

## NOTICE OF MEETING

Notice is hereby given that the 25th Annual General Meeting of the Company will be held at the Institute of Chartered Accountants of Sri Lanka at No. 30 A, Malalasekhara Road, Colombo 7 on Friday, 27th September 2024 at 2.15 p.m. for the following purposes :-

1. To receive and consider the Report of the Directors and the Statement of the Audited Financial Statement for the year ended 31st March 2024 with the Report of the Auditors thereon.
2. To re-elect Mr. M.S.Dominic as a Director who retires by rotation and eligible for re-election in terms of Article 28 (1).
3. To re-elect Mr. D.S.Arangala as a Director who retires by rotation in terms of Article 30 (1).
4. To re-appoint Dr. S.R. Rajiyah who is over 70 years of age, as a director in terms of Section 211 of the Companies Act No. 7 of 2007 and it is specifically declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Dr. S.R. Rajiyah.
5. To re-appoint Mrs. I.R. Rajiyah who is over 70 years of age, as a director in terms of Section 211 of the Companies Act No. 7 of 2007 and it is specifically declared that the age limit of 70 years referred to in Section 210 of the Companies Act No. 7 of 2007 shall not apply to the said Mrs. I.R. Rajiyah.
6. To authorise the Directors to determine the contribution to charity.
7. To re-appoint M/s KPMG, Chartered Accountants as the Auditors and authorise the Directors to determine their remuneration.
8. Special Resolution
  - a. IT IS HEREBY RESOLVED THAT Article 16 to be deleted in entirety and be substituted with the following new Article 16 :

### METHOD OF HOLDING MEETINGS

A meeting of shareholders (including a meeting where it is intended to propose a resolution as a special resolution) may be held (a) by a number of shareholders who constitute a quorum, being assembled together at the place, date and time appointed for the meeting. Or (b) by means of audio, or audio visual communication method or platform specified by the Board by which all Shareholders participating and constituting a quorum, can simultaneously hear each other throughout the meeting.

- b. IT IS HEREBY ALSO RESOLVED THAT Article 28 (12) to be deleted in entirety.

By Order of the Board,  
Sgd.  
**Renuka Enterprises (Pvt) Ltd**  
Company Secretaries  
27th August 2024

Note:-

- (i) A member entitled to attend and vote at the above Meeting is entitled to appoint a proxy to attend and vote instead of the member, such proxy need not be a member.
- (ii) A Form of Proxy is enclosed with this Annual Report.
- (iii) The completed Form of Proxy should be deposited at the Registered Office of the Company at "Renuka House", No. 69, Sri Jinaratana Road, Colombo 2, on or before 2.15 p.m. on 25th September 2024, being not less than 48 hours before the time appointed for the holding of the Meeting.

# FORM OF PROXY

I / We ..... of  
 ..... being a  
 member/members of Renuka Agri Foods PLC, hereby appoint; .....  
 ..... (NIC No. ....)  
 of .....

Or failing her/him

- Dr. S.R. Rajiyah or failing him
- Mrs. I.R. Rajiyah or failing her
- Mr. S.V. Rajiyah or failing him
- Mr. V. Sanmugam or failing him
- Mr. D.S. Arangala or failing him
- Mr. M.S.Dominic or failing him

as my/ our proxy to represent me / us and to speak and to vote on my / our behalf at the Annual General Meeting of the Company to be held on the 27th day of September 2024 and at any adjournment thereof and at every poll which may be taken in consequence thereof.

	<b>For</b>	<b>Against</b>
1. To receive and consider the Report of the Directors and the Statement of the Audited Financial Statements for the year ended 31st March 2024 with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
2. To re-elect Mr.M.S.Dominic	<input type="checkbox"/>	<input type="checkbox"/>
3. To re-elect Mr. D.S.Arangala	<input type="checkbox"/>	<input type="checkbox"/>
4. To re-appoint Dr. S. R. Rajiyah as a Director	<input type="checkbox"/>	<input type="checkbox"/>
5. To re-appoint Mrs. I.R. Rajiyah as a Director	<input type="checkbox"/>	<input type="checkbox"/>
6. To authorise the Directors to determine the contribution to charity.	<input type="checkbox"/>	<input type="checkbox"/>
7. To re-appoint M/s KPMG, Chartered Accountants as Auditors to the Company and authorise the Directors to determine their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
8. i. Approval of Special Resolution a	<input type="checkbox"/>	<input type="checkbox"/>
ii. Approval of Special Resolution b	<input type="checkbox"/>	<input type="checkbox"/>

Dated this ..... day of ..... 2024.

.....  
 Signature of Shareholder

Note:  
 (a) A proxy need not be a member of the Company.  
 (b) Instructions regarding completion appear overleaf.

**INSTRUCTIONS AS TO COMPLETION OF THE FORM OF PROXY**

1. To be valid, the completed Form of Proxy should be deposited at the Registered Office of the Company, at "Renuka House", No. 69, Sri Jinaratana Road, Colombo 2, on or before 2.15 p.m. on 25th September 2024 being not less than 48 hours before the time appointed for the holding of the Meeting.
2. In perfecting the Form of Proxy, please ensure that all the details are legible.
3. Please indicate with an 'X' in the space provided how your proxy to vote on each resolution. If no indication is given the proxy, in his discretion, will vote, as he thinks fit.
4. In the case of a Company / Corporation, the proxy must be under its Common Seal which should be affixed and attested in the manner prescribed by its Articles of Association.
5. In the case of proxy signed by the Attorney, the Power of Attorney must be deposited at the Registered Office at "Renuka House", No. 69, Sri Jinaratana Road, Colombo 2, for registration.

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REQUEST FOR PRINTED COPY OF THE ANNUAL REPORT 2024- RENUKA AGRI  
FOODS PLC

Name of shareholder

.....  
Address for report delivery

.....  
Folio NO./CDS No.....

NIC No.....

Address/Fax - No. 69, Sri Jinaratana Road, Colombo 2 (94-11-2445549)  
Website - [www.renukagroup.com](http://www.renukagroup.com)  
Email - [reports@renukagroup.com](mailto:reports@renukagroup.com)