

Notice of Annual General Meeting

DIALOG AXIATA PLC (PQ 38)

NOTICE IS HEREBY GIVEN THAT THE TWENTY FOURTH ANNUAL GENERAL MEETING OF THE COMPANY WILL BE HELD AS A FULLY VIRTUAL MEETING ON WEDNESDAY, 23 JUNE 2021 AT 4:00PM (IST – INDIA STANDARD TIME) FROM THE BROADCAST VENUE AT THE BOARDROOM, DIALOG AXIATA PLC, 14TH FLOOR, NO. 475, UNION PLACE, COLOMBO 2, SRI LANKA.

1. ORDINARY RESOLUTION 1

To receive and adopt the Report of the Directors and the Statement of Accounts for the Financial Year ended 31 December 2020 and the Auditors' Report thereon.

2. ORDINARY RESOLUTION 2

To declare a final dividend as recommended by the Board of Directors.

3. ORDINARY RESOLUTION 3

To re-elect as a Director, Deshamanya Mahesh Amalean, who retires by rotation pursuant to Article 102 of the Articles of Association of the Company.

4. ORDINARY RESOLUTION 4

To re-elect as a Director, Mr. Vivek Sood, who retires by rotation pursuant to Article 102 of the Articles of Association of the Company.

5. ORDINARY RESOLUTION 5

To re-elect as a Director, Mr. Azwan Khan Osman Khan, who was appointed to the Board since the last Annual General Meeting pursuant to Article 109 of the Articles of Association of the Company.

6. ORDINARY RESOLUTION 6

To re-elect as a Director, Dr Indrajith Coomaraswamy, who was appointed to the Board since the last Annual General Meeting pursuant to Article 109 of the Articles of Association of the Company and furthermore to resolve that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not be applicable to Dr. Indrajith Coomaraswamy who attained the age of 71 years on 3 April 2021.

7. ORDINARY RESOLUTION 7

To re-elect as a Director, Mr. Mohamed Muhsin, who attained the age of 77 years on 16 October 2020 and retires pursuant to Section 210 of the Companies Act No.

7 of 2007 and to resolve that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not be applicable to Mr. Mohamed Muhsin.

8. ORDINARY RESOLUTION 8

To re-appoint Messrs. PricewaterhouseCoopers, Chartered Accountants, as Auditors to the Company and to authorise the Directors to determine their remuneration.

9. ORDINARY RESOLUTION 9

To authorise the Directors to determine and make donations.

By Order of the Board



Ms. Viranthi Attygalle
Group Company Secretary

25 May 2021

Colombo

Notes:

- i) Due to the health risks associated with the COVID-19 pandemic and related guidelines and regulations issued by the Ministry of Health, the AGM will be held as a fully virtual meeting, and as such shareholders will only be able to participate in the AGM virtually, via the designated online meeting platform.
- ii) Only persons who are shareholders of the Company and whose names appear on the Share Register as at 18 June 2021 will be entitled to participate in the above virtual meeting.
- iii) A shareholder entitled to participate and vote at the above virtual meeting is entitled to appoint a proxy to participate and vote in his/her place by completing the Form of Proxy enclosed herewith.
- iv) A proxy need not be a shareholder of the Company. However, the proxy must be above 18 years of age.
- v) Shareholders who are unable to participate in the above virtual meeting are also encouraged to submit a duly completed Form of Proxy appointing the Chairman of the Meeting to participate and vote on their behalf.
- vi) For more information on how to participate virtually in the above meeting, please refer Administrative Details enclosed herewith.