complete and forward the "Shareholder/Proxyholder Registration Form" annexed to this document as Annexure 1, together with a copy of the National Identity Card or Passport of the Shareholder/Proxyholder (if a Proxy is appointed) by registered post to Keells Consultants (Private) Limited, No 117, Sir Chittampalam A Gardiner Mawatha , Colombo 02 , by email to keellsconsultants@keells.com or by fax to 011 -2439037 not less than 48 hours before the convening of the AGM. Shareholders are required to mandatorily provide their email address (or the email address of the Proxyholder) in the space provided in Annexure 1 in order to forward the web link, if they wish to participate at the AGM through the online platform. The registered Shareholders/Proxyholders are requested to join the AGM only via the digital platform through the weblink sent by the Company.
2. Shareholders who wish to submit proxies can duly complete the proxies as per the instructions given on the reverse of the Form of Proxy and send same by registered post to Keells Consultants (Private) Limited, No 117, Sir Chittampalam A Gardiner Mawatha , Colombo 02, by email to keellsconsultants@keells.com or by fax to 011-2439037 not less than 48 hours before the convening of the AGM.
3. Shareholders who wish to appoint a member of the Board of Directors as his/her Proxy to represent them at the AGM may do so by completing the Form of Proxy with their voting preferences marked against each resolution to be taken up at the AGM.
4. It is recommended that Shareholders/Proxyholders join the AGM at least fifteen (15) minutes before the start of the AGM. The digital platform will be active thirty (30) minutes before the start of the AGM.
5. Voting on items listed on the Agenda will be registered by using an online platform. Shareholders/Proxyholders will be briefed on the procedure for voting prior to the commencement of the AGM.
6. All Shareholders/Proxyholders speaking at the AGM in order to vote, seek clarification or make a comment relevant to the AGM are required to identify themselves when speaking at the AGM.
7. Any Shareholder can forward his/her queries and clarifications relevant to the AGM, by registered post to Keells Consultants (Private) Limited, No 117, Sir Chittampalam A Gardiner Mawatha , Colombo 02, by email to keellsconsultants@keells.com or by fax to 011 -2439037 not less than three (3) days before the holding of the AGM. Responses in respect of such queries and clarifications from the Board of Directors and the management of the Company may be made before the Meeting by communication in writing to the Shareholders or during the course of the Meeting.
8. The date fixed for the AGM will not be affected even if a public holiday or curfew is declared on such date as the AGM is to be held virtually. In the event any further action is required to be taken by the Company in relation to the AGM, notification of such change would be by way of an announcement to the Colombo Stock Exchange and by way of publication on the Company website <https://www.keells.com/resource/other-group-company-financial-reports-2021-22/Asian-Hotels-and-Properties-PLC.pdf>
9. This Document together with the Notice of Meeting, Shareholder/Proxyholder Registration Form (Annexure 1), Form of Proxy and Form of Request for the printed version of the annual report will also be published on the Company's website <https://www.keells.com/resource/other-group-company-financial-reports-2021-22/Asian-Hotels-and-Properties-PLC.pdf> and on the website of the CSE <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=AHPL.N0000>

By order of the Board
ASIAN HOTELS AND PROPERTIES PLC



KEELLS CONSULTANTS (PRIVATE) LIMITED
Secretaries
23rd May 2022

ASIAN HOTELS AND PROPERTIES PLC
28TH ANNUAL GENERAL MEETING- 21 JUNE 2022

REGISTRATION FORM

For: Asian Hotels and Properties PLC
Keells Consultants (Private) Limited No.117, Sir Chittampalam A Gardiner Mawatha,
Colombo 02.

Full Name of the Shareholder:

Shareholder's Address:

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Shareholder's NIC No./Passport No./Co. Reg. No.:

Shareholder's Contact Nos: Residence: Mobile

Shareholder's E mail address:

IF PROXY IS APPOINTED

Full name of Proxyholder

Proxyholder's NIC No./Passport No

Telephone Number: Residence Mobile

Email address

.....
Shareholder's signature

.....
Date

Notes:

- » Please perfect the Registration Form by filling in legibly your full name, address, email, contact number, signing in the space provided and filling in the date of signature.
- » If the Registration Form is signed by an Attorney, the relevant Power of Attorney should accompany the completed Registration Form, if such Power of Attorney has not already been registered with the Company.
- » If the Shareholder is a company or corporation, the Form 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 or Constitution.

FORM OF PROXY

I/We.....of

being a Member/s of Asian Hotels and Properties PLC hereby appoint.....

..... of

..... or failing him/her

- | | |
|-----------------------|----------------|
| Mr. K.N.J. Balendra | or failing him |
| Mr. J.G.A. Cooray | or failing him |
| Mr. S. Rajendra | or failing him |
| Mr. C.L.P.Gunawardane | or failing him |
| Mr. M.K. Svensson | or failing him |
| Ms A. Nanayakkara | or failing her |
| Mr. J Durairatnam | or failing him |
| Mr. A S De Zoysa | |

as my/our proxy to represent me/us and vote on my/our behalf at the Twenty-Eighth Annual General Meeting of the Company to be held on the 21st of June 2022 at 3.30pm and at any postponement or 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:

- To re-elect as a Director, Mr. J.G.A. Cooray, who retires in terms of Article 84 of the Articles of Association of the Company.
- To re-elect as a Director, Mr.J Durairatnam, who retires in terms of Article 84 of the Articles of Association of the Company.
- To re-elect as a Director, Ms Aroshi Nanayakkara, who retires in terms of Article 91 of the Articles of Association of the Company.
- To re-appoint Auditors Messrs. KPMG Chartered Accountants and to authorise the Directors to determine their remuneration.

FOR	AGAINST

Signed this day of Two Thousand and Twenty Two

.....
Signature/s of shareholder/s

Note: INSTRUCTIONS AS TO COMPLETION OF PROXY FORM ARE NOTED ON THE REVERSE.

INSTRUCTIONS AS TO COMPLETION OF THE FORM OF PROXY

1. Please perfect the Form of Proxy by filling in legibly your full name and address, signing in the space provided and filling in the date of signature.
2. The completed Form of Proxy should be deposited at No 117, Sir Chittampalam A Gardiner Mawatha, Colombo 02 or forwarded to the email address: keellsconsultants@keells.com or Fax No.011 2439037, no later than 48 hours before the time appointed for the holding of the Meeting.
3. If the Form of Proxy is signed by an Attorney, the relevant Power of Attorney should accompany the completed Form of Proxy for registration, if such Power of Attorney has not already been registered with the Company.
4. If the appointer is a Company or 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 or Constitution.
5. If this Form of Proxy is returned without any indication of how the person appointed as Proxy shall vote, then the Proxy shall exercise his/her discretion as to how he/she votes or, whether or not he/she abstains from voting.

Please fill in the following details:

Name.	:
Address.	:
Jointly with.	:
Share Folio No./CDS account no.	:
National Identity Card No.	:

SUBMISSION OF THE ANNUAL REPORT TO SHAREHOLDERS

Asian Hotels and Properties PLC,
(PQ 2)
No.77, Galle Road,
Colombo 03, Sri Lanka.

Dear Shareholder,

The Annual Report of Asian Hotels and Properties PLC for the financial year 2021/2022 is available on the CSE website - <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=AHPL.N0000>

If you wish to have a printed copy of the Annual Report, kindly send the completed Form of Request provided overleaf to -

Mr. Fazal Cader
Finance Manager
Asian Hotels and Properties PLC
No.77, Galle Road,
Colombo 03.

Alternatively, you could email the completed Form of Request to fazal@cinnamonhotels.com

The printed Report will be forwarded within 08 market days from the receipt of the written request.

Please contact Mr. Fazal Cader on (0094) 11 2497208 during normal office hours (8.30 a.m. - 4.30 p.m.) or fazal@cinnamonhotels.com if you have any queries on this matter.

Yours faithfully,
For Asian Hotels and Properties PLC



KEELLS CONSULTANTS (PRIVATE) LIMITED

Secretaries

23rd May 2022

REQUEST FOR A PRINTED VERSION OF THE
ASIAN HOTELS AND PROPERTIES PLC ANNUAL REPORT 2021/2022

FORM OF REQUEST

I wish to request for a printed version of the 2021/2022 Annual Report of Asian Hotels and Properties PLC.

Please mark (x) as appropriate.

1. I will collect a copy from your office
2. Please hand over a copy to the bearer of this form
Full name of bearer NIC
3. Please post it to my address given below

My details are as follows:

Full Name of Shareholder	:	
Shareholder's NIC/ Passport/ Company Registration No.	:	
Address	:	
	:	
	:	
Contact Number	:	

.....
Signature

.....
Date