

## ASIRI SURGICAL HOSPITAL PLC

### PROCEDURE TO BE FOLLOWED AT THE 22ND ANNUAL GENERAL MEETING OF THE COMPANY SCHEDULED FOR 19TH AUGUST 2022

Dear Shareholder,

We refer to the Notice convening the 22nd Annual General Meeting (AGM) of Asiri Surgical Hospital PLC ("Company") appearing on the page No. 99 of the Annual Report for the year ended 31st March 2022. The Board of Directors of the Company, having taken into consideration, the Guidelines issued by Colombo Stock Exchange (CSE), have decided to hold the Annual General Meeting (AGM) of the Company on 19th August 2022 at 10.00 a.m at the Auditorium of Central Hospital Limited (4th Floor), No.114,Norris Canal Road, Colombo 10, by shareholder participants assembling either physically or through audio or audio and visual means in the manner set forth below:

- The AGM shall be held in compliance with the principles set out in the Guidelines issued by the Colombo Stock Exchange ("CSE") for the hosting of Annual General Meetings Virtual/ Hybrid and in accordance with the applicable laws and the Articles of Association of the Company.
- The Chairman, Members of the Board and key officials who are essential for administration of the formalities of the AGM will be assembled at the place specified in the Notice convening the AGM.
- In terms of the meeting the participant of shareholders can either assemble either physically or through audio and visual means.

#### FOR PARTICIPATION IN PERSON:

##### REGISTRATION PROCESS TO PARTICIPANT AT THE AGM OF ASIRI SURGICAL HOSPITAL PLC

1. A maximum of thirty (30) shareholders or such number of shareholders (**who has registered with the Company for participation physically in person at the AGM on a first come first serve basis**) shall only be allowed to assemble physically and participate at the AGM at the venue specified in the Notice convening the AGM either in person or by proxy. Please be informed that in the event the number of participants proceed on first come first serve basis have exceeded the seating capacity others shall be required to join the meeting by audio and visual means.
2. The Shareholders who wish to participate physically are required to complete and forward the " Shareholder/ Proxyholder Attendance Registration Form " attached 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 the Company Secretaries, Softlogic Corporate Services (Private) Limited, No. 14, De Fonseka Place, Colombo 05 or email it to [corporateservices@softlogic.lk](mailto:corporateservices@softlogic.lk) or forward it by fax to 011 2508768, not less than 48 hours before the convening of the AGM.
3. The shareholders/proxyholders will be notified in advance as to whether the shareholders/proxyholders are allowed to assemble physically and participate in the AGM or whether the shareholders/proxyholders must participate in the AGM through audio and visual means.
4. We regret our inability to process any requests received after 4.45 p.m. on 16th August 2022.

#### FOR PARTICIPATION VIA AUDIO AND VISUAL MEANS:

##### REGISTRATION PROCESS TO PARTICIPATE AT THE AGM OF ASIRI SURGICAL HOSPITAL PLC

The Shareholders and Proxy holders who wish to participate (via the online meeting platform) must notify the Company of such intention by completing the attached **Mandatory Attendance Registration Form**, attached to this document as Annexure 1, which is made available on the Corporate Website of the Company and the Website of the Colombo Stock Exchange.

The duly completed Attendance Registration Form should be deposited with the Company Secretaries, Softlogic Corporate Services (Pvt) Ltd at No. 14, De Fonseka Place, Colombo 05, marked "ASIRI SURGICAL HOSPITAL PLC – Annual General Meeting" or contact 0115575123, 077 2347783 and 077 8337636 or forward to [corporateservices@softlogic.lk](mailto:corporateservices@softlogic.lk) in order to enable the Company to receive the same by 4.00 p.m. on Tuesday the 16th August , 2022.

**Please refer to the attached Guidelines and Attendance Registration Process for the Annual General Meeting for further details in this regard.**

#### **APPOINTMENT OF PROXY HOLDERS**

The Shareholders are encouraged to vote by Proxy through 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. The Form of Proxy is also made available on the Corporate Website of the Company and the Website of the Colombo Stock Exchange. Those Shareholders who wish to appoint a Proxy should duly complete the Form of Proxy and include the details of such Proxy holder in the Attendance Registration Form as per the instructions given therein and in the attached Guidelines and Attendance Registration Process for the Annual General Meeting.

The duly completed Form of Proxy should be forwarded to the Company through the Company Secretaries, Softlogic Corporate Services (Pvt) Ltd at No. 14, De Fonseka Place, Colombo 05 marked "ASIRI SURGICAL HOSPITAL PLC – Annual General Meeting" or contact 0115575123, 077 2347783 and 077 8337636 or forward by email to [corporateservices@softlogic.lk](mailto:corporateservices@softlogic.lk) in order to enable the Company to receive the same by 4.00 p.m. on Tuesday the 16th August 2022.

#### **LOGIN INFORMATION FOR PARTICIPATION VIA THE ONLINE MEETING PLATFORM (MICROSOFT TEAMS)**

The login information will be authorized only for the use by individual Shareholders, Proxy holders and authorized representatives in case of Institutional Shareholders and the Company will not be responsible or liable for any misuse. Where the Proxy holders are concerned, please note that the login information will only be shared with those in whose favour a valid Proxy has been submitted by the Shareholder.

#### **QUERIES OF SHAREHOLDERS**

Shareholders who are unable to participate at the AGM via the designated online meeting platform are invited to forward their suggestions, questions and concerns (if any) relating to items on the Notice of Annual General Meeting to the Company Secretaries, Softlogic Corporate Services (Pvt) Ltd at No.14, De Fonseka Place, Colombo 05 [Tel: 0115575123, 077 2347783 and 077 8337636] or forwarded by email to [corporateservices@softlogic.lk](mailto:corporateservices@softlogic.lk) to be received by the Company Secretaries by 4.00 p.m. on Tuesday the 16th August , 2022. The Board will ensure that they are discussed and addressed at the AGM, if necessary.

#### **VOTING**

Please refer to the attached Guidelines and Attendance Registration Process for the Annual General Meeting for further details in this regard.

#### **ANNUAL REPORT 2021/22**

The shareholders are informed of the Company's inability to forward a printed copy of the Annual Report upon request, due to the current crisis in the country and limited availability of paper in the market under the prevailing circumstances. However, as required by CSE Circular No. 4/2022 dated 27st May 2022, the Annual Report of the Company for the year ended 31st March 2022, is published and available for download on the Corporate Website of the Company and the Colombo Stock Exchange Website, and the relevant links are given below:

- 1) Corporate Website of Asiri Surgical Hospital PLC - <https://asirihealth.com/asiri-group/group-overview/financial-information>
- 2) Colombo Stock Exchange Website - <https://www.cse.lk/pages/company-profile/company-profile.component.html?symbol=AMSL.N0000>

Shareholders may also access the Annual Report and Financial Statements on their mobile phones by scanning the following QR code



Also note that as per CSE Circular No. 04/2022 dated 27th May 2022, the hard copies of the annual report of the Company shall not be provided.

#### **DOCUMENTS ATTACHED**

The following documents are attached to this Circular to Shareholders:

1. Notice of Annual General Meeting
2. Form of Proxy
3. Guidelines and Attendance Registration Process for the Annual General Meeting
4. Mandatory Attendance Registration Form

By order of the Board

**ASIRI SURGICAL HOSPITAL PLC**

(Sgd)

**Softlogic Corporate Services (Pvt) Ltd**  
Company Secretaries

26th July 2022  
Colombo



# NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the 22nd ANNUAL GENERAL MEETING of ASIRI SURGICAL HOSPITAL PLC will be held on Friday, the 19th August 2022 at 10.00 a.m at the Auditorium of Central Hospital Limited (4th Floor), No.114,Norris Canal Road, Colombo 10 by shareholders participant assembling either physically or through audio or audio and visual means for the following purposes:

- (1) To receive and consider the Annual Report of the Board of Directors and Financial Statements of the Company and of the Group for the year ended 31st March 2022 together with the Report of the Auditors thereon.
- (2) To ratify the First Interim Dividend of LKR 1.20per share paid on 7th December 2021and Second Interim Dividend of LKR 0.90 per share paid on 28th April 2022 as the final Dividend for the year ended 31st March 2022.
- (3) To re-elect Dr. S. Selliah who retires by rotation in terms of Article 24(6) of the Articles of Association, as a Director of the Company.
- (4) To pass the ordinary resolution set out below to re appoint Mr. G.L.H Premaratne who is 74 years of age, as a Director of the Company

"IT IS HEREBY RESOLVED THAT the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. G.L.H Premaratne who is 74 years of age and that he be and is hereby reappointed a Director of the Company in terms of Section 211 of the Companies Act No. 07 of 2007"

- (5) To re-appoint Messrs Ernst & Young as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.
- (6) To authorise the Directors to determine and make donations for the year ending 31st March 2023 and up to the date of the next Annual General Meeting.

By Order of the Board,

**ASIRI SURGICAL HOSPITAL PLC**

(Sgd)

**SOFTLOGIC CORPORATE SERVICES (PVT) LTD.**

Company Secretaries

26 July 2022

Colombo

## Notes

1. A Shareholder who is entitled to participate, speak and vote at the meeting is entitled to appoint a proxy to attend and vote on behalf of him/her by electronic means.
2. A proxy need not be a Shareholder of the Company.
3. The Form of Proxy is enclosed for this purpose.
4. Shareholders are advised to follow the Guidelines and Attendance Registration Process for the Annual General Meeting available on the Corporate Website of the Company and the Website of the Colombo Stock Exchange.



# FORM OF PROXY

I/We.....  
of .....  
being \* member/members of Asiri Surgical Hospital PLC, do hereby appoint .....  
.....  
(holder of N.I.C No. ....) of .....  
..... or ( whom falling)

- |                       |              |
|-----------------------|--------------|
| Mr. A.K.Pathirage     | whom failing |
| Dr. S. Selliah        | whom failing |
| Dr. K.M.P Karunaratne | whom failing |
| Mr. G.L.H Premaratne  | whom failing |
| Mr. S.A.B Rajapaksa   | whom failing |

as \*my/our proxy to attend at the Annual General Meeting of the Company to be held on Friday, the 19th August 2022 at 10.00 a.m at the Auditorium of Central Hospital Limited (4th Floor), No.114,Norris Canal Road, Colombo 10 and any adjournment thereof and at every poll which may be taken in consequence thereto 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 and the Financial Statements of the Company and of the Group for the year ended 31st March, 2022 together with the Report of the Auditors thereon.	<input type="checkbox"/>	<input type="checkbox"/>
(2) To ratify the First Interim Dividend of LKR 1.20 per share paid on 7th December 2021 and Second Interim Dividend of 0.90 per share paid on 28th April 2022 as the final Dividend for the year ended 31st March 2022	<input type="checkbox"/>	<input type="checkbox"/>
(3) To re-elect Dr. S. Selliah who retires by rotation in terms of Article 24(6) of the Articles of Association, as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>
(4) To pass the ordinary resolution set out below to re appoint Mr. G.L.H Premaratne who is 74 years of age, as a Director of the Company	<input type="checkbox"/>	<input type="checkbox"/>
“IT IS HEREBY RESOLVED THAT the age limit stipulated in Section 210 of the Companies Act No. 07 of 2007 shall not apply to Mr. G.L.H Premaratne who is 74 years of age and that he be and is hereby reappointed a Director of the Company in terms of Section 211 of the Companies Act No. 07 of 2007”	<input type="checkbox"/>	<input type="checkbox"/>
(5) To re-appoint Messrs Ernst & Young as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
(6) To authorise the Directors to determine and make Donations for the year ending 31st March 2023 and up to the date of the next Annual General Meeting	<input type="checkbox"/>	<input type="checkbox"/>

.....  
Signature Date

- Note:**
- (1) \*Please delete the inappropriate words.
  - (2) A proxy need not be a shareholder of the Company.
  - (3) Instructions as to completion are noted on the reverse hereof.

## INSTRUCTIONS FOR COMPLETION

1. The full name, National Identity Card number and the registered address of the shareholder appointing the Proxy and the relevant details of the Proxy should be legibly entered in the Form of Proxy which should be duly signed and dated.
2. The completed Proxy should be forwarded to the Company for deposit at the Registered Office through the Company Secretaries, Softlogic Corporate Services (Pvt) Ltd, No.14, De Fonseka Place, Colombo 05, marked "Asiri Surgical Hospital PLC – 22nd Annual General Meeting" or email [corporateservices@softlogic.lk](mailto:corporateservices@softlogic.lk) not later than 48 hours before the time appointed for the Meeting.

In forwarding the completed and duly signed Proxy to the Company, please follow the Guidelines and Attendance Registration Process for the Annual General Meeting attached to the Notice of Annual General Meeting.

3. The Proxy shall –
  - (a) In the case of an individual be signed by the shareholder or by his attorney, and if signed by an attorney, a notarially certified copy of the Power of Attorney should be attached to the completed Proxy if it has not already been registered with the Company.
  - (b) In the case of a Company or Corporate / statutory body either be under its Common Seal or signed by its Attorney or by an Officer on behalf of the Company or Corporate / statutory body in accordance with its Articles of Association or the Constitution or the Statute. (as applicable)
4. Please indicate with a 'X' how the Proxy should vote on each resolution. If no indication is given, the Proxy in his discretion will vote as he thinks fit.



## GUIDELINES AND ATTENDANCE REGISTRATION PROCESS FOR THE ANNUAL GENERAL MEETING VIA AUDIO VISUAL MEANS HELD ON 19TH AUGUST 2022

Shareholders / Proxy holders who wish to participate in the Annual General Meeting of Asiri Surgical Hospital PLC via the Online Meeting Platform (AGM), could do so by using a smart phone or a computer. If a Shareholder/Proxy holder intends to join the AGM via a smart phone, it is necessary for him/her to download the "MICROSOFT TEAMS Mobile App" onto his /her smart phone. Similarly, if a Shareholder/Proxy holder wishes to attend the AGM via a computer, the link can be opened by downloading the "MICROSOFT TEAMS Desktop App" to the respective computer (compatible web browser: Google Chrome).

1. Shareholder who wish to participate in the AGM via online of Asiri Surgical Hospital PLC, either by themselves or through their Proxies, are requested to forward their details to the Company Secretaries as per the attached MANDATORY ATTENDANCE REGISTRATION FORM annexed to this document as Annexure 1.
2. The duly completed and signed MANDATORY ATTENDANCE REGISTRATION FORM should be delivered to the Company, through the Company Secretaries, Softlogic Corporate Services (Pvt) Ltd, No. 14, De Fonseka Place, Colombo 05 marked "Asiri Surgical Hospital PLC - Annual General Meeting" or contact 0115575123, 077 2347783 and 077 8337636 or e-mail to [corporateservices@softlogic.lk](mailto:corporateservices@softlogic.lk) to be received by the Company Secretaries by 4.00 pm on 16th August 2022. If participation in the meeting is through a Proxy, the duly completed and signed FORM OF PROXY should accompany the MANDATORY ATTENDANCE REGISTRATION FORM.

### Note:

If a Proxy is appointed, the information set out in the MANDATORY ATTENDANCE REGISTRATION FORM pertaining to the Proxy holder should tally with the information indicated in the duly completed FORM OF PROXY submitted by the Shareholder.

3. The Company will verify all registration requests and identification details received as aforesaid, against the details of Shareholders set out in the Shareholders' Register and accept the registrations for the AGM if it is satisfied with the request and supporting documents (if any). Shareholders whose registration requests are accepted will receive an email confirmation from the Company acknowledging the acceptance of their request.
4. The Shareholders whose registration requests have been accepted will receive a further email from the Company 24 hours prior to the commencement of the AGM. This email will provide a web link with log-in details to join the Annual General Meeting of the Company. If the Shareholder has appointed a valid Proxy, this email will be forwarded to the relevant Proxy holder.
5. In order to join the AGM, participants are required to click on "Join the AGM via online of Asiri Surgical Hospital PLC". At the time of entering log-in, please ensure to type in your full name and National Identity Card Number to gain access to the AGM.
6. On completion of this process, you will be directed to the AGM MICROSOFT TEAMS Platform, where you can participate in the AGM. It is recommended that the Shareholders / Proxy holders complete the process outlined in 5, above and join the AGM at least ten (10) minutes before the start of the AGM. The Online Meeting Platform will be active thirty (30) minutes before the time appointed for the commencement of the meeting.
7. Shareholders/Proxy holders may use the Q&A tab or the Hand Raise (👏) icon appearing on the screen respectively, to submit their questions or concerns in typed format or verbally. The system will allow a pop-up message to unmute the microphones.
8. When declaring the voting on a resolution, Chairman will take into account the voting of the Shareholders/ Proxy holders participating virtually.
9. In a situation where a Poll is demanded and Shareholders are required to vote on the Poll, a mechanism similar to that referred to for voting, will be applicable. This will be moderated by the Chairman of the meeting.
10. It is advised to check the online AGM access at least 3 hours prior to the meeting and also ensure that your devices have an audible sound system so that you could participate in the AGM comfortably.





