

FORM OF PROXY

I /We(NICNo.....)

of

.....being a member/s of the above Company,

hereby appoint.....

(NIC No.....) ofor failing him/her.

Mr. Arandara Kankanamlage Don Dimal Dasanga Arandara	whom failing
Mr. Dallas Joshua Stephen	whom failing
Mr. Sampath Arunapriya Hettiarachchi	whom failing
Mr. Lawrence Michael Paratz	whom failing
Dr. Dasanayake Mudiyanseleage Isuru Sammana Dasanayake	whom failing
Mr. Dinesh Vidanapathirana	

as my/our* proxy to represent me/us* to speak and vote for me/us* and on my/our* behalf as indicated below at the Twenty Fourth Annual General Meeting of the Company, to be held on 14th May 2024 and at any adjournment thereof and at every poll which may be taken in consequence thereof.

	FOR	AGAINST
1. To receive and consider the Annual Report of the Board of Directors on the Affairs of the Company and the Statement of Accounts for the year ended 31 December 2023 with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To elect as a Director Mr. A K D D D, Arandara who retires in terms of Article 94 of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>
3. To elect as a Director Dr. D M I S Dasanayake, who retires in terms of Article 94 of the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
4. To elect as a Director Mr. Dinesh Vidanapathirana who retires in terms of Article 94 fo the Articles of Association of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-elect as a Director, Mr. Dallas Stephen, who retires by rotation in terms of Article 86 and 87 of the Articles of Association of the Company	<input type="checkbox"/>	<input type="checkbox"/>

		FOR	AGAINST
6.	To re-appoint as a Director, Mr. Lawrence Michael Paratz who is over the age of 70 years and who vacates his office in terms of Section 210 of the Companies Act No. 7 of 2007 ("the Act")	<input type="checkbox"/>	<input type="checkbox"/>
7.	To re-appoint Messrs KPMG, Chartered Accountants as Auditors of the Company and to authorize the Directors to determine their remuneration	<input type="checkbox"/>	<input type="checkbox"/>
9.	To authorize the Directors to determine and make donations to charities.	<input type="checkbox"/>	<input type="checkbox"/>
9.	To pass the following Special Resolutions to amend the Articles of Association of the Company		
	Special Resolution No. 1	<input type="checkbox"/>	<input type="checkbox"/>
	Special Resolution No. 2	<input type="checkbox"/>	<input type="checkbox"/>
	Special Resolution No. 3	<input type="checkbox"/>	<input type="checkbox"/>

In witness my/our hand/seal given on this.....day ofTwo Thousand and Twenty Four.

.....

Signature

Note : Please delete the inappropriate words.
 Instructions for completion of form of proxy are noted on the reverse.

INSTRUCTIONS TO COMPLETION OF FORM OF PROXY

1. Kindly perfect the Form of Proxy by filling in legibly your full name and address, your instructions as to voting, by signing in the space provided and filling in the date of signature.
2. Please indicate with a 'X' in the cages provided how your proxy is to vote on the Resolutions. If no indication is given the Proxy in his/her discretion may vote as he/she thinks fit.
3. The completed Form of Proxy should be deposited at the Registered Office of the Company at No 108, W A D Ramanayake Mawatha, Colombo 02 or sent via e-mail to agm@echannelling.com, at least 48 hours before the time appointed for holding of the Meeting.
4. 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.

Note:

If the shareholder is a Company or body corporate, Section 138 of the Companies Act No. 07 of 2007 applies to Corporate Shareholders of eChannelling PLC. Section 138 provides for representation of Companies at meetings of other Companies. A Corporation, whether a Company is within the meaning of this act or not, may where it is a member of another Corporation, being a Company within the meaning of this Act, by resolution of its Directors or other governing body authorise such person as it thinks fit to act as its representative at any meeting of the Company. A person authorised as aforesaid shall be entitled to exercise the same power on behalf of the Corporation which it represents as that Corporation could exercise if it were an individual shareholder.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty Fourth Annual General Meeting of e-Channelling PLC will be held at 12.30 pm on Tuesday, 14th May 2024 at the " Ruby", Bandaranaike Memorial International Conference Hall (BMICH), Baudhaloka Mawatha, Colombo 7 for the following purpose:-

AGENDA

1. To receive and consider the Statement of Accounts of the Company for the year ended 31st December 2023, together with the Reports of the Directors and the Auditors thereon.
2. To elect as a Director Mr. A K D D D, Arandara who retires in terms of Article 94 of the Articles of Association of the Company.
3. To elect as a Director Dr. D M I S Dasanayake, who retires in terms of Article 94 of the Articles of Association of the Company.
4. To elect as a Director Mr. Denesh Vidanapathirana who retires in terms of Article 94 fo the Articles of Association of the Company.
5. To re-elect as a Director, Mr. Dallas Stephen who retires by rotation in terms of Article 86 and 87 of the Articles of Association of the Company.
6. To re-appoint as a Director, Mr. Lawrence Michael Paratz who is over the age of 70 years and who vacates his office in terms of Section 210 of the Companies Act No. 7 of 2007 ("the Act")

Notice is hereby given to propose the undernoted Ordinary Resolution in compliane with Section 211 of the Act, in relation to his re-appointment.

"RESOLVED THAT Mr. Lawrence Michael Paratz who has reached the age of 70 years be and is hereby re-appointed a Director of the Company and is it is hereby declared that as provided in section 211(1) of the Company Act No.7 of 2007 the age limt of 70 years referred to in Section 210 of the said Companies Act shall not apply to him".

7. To re-appoint Messrs KPMG, Chartered Accountants as Auditors of the Company and to authorize the Directors to determine their remuneration
8. To authorize the Directors to determine and make donations to charities.
9. Special Business

To consider and if thought fit, to pass the following Special Resolutions to amend the Articles of Association of the Company, to comply with the Listing Rules of the Colombo Stock Exchange that are currently in force.

SPECIAL RESOLUTION 1 :

IT IS HEREBY RESOLVED THAT the following article be included as article 54 (2) and the existing article 54 to be renumbered as article 54 (1)

54(2). A meeting of shareholders (including a meeting where it is intended to propose a resolution as a special resolution) may be held either:

- a) by a number of shareholders who constitute a quorum, being assembled together at the place, date and time appointed for the meeting; and/or
- b) 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."

SPECIAL RESOLUTION 2 :

IT IS HEREBY RESOLVED THAT article 75(1) be deleted in its entirety and substituted with the following Article 75(1):

75(1) "The Directors shall not be less than five nor more than seven."

SPECIAL RESOLUTION3 :

IT IS HEREBY RESOLVED THAT the following articles be included as article 106 (ii) (iii) and (iv) and the existing Article 106 (ii) to (v) be renumbered as (v) to (viii)

106 (ii) Alternate directors shall only be appointed in exceptional circumstances and for a maximum period of one (1) year from the date of appointment.

- (iii) If an Alternate Director is appointed for a Non-Executive Director such alternate should not be an executive of the Company.
- (iv) If an Alternate Director is appointed by an Independent Director, the person so appointed should meet the criteria of independence specified in the Listing Rules and the company shall satisfy the requirements relating to the minimum number of Independent Directors specified in the Listing Rules. The Nominations and Governance Committee shall review and determine that the person nominated as the alternate would qualify as an Independent Director before such appointment is made,

BY ORDER OF THE BOARD OF
eCHANNELLING PLC



GEREDENE SUARES
COMPANY SECRETARY

08 April 2024

Note:

- (a) A member who is unable to attend and vote at the meeting is entitled to appoint a Proxy to attend and vote in his or her place.
- (b) A proxy need not be a member of the Company.
- (c) A Form of Proxy accompanies this Notice.

E-CHANNELLING PLC

(Company Registration No. PQ 205)
No. 108, W A D Ramanayake Mawatha,
Colombo 02

CIRCULAR TO SHAREHOLDERS

Dear Shareholder/s

Annual Report -2023

We wish to inform you that the Twenty Fourth (24th) Annual General Meeting ("AGM") of eChannelling PLC (the "Company") will be held at 12.30 pm on Tuesday, 14th May 2024 at the "Ruby", Bandaranaike Memorial International Conference Hall (BMICH), Bauddhaloka Mawatha, Colombo 7.

In accordance with the Listing Rules, the Annual Report of the Company is made available on the following websites:

Corporate website : <https://www.ehannelling.com>

Colombo Stock Exchange : <https://www.cse.lk>

The Annual Report of the Company can also be accessed by scanning the following QR code.



If you wish to receive a printed copy of the Annual Report, kindly inform the Company by completing and forwarding the Request Letter which is attached. A printed copy of the Annual Report will be forwarded by the Company within eight (08) market days from the date of receipt of a written request.

In the event, you require assistance relating or have any query in this connection you may contact the following persons on any working day between 9.00 a.m. and 4.00 p.m on the following contact numbers:

Name	Telephone No.	e-mail
Dilini Madhushika	070 2590714	dilini@echannelling.com
Jawad Sharif	070 2590696	jawad@echannelling.com

The following documents are forwarded herewith.

1. Notice of Meeting
2. Form of Proxy
3. Request Form for the printed copy of the Annual Report.

Shareholders who wish to submit their Form of Proxy should complete same as per the instructions given therein. The duly completed Form of Proxy should be deposited at the Registered Office of the Company No. 108, W A D Ramanayake Mawatha, Colombo 02 or sent via e-mail to agm@echannelling.com, not less than 48 hours prior to the time appointed for the holding of the AGM.

By order of the Board

e-Channelling PLC

Geredene Suares
Company Secretary

08 April 2024

REQUEST LETTER

e-Channelling PLC

Annual Report 2023

To: **Company Secretary**
e-Channelling PLC
No. 108, W A D Ramanayake Mawatha
Colombo 02

Dear Sir,

e-CHANNELLING PLC

REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT - 2023

I/we hereby request you to provide us with a printed copy of the Annual Report of e-Channelling PLC for the year 2023.

Full name of Shareholder :

NIC No/ Passport No/

Company Registration No. of shareholder :

Address of Shareholder :

Folio No. of shareholder

(please refer the address label) :

Contact telephone Nos. :

.....

.....

Signature

Date

PRINTED MATTER

If undelivered return to:

eChannelling PLC

No. 108,

W. A. D. Ramanayake Mawatha,

Colombo 02.