

NOTICE OF MEETING

NOTICE IS HEREBY GIVEN that the **Tenth** Annual General Meeting of Hemas Holdings PLC will be held at the Auditorium of the Ceylon Chamber of Commerce, No. 50, Nawam Mawatha, Colombo 2 on **Friday, the 28th day of June 2013 at 3.30 pm** for the following purpose:-

AGENDA


1. To receive and consider the Statements of Accounts of the Company and of the Group for the year ended 31st March 2013, together with the Reports of the Directors and Auditors thereon.
2. To re-elect as Director, Mr. Husein Esufally retiring in terms of Article 84 of the Articles of Association of the Company
3. To re-elect as Director, Mr. Murtaza Esufally retiring in terms of Article 84 of the Articles of Association of the Company
4. To pass the ordinary resolution set out below to re-appoint as Director Mr. Lalith De Mel who is over 70 years of age and vacates office as a Director of the Company in terms of Section 210 (2) (b) of the Companies' Act No. 7 of 2007:-

"RESOLVED that Mr. Lalith De Mel who reached the age of 76 years on 6th May 2013 be and is hereby re-appointed a Director of the Company and it is hereby declared as provided for in Section 211 (1) of the Companies Act No. 7 of 2007 that the age limit of 70 years referred to in Section 210 of the said Companies Act shall not apply to Mr. Lalith De Mel."

5. To declare a final dividend of Rs.0.45 per Ordinary share as recommended by the Board.

6. To re-appoint Messrs Ernst & Young, Chartered Accountants as Auditors for the ensuing year and to authorize the Directors to determine their remuneration.
7. To authorize the Directors to determine and make donations to Charity.

By Order of the Board of
HEMAS HOLDINGS PLC



Hemas Corporate Services (Pvt) Limited
Secretaries

6 June 2013

Note:

A member entitled to attend and vote is entitled to appoint a Proxy to attend and vote in his/her place.

A Proxy need not be a Member of the Company.

A Form of Proxy accompanies this Notice