

4th ANNUAL GENERAL MEETING NOTICE

Invitation

Centurion Public Limited Company ("The Company" or "CPLC") cordially invites our shareholders to attend the company's 4th Annual General Meeting (AGM) scheduled to be held on the 18th August 2020, Tuesday at 20:30hrs through Video Mode. Invitations will be sent on registration.

The Agenda of the 4th Annual General Meeting is as follows:

- | | |
|----------------|--|
| Agenda Item 1 | Recitation of the Holy Qur'an. |
| Agenda Item 2 | Opening Remarks by the Chairman of the Board of Directors |
| Agenda Item 3 | Approval of the agenda of the 4 th Annual General Meeting |
| Agenda Item 4 | Approvals of the Minutes of 3rd Annual General Meeting. |
| Agenda Item 5 | Approval of the Director's Report and Audited Financial Statement for the year ended 31 st December 2019. |
| Agenda Item 6 | Approval of the final dividend for the year ended 31 st December 2019 |
| Agenda Item 7 | Approval of the appointment / re- appointment of the External Auditors for the year 2020 and fixation of their remuneration. |
| Agenda Item 8 | Appointment of new Nominee Directors |
| Agenda Item 9 | Election of Director by the Public Shareholders of the Company |
| Agenda Item 10 | other Matters. |
| Agenda Item 11 | Conclusion of the AGM. |

23rd July 2020

Contact Information
Corporate Secretary
Phone: 9996290
Email: agm2020@centurion.mv

General information for Annual General Meeting

1. Registration at 4th Annual General Meeting

All shareholders and proxies who wish to attend the Annual General Meeting (AGM) are required to register.

Registration will be open from 0930hrs on 4th August 2020 and will close at 1200hrs on Sunday the 16th of August 2020

All shareholders and proxies must present their national identity card or passport for registration.

Proxies are required to duly complete proxy form when attend to the AGM. Proxy forms will be available at company website (<http://centurion.Mv/investor-relations>) and at company counter.

2. Participation in the AGM

All the Shareholders whose name appears on the Shareholders' Register as at 29th July 2020 (book closure date) are entitled to participate in the 4th Annual General Meeting, and are entitled to any benefit thereof.

3. Appointment of Proxy at AGM.

In the event a shareholder of the company is unable to attend the Annual General Meeting may appoint a proxy to attend and vote at the Annual General Meeting on his/her behalf. Shareholders who would like to revoke their proxy appointment can revoke the rights given to the proxy by submitting the Proxy Revocation from one hour prior to commencement of the Annual General Meeting.

4. Voting Procedure

Voting Procedures for the Annual General Meetings is presented as follows according to company article of association:

- Obtaining the right to vote;

All Shareholders and proxies must register prior to arriving at the AGM to be eligible to vote. Upon registration, shareholders and proxies will be entitled to receive the rights to vote.



- **Use of voting power;**

Upon registration shareholders and proxies will be given the right to vote. In accordance with the Articles of Association (118) of Centurion Public Limited Company, shareholders who are present in person or by proxy at the AGM will by default vote on a show of hands. Each shareholder and proxy is entitled to one vote on a show of hands.

- **Individual voting or poll voting;**

A resolution put to vote at the Annual General Meeting will be decided on a show of hands unless a poll is demanded by one or more shareholder(s) at the meeting who are entitled to vote (or their proxies) and who have between them at least ten percent (10%) of the total votes of all shareholders who have the right to vote at the meeting. On a poll, every shareholder present in person or proxy will have one vote for every share he or she holds.

- **Minimum votes requires to pass the resolution;**

A resolution in order to pass will require 51% of the total share of the company including 5 Shareholder (voting personally or through proxies or representatives appointed in writing).

- **Minimum votes requires to pass the resolution;**

A special resolution in order to pass will require 51% of those shareholders / Proxies present at the Annual General Meeting.

5. Approval of the Minutes of previous Annual General Meeting.

The Annual General Meeting (AGM) 2018 was held on Monday, 16th May 2019, at 22:00hrs at Champa Central Hotel, Male', Republic of Maldives. The draft minutes can be accessed on the company's website by accessing the link (<http://centurion.mv/investor-relations/>).

6. Approval of the Directors Report and Audited Financial Statement for the year ended 31 December 2019

The Board of Directors, on the 15th July 2020 resolved to propose the Directors Report and Independent Auditors Report for the year 2019 for shareholders consideration and approval at the company's 1st Annual General Meeting.

The Audited Financial Statement for the year ending 31st December 2019 was approved by the Board of Directors on 15th July 2020 and is included within the 2019 Annual report.



7. Approval of full and final Dividend for 2019

The Board of Directors, on the 15th July 2020, resolved to submit for shareholder's consideration and approval, a recommendation that no dividend be payable for the financial year 2019

8. Appointment of the External Auditor of the Company

To be announced

END

