HAYLEYS LEISURE PLC

Company Registration No. PQ 145

NOTICE IS HEREBY GIVEN THAT THE FORTY FOURTH (44TH) ANNUAL GENERAL MEETING OF HAYLEYS LEISURE PLC will be held on Wednesday, 24th June 2026 at 11.00 a.m. at the Chas P. Hayley Lounge of Hayleys PLC, No. 400, Deans Road, Colombo 10 for the following purposes:

1. To consider and adopt the Annual Report of the Board of Directors and the Statement of Accounts for the year ended 31st March 2026 with the Report of the Auditors thereon.
2. To re-elect as a Director Ms. K. A. D. B. Perera, who retires by rotation at the Annual General Meeting in terms of Article 29(1) of the Articles of Association of the Company.
3. To re-elect as a Director Mr. S. C. Ganegoda, who retires by rotation at the Annual General Meeting in terms of Article 29(1) of the Articles of Association of the Company.
4. To re-elect as a Director Mr. D. T. R. De Silva, who retires by rotation at the Annual General Meeting in terms of Article 29(1) of the Articles of Association of the Company.
5. To propose the following resolution for the re-appointment of Mr. A. M. Pandithage in terms of Section 211 of the Companies Act No. 07 of 2007.

   Ordinary Resolution

   'That Mr. Abeyakumar Mohan Pandithage, who is over the age of seventy years be and is hereby re-appointed as a Director until the next Annual General Meeting and it is hereby declared that the age limit of seventy years referred to in Section 210 of the Companies Act No. 07 of 2007 shall not apply to him'.
6. To authorise the Directors to determine donations and contributions to charities for the ensuing year.
7. To re-appoint Messrs Ernst & Young, Chartered Accountants as the Auditors of the Company for the year 2026/27 and to authorise the Directors to determine their remuneration.
8. To consider and if thought fit, to pass the following Special Resolution to amend the existing Article 50(1) in the Articles of Association of the Company;

Special Resolution (1)

IT IS HEREBY RESOLVED THAT Article 50 (1) of the Articles of Association of the Company be amended by the inclusion of the following paragraph at the end of Article 50 (1) ;

"The Company may serve any notice or document by electronic mail to an electronic mail account notified by a shareholder in writing or by any other acceptable means to the Company or to the Central Depository System (Pvt) Ltd. Where electronic mail is used, the notice or document shall be deemed to have been received by the shareholder upon the dispatch of same by the Company or by the Central Depository System (Pvt) Ltd, through electronic mail."

By Order of the Board,

HAYLEYS LEISURE PLC

Amali Munasinghe Peiris
Director

HAYLEYS GROUP SERVICES (PRIVATE) LIMITED
Secretaries
Colombo.

02nd June 2026.

Notes to shareholders:

1. A Shareholder is entitled to appoint a proxy to attend and vote instead of him/her and a proxy need not be a Shareholder of the Company. A Form of Proxy is enclosed for this purpose. The instrument appointing a proxy must be deposited at the office of the Company Secretaries at No. 400, Deans Road, Colombo 10, Sri Lanka not less than forty-eight (48) hours before the time fixed for the Meeting.

2. The Annual Report of the Company for 2025/26 is available on the corporate website www.amayaresorts.com/about/annual-reports and on the Colombo Stock Exchange website - www.cse.lk. If you wish to have a printed copy of the Annual Report, please forward the duly completed 'Request Form - Annexure A' to Chameera Gunawardena, Hayleys Group Services (Private) Limited, Secretaries for Hayleys Leisure PLC, No. 400, Deans Road, Colombo 10. Email Address : chameera.gunawardena@secretarial.hayleys.com. A printed copy of the Annual Report will be forwarded within 8 market days from the date of receiving the Request Form.

HAYLEYS LEISURE PLC

Company Registration No. PQ 145

Form of Proxy

I/We ....

(full name of Shareholder) NIC No./Reg. No. of Shareholder ....of

.... being Shareholder/Shareholders of Hayleys Leisure PLC hereby appoint:

(1) .... (full name of Proxyholder) NIC No. of Proxyholder ....

of..or, failing him/them

(2) ABEYAKUMAR MOHAN PANDITHAGE (Chairman of the Company) of Colombo, or failing him, one of the Directors of the Company as my/our Proxy to attend and vote as indicated hereunder for me/us and on my/our behalf at the Forty Fourth Annual General Meeting of the Company to be held on Wednesday, 24th June 2026 at 11.00 a.m. and at every poll which may be taken in consequence of the aforesaid meeting and at any adjournment thereof.

	For	Against
1. To adopt the Annual Report of the Directors and the Statement of Accounts for the year ended 31st March 2026 with the Report of the Auditors thereon.		
2. To re-elect as a Director Ms. K. A. D. B. Perera, as set out in the Notice.		
3. To re-elect as a Director Mr. S. C. Ganegoda, as set out in the Notice.		
4. To re-elect as a Director Mr. D. T. R. De Silva, as set out in the Notice.		
5. To re-appoint Mr. A. M. Pandithage, in terms of Section 211 of the Companies Act No. 07 of 2007.		
6. To authorise the Directors to determine donations and contributions to charities for the ensuing year.		
7. To re-appoint Messrs Ernst & Young, Chartered Accountants as the Auditors of the Company for the year 2026/27 and to authorise the Directors to determine their remuneration.		
8. To pass the Special Resolution to amend Article 50(1) of the Articles of Association of the Company as set out in the Notice.		

Signed on this .... day of ....2026.

....

Signature of Shareholder

(Instructions are given overleaf)

Instructions:

1. The completed Form of Proxy must be deposited with the Company Secretaries, Hayleys Group Services (Private) Limited, at No. 400, Deans Road, Colombo 10, Sri Lanka not less than forty-eight (48) hours before the start of the meeting. Delayed Proxy Forms shall not be accepted.
2. A Shareholder entitled to attend and vote at the Annual General Meeting of the Company, is entitled to appoint a Proxy to attend and vote instead of him/her and the Proxy need not be a Shareholder of the Company.
3. Full name of Shareholder/Proxy holder and their NIC Nos. are mandatory. Your Proxy Form will be rejected if these details are not completed.
4. A Shareholder is not entitled to appoint more than one Proxy to attend on the same occasion.
5. The duly completed Form of Proxy must be dated and signed by the Shareholder.
6. Please indicate with an "X" in the space provided how your proxy is to vote on the resolutions. If no indication is given, the proxy can vote as he/she thinks fit.
7. In the case of a company/corporation the proxy must be executed in the manner prescribed by its Articles of Association or by a duly authorised Director.
8. Where the Form of Proxy is signed under a Power of Attorney (POA) which has not been registered with the Company, the original POA together with a photocopy of same or a copy certified by a Notary Public must be lodged with the Company along with the Form of Proxy.
9. In case of Marginal Trading Accounts (slash accounts), the Form of Proxy should be signed by the respective authorised Fund Manager/Banker with whom the account is maintained.

Annexure A

HAYLEYS LEISURE PLC

Company Registration No. PQ 145

FORM OF REQUEST FOR A PRINTED COPY OF THE ANNUAL REPORT 2025/26

Date...........................

Hayleys Group Services (Private) Limited,
Secretaries for Hayleys Leisure PLC,
No. 400, Deans Road,
Colombo 10.

ANNUAL REPORT OF HAYLEYS LEISURE PLC - 2025/26

I hereby request you to send me a printed copy of the Annual Report of Hayleys Leisure PLC.

....

Signature

- Corporate Shareholders - Form should be signed by duly authorised person.
- Joint Shareholders - Form may be signed by the principal Shareholder.

Full Name of Shareholder (as registered in the Company or in the CDS)	
NIC No./Company Registration No.	
CDS Account No.	
Address	
Contact No.	

Note:

1. The Annual Report of the Company for 2025/26 is available on the corporate website www.amayaresorts.com/about/annual-reports and on the Colombo Stock Exchange website - www.cse.lk.
2. If you wish to have a printed copy of the Annual Report, please forward this Form duly completed to the office of the Secretaries. A printed copy of the Annual Report will be forwarded within 8 market days from the date of receiving this Request Form
3. You may contact the undernoted person for any requests and queries.

Contact Person : Chameera Gunawardena
Contact Number : +94 11 2627653
Email Address : chameera.gunawardena@secretarial.hayleys.com
Mailing Address : Hayleys Group Services (Private) Limited,
Secretaries for Hayleys Leisure PLC,
No. 400, Deans Road,
Colombo 10.